

NV5 0000004348

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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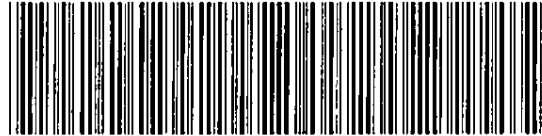
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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2023 SEP 15 PM 4:14
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SEP - 3 2023

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: BAYOU OAKS NORTH OWNERS ASSOCIATION, INC.

DOCUMENT NUMBER: N05000004348

The enclosed **Articles of Dissolution** and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Julia K. Maddalena

(Name of Contact Person)

Hand Arendall Harrison Sale

(Firm/Company)

16901 PCB Parkway, Suite 200

(Address)

Panama City Beach, Florida 32413

(City/State and Zip Code)

For further information concerning this matter, please call:

Julia K. Maddalena

(Name of Contact Person)

at (850)

(Area Code)

769-3434

(Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$35 Filing Fee ☐ \$43.75 Filing Fee & Certificate of Status ☐ \$43.75 Filing Fee & Certified Copy
(Additional copy is enclosed) ☐ \$52.50 Filing Fee, Certificate of Status & Certified Copy
(Additional copy is enclosed)

Mailing Address:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

ARTICLES OF DISSOLUTION

Pursuant to section 617.1403, Florida Statutes, this Florida not for profit corporation submits the following: 44
Articles of Dissolution:

FIRST: The name of the corporation as currently filed with the Florida Department of State:
BAYOU OAKS NORTH OWNERS ASSOCIATION, INC.

SECOND: The document number of the corporation (if known): N05000004348

THIRD: Adoption of Dissolution
(COMPLETE SECTION I OR II)

SECTION I

If the corporation has members entitled to vote:

(CHECK/COMPLETE ONE)

☒ The date of meeting of members at which the resolution to dissolve was adopted

February 28, 2023. The number of votes cast by the members was sufficient for approval.

☐ The resolution was adopted by written consent of the members and executed in accordance with section 617.0701, Florida Statutes.

SECTION II

If the corporation has no members or members entitled to vote on the dissolution:

The corporation has no members or members entitled to vote on the dissolution.

The date of adoption of the resolution by the board of directors was _____.

The number of directors in office was _____ and the vote for resolution was _____ for and _____ against. (Must be a majority vote)

April 15, 2023

FOURTH Effective date of dissolution, if applicable: _____

(no more than 90 days after dissolution file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Signature: _____

(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary)

Donald C. Stanfill

(Typed or printed name of person signing)

President, Bayou Oaks North

(Title of person signing)

Filing Fee: \$35

Notice of Corporate Dissolution

This notice is submitted by the dissolved corporation named below for resolution of payment of unknown claims: 44
against this corporation as provided in s. 617.1407, F.S.

This "Notice of Corporate Dissolution" is optional and is not required when filing a voluntary dissolution.

Name of Corporation: BAYOU OAKS NORTH OWNERS ASSOCIATION, INC.

Date of dissolution will be the date the dissolution is filed with the Department of State or as specified in the Articles of Dissolution.

Description of information that must be included in a claim:

Mailing address where claims can be sent: (Claims cannot be sent to the Division of Corporations)

Hand Arendall Harrison Sale, LLC c/o Julia Maddalena, 304 Magnolia Avenue, Panama City, Florida 32401

A claim against the above named corporation will be barred unless a proceeding to enforce the claim is commenced within 4 years after the filing of this notice.

Donald A. Stanfill

Printed Name of the Person Filing



Signature of the Person Filing

Fee: No charge if included with Articles of Dissolution. If filed separately \$35.00

CERTIFICATE AND PLAN OF TERMINATION OF
BAYOU OAKS NORTH OWNERS ASSOCIATION, INC.

2023 JUN 15 PM 4:44

Whereas, Bayou Oaks North Owners Association, Inc., is a Florida not-for-profit corporation (the "Association" or "Bayou Oaks North"), according to the Declaration of Restrictions, Covenant, and Conditions of Bayou Oaks North Owners Association, Inc., recorded at Official Records Book 2596, Page 1723-1743 of the Public Records of Bay County, Florida and amended by documents recorded in Official Records Book 3891, Page 469 of the Public Records of Bay County, Florida (the "Declaration"); and

Whereas, 51% of the Members of Bayou Oaks North Owners Association, Inc. voted to approve the dissolution of the Association and termination of the Declaration of Covenants, Conditions and Restrictions of Bayou Oaks North; and

Whereas, the President of Bayou Oaks North hereby executes this Certificate and Plan of Termination of Bayou Oaks North Owners Association, Inc.;

Now, therefore, in accordance with the provisions of the Declaration of Restrictions, Covenant, and Conditions, and Section 617.1406, Florida Statutes, and the following plan of termination and distribution of assets is approved:

1. Articles of Dissolution; Effective Date. The Association shall file with the Department of State of the State of Florida articles of dissolution in accordance with Section 617.1403, Florida Statutes. This Plan shall be effective as of the time the articles of dissolution become effective (the "Effective Date").
2. Cessation of Business Activities. In connection with the Termination Plan, the Association ceased conducting its affairs except to the extent appropriate to wind up and liquidate its affairs, including, but not limited to, (a) collecting its assets; (b) discharging or making provision for discharging its liabilities; (c) distributing its remaining property in accordance with the Termination Plan; and (d) doing every other act necessary to wind up and liquidate its affairs.
3. Plan of Distribution. The Association, in its capacity as the Termination Trustee under the Termination Plan, will (a) pay, discharge, or otherwise make adequate provision for all known debts and liabilities of the Association; and (b) will distribute all remaining Association Property, Common Surplus, and other assets of the Association to its Members in equal shares.
4. Distribution of Assets Under Section 617.1406, Florida Statutes. It is intended that this Plan shall be a plan providing for the distribution of the Association's assets under Section 617.1406, Florida Statutes.
5. Authorization. Each of the officers of the Association is hereby authorized, directed, and empowered without further action by the Association's Board of Directors or sole member, to execute and deliver any and all further certificates, instruments, and documents, and to take any and all actions, in the name and on behalf of the Association, as such officer, in his or her sole discretion, may deem necessary, desirable, advisable, or appropriate to consummate, effectuate, carry out, or further the distribution of the assets of the Association in accordance

with this Plan and to do every other act necessary to wind up and liquidate the affairs of the Association, the execution and delivery of any such certificate, instrument, or document or the taking of any such action to constitute conclusive evidence that the same is authorized hereby.

IN WITNESS WHEREOF, the President of Bayou Oaks North Owners Association, Inc., has executed this Resolution and Notice of Termination on this 3rd day of April, 2023.

Signed, sealed and delivered in our presence

Amy Flint
Print Name: Amy Flint

Bayou Oaks North Owners Association, Inc.

By: *Donald C. Stanfill*
Its: President

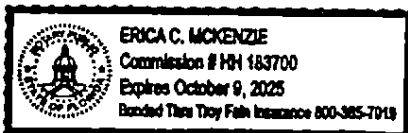
Erica McKenzie
Print Name: Erica McKenzie

STATE OF FLORIDA
BAY COUNTY

The foregoing instrument was acknowledged before me on April 3rd, 2023, by Donald Stanfill, as the President of Bayou Oaks North Owners Association, Inc. who is personally known to me, or ✓ who has produced FLDL as identification and who executed the same on behalf of said limited liability company.

Erica McKenzie
Notary Public Erica McKenzie

Affix Notary Seal



RESOLUTION AND NOTICE OF TERMINATION OF
THE DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS OF
BAYOU OAKS NORTH

By this Resolution and Notice of Termination, be advised that 51% of the Members of Bayou Oaks North Owners Association, Inc. (the "Association" or "Bayou Oaks North"), a Florida not-for-profit corporation, voted at a duly noticed meeting on February 28, 2023 to approve the dissolution of the Association and the rescission, cancellation and termination of the Declaration of Covenants, Conditions and Restrictions of Bayou Oaks North, recorded on April 21, 2005, at Official Records Book 2596, Pages 1723-1743 of the Official Records of Bay County, Florida, and amended by documents recorded on April 12, 2017, at Official Records Book 3891, Page 469, and any other amendments thereto, whether recorded or not (collectively, the "Declaration").

Written notice stating the purpose of such meeting was given to each Member entitled to vote in accordance with the Articles of Incorporation and Bylaws of Bayou Oaks North.

Accordingly, the Declaration and all amendments are hereby RESCINDED, CANCELLED AND TERMINATED in accordance with the terms of the Declaration, Articles of Incorporation, By-Laws of Bayou Oaks North.

IN WITNESS WHEREOF, the President of Bayou Oaks North Owners Association, Inc., has executed this Resolution and Notice of Termination on this 3rd day of April, 2023.

Signed, sealed and delivered in our
presence

Amy Flint
Print Name: Amy Flint

Erica McKenzie
Print Name: Erica McKenzie

Bayou Oaks North Owners Association, Inc.

By: *Donald C. Stanfill*
Its: President

STATE OF FLORIDA
BAY COUNTY

The foregoing instrument was acknowledged before me on April 3rd, 2023, by Donald Stanfill, as the President of Bayou Oaks North Owners Association, Inc. who is personally known to me, or ☒ who has produced FL DL as identification and who executed the same on behalf of said limited liability company.

Affix Notary Seal

Erica McKenzie
Notary Public
Print Name Erica McKenzie

