

# No4000003785

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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WAIT

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MAIL

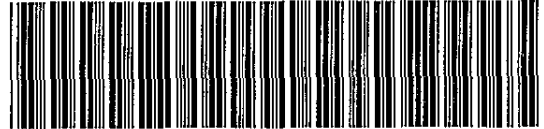
(Business Entity Name)

(Document Number)

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2004 APR 14 P 1:52

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

04 APR 14 PM 1:27  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

## ATTORNEYS' TITLE

Requestor's Name

1965 Capital Circle NE, Suite A

Address

Tallahassee, Fl 32308

City/St/Zip

850-222-2785

Phone #

### CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1- \_\_\_\_\_

2- \_\_\_\_\_

3- \_\_\_\_\_ HAMPTON HARBOUR HOMEOWNERS ASSOCIATION, INC.

4- \_\_\_\_\_

☒ Walk-in

☐ Pick-up time ASAP

☒ Certified Copy

☐ Mail-out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input checked="" type="checkbox"/>	Non-Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input checked="" type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

ARTICLES OF INCORPORATION  
OF  
HAMPTON HARBOUR HOMEOWNERS ASSOCIATION, INC.

FILED  
2000 APR 14 P 1:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, by these Articles associate themselves for the purpose of continuing a corporation not for profit under Chapter 617, Florida Statutes, and certify as follows:

ARTICLE I

NAME. The name of the corporation shall be HAMPTON HARBOUR HOMEOWNERS ASSOCIATION, INC., hereinafter referred to as the "Association", and the street address of its initial principal office is 427 McKenzie Avenue, Panama City, Florida, 32401.

ARTICLE II

PURPOSE. The purpose for which the Association is organized is to provide an entity pursuant to the Condominium Act, which is Chapter 718, Florida Statutes (2002), as may be amended or superseded, for the operation, management, maintenance and control of HAMPTON HARBOUR SUBDIVISION. The Association shall make no distribution of income to its members, directors or officers.

ARTICLE III

POWERS. The powers of the Association shall include and be governed by the following provisions:

(A) The Association shall have all the common law and statutory powers of a corporation not for profit not in conflict

with the terms of these Articles or the Covenants and Restrictions of Hampton Harbour Subdivision.

(B) The Association shall have all of the powers and duties set forth in these Articles and in the Covenants and Restrictions of Hampton Harbour Subdivision and all of the powers and duties reasonably necessary to operate a subdivision pursuant to the Covenants and Restrictions of the subdivision and as it may be amended from time to time.

(C) All funds and the title of all properties acquired by the Association and their proceeds shall be held in trust for the members in accordance with the provisions of the Covenants and Restrictions of the Subdivision.

#### ARTICLE IV

##### MEMBERS.

(A) The members of the Association shall consist of all of the record lot owners of Hampton Harbour, and shall consist of those who are members at the time of such termination and their successors and assigns.

(B) A change of membership in the Association shall be established by recording in the public records of Bay County, Florida, a deed or other instrument establishing a record title to lot in the Subdivision and the delivery to the Association of a certified copy of such instrument. The owner designated by such

instrument thus becomes a member of the Association and the membership of the prior owner is terminated.

(C) The share of a member in funds or assets of the Association cannot be assigned, hypothecated or transferred in any manner except as an appurtenance to his or her apartment.

(D) The owner of each lot of the Subdivision shall be entitled to at least one (1) vote as a member of the Association. The exact number of votes to be cast by owners of a apartment and the manner of exercising voting rights shall be determined by the By-Laws of the Association.

#### ARTICLE V

##### DIRECTORS.

(A) The affairs of the Association will be managed by a Board consisting of not less than three (3) nor more than five (5) directors who shall be designated or elected as hereinafter set forth. Directors need not be members of the Association.

(B) The names and addresses of the members of the Board of Directors who have been designated as such by the developer and who shall hold office until their successors are designated or elected as herein provided and if qualified or until removed as herein provided are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Cheryl W. McCormack	7940 Front Beach Rd. PMB 229 Panama City Beach, FL 32407

Gordon B. McCormack

7940 Front Beach Rd.  
PMB 229  
Panama City Beach, FL 32407

Daniel Harmon III

427 McKenzie Avenue  
Panama City, FL 32401

Unit lot owners other than the developer are entitled to elect members to the board of directors, the members of the board of directors shall be designated by the developer and may be changed from time to time as the developer, in its sole discretion, may determine.

(C) Unit lot owners other than the developer are entitled to elect a majority of the board of directors, the board of directors shall consist of 3 members. The first election of directors shall be held within 90 days of the sale of a majority of lots in the Subdivision.

#### ARTICLE VI

OFFICERS. The affairs of the Association shall be administered by the officers designated in the By-Laws. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Association and shall serve at the pleasure of the Board of Directors. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Cheryl W. McCormack President	7940 Front Beach Rd. PMB 229 Panama City Beach, FL 32407
Gordon B. McCormack Sec./Treasurer	7940 Front Beach Rd. PMB 229 Panama City Beach, FL 32407

#### ARTICLE VII

INDEMNIFICATION. Every director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including attorney's fees, reasonably incurred by or imposed upon him or her in connection with any proceeding or any settlement of any proceeding to which he or she may be a party or in which he or she may become involved by reason of his or her being or having been a director or officer of the Association, whether or not he or she is a director or officer at the time such expenses are incurred, except when the director or officer is adjudged guilty of willful misfeasance in the performance of his or her duties. The foregoing right of indemnification shall be in addition to and not exclusive of all of the rights to which such director or officer may be entitled. The directors shall be authorized to purchase directors' and officers' liability insurance providing coverage to the officers and directors of the Association at the expense of the Association.

#### ARTICLE VIII

BY-LAWS. The By-Laws of the Association may be altered, amended or rescinded in the manner provided in the By-Laws.

#### ARTICLE IX

AMENDMENTS. Amendments to the Articles of Incorporation shall be proposed and adopted in the following manner:

(A) Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is considered.

(B) A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by the members of the Association. Directors and members not present in person or by proxy at the meeting considering the amendment may express their approval in writing provided such approval is delivered to the secretary or assistant secretary at or prior to the meeting. Except as elsewhere provided, such approvals must be by not less than a majority of the voting interests of the Association;

(C) Provided, however, that no amendment shall make any changes in the qualifications for membership nor the voting rights of members without approval in writing by all members and the joinder of all record owners of mortgages upon the condominium operated by the Association. No amendment shall be made that is



in conflict with the Condominium Act or the Declaration or any other applicable law or regulation.

(D) Provided, further, that no amendment shall abridge, limit, or alter the rights reserved by or granted to the developer, its successors or assigns, or any successor developer, by these Articles or By-laws without the prior written consent of the developer, its successors or assigns, or successor developer.

(E) A copy of each amendment shall be certified by the Secretary of State and recorded in the public records of Bay County, Florida.

#### ARTICLE X

TERM. The term of the Association shall be perpetual.

#### ARTICLE XI

SUBSCRIBERS. The name and address of the subscriber to the Articles of Incorporation are as follows: Daniel Harmon III, 427 McKenzie Avenue, Panama City, Florida, 32401.

#### ARTICLE XII

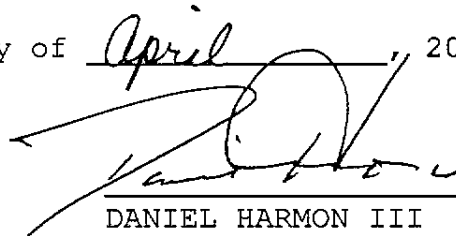
APPOINTMENT OF REGISTERED AGENT AND OFFICE. Daniel Harmon III is hereby appointed to serve as registered agent of the Association. The street address of the registered office of the register agent is 427 McKenzie Avenue, Panama City, Florida, 32401.

ARTICLE XIII

DISPOSITION OF ASSETS UPON DISSOLUTION. Upon dissolution of the Association, the assets, both real and personal of the Association, shall be dedicated to an appropriate public agency or utility to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the Association. In the event that such dedication is refused, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust, or other organization to be devoted to the purposes as nearly as practicable the same as those to which they were required to be devoted by the Association.

No disposition of Hampton Harbour Homeowners Association, Inc.'s properties shall be effective to divest or diminish any right or title of any member vested in him under the recorded Covenants and Restrictions of the Subdivision.

IN WITNESS WHEREOF, the subscriber has affixed his signature as of this 13<sup>th</sup> day of April, 2004.

  
\_\_\_\_\_  
DANIEL HARMON III

STATE OF FLORIDA  
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 13<sup>th</sup>  
day of April, 2004, by DANIEL HARMON III, who is personally  
known to me.

Cynthia W. Cottrell  
Notary Public

CYNTHIA W. COTTRELL  
Notary Public - State of Florida  
My Commission Expires Dec. 4, 2005  
Commission No. DD 076234

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED.

Pursuant to the provisions of Section 607.0501, Florida,  
Statutes, the undersigned corporation, organized under the laws  
of the State of Florida, submits the following statement in  
designating the registered office/registered agent in the State  
of Florida. The name of the corporation is HAMPTON HARBOUR  
HOMEOWNERS ASSOCIATION, INC. The name and address of the  
registered agent and office is Daniel Harmon, III, 427 McKenzie  
Avenue, Panama City, Florida, 32401.

ACKNOWLEDGMENT:

Having been named as registered agent and to accept service  
of process for the above-stated corporation, at place designated  
in this Certificate, I hereby accept the Act in this capacity,  
and agree to comply with the provisions of all statutes relating  
to the proper and complete performance of my duties and I am  
familiar with and accept the obligations of my position as  
registered agent.

4-13-04  
Date

  
DANIEL HARMON III

**FILED**  
2004 APR 14 P 1:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA