

11500009763

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



600058516906

08/30/05--01037--002 \*\*78.75

05 SEP 20 AM 8:26

FILED

9/21/14

115-40924

## TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: Coastal Palms Commercial Properties Association, Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee &  
Certificate of  
Status

☒ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

FROM: Robert Rand  
Name (Printed or typed)

140 W. Mountain Ave.  
Address

Fort Collins, CO. 80524  
City, State & Zip

970-224-5555  
Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

August 31, 2005

ROBERT RAND  
140 W. MOUNTAIN AVE.  
FORT COLLINS, CO 80524

SUBJECT: COASTAL PALMS COMMERCIAL PROPERTIES ASSOCIATION,  
INC,  
Ref. Number: W05000040924

We have received your document for COASTAL PALMS COMMERCIAL PROPERTIES ASSOCIATION, INC,. However, the document has not been filed and is being returned for the following:

The effective date is not acceptable since it is not within five working days of the date of receipt.

See Article XV. \*\*\*\*\*

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6934.

Loria Poole  
Document Specialist  
New Filings Section

Letter Number: 405A00054794

RECEIVED  
05 SEP 20 AM 10:42

**ARTICLES OF INCORPORATION**  
**OF**  
**COASTAL PALMS COMMERCIAL PROPERTIES ASSOCIATION, INC.**

THE UNDERSIGNED, for the purpose of forming a nonprofit corporation under Florida Statutes Chapter 617, do hereby make and adopt the following Articles of Incorporation:

**ARTICLE I**

**Name of Corporation**

The name of this Corporation shall be Coastal Palms Commercial Properties Association, Inc. The address shall be 204 A Ellen Lane, Panama City Beach, Florida 32408.

**ARTICLE II**

**Not for Profit**

The corporation is a nonprofit corporation under the laws of the State of Florida. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its Members, Trustees or Officers, except to the extent permissible under law.

**ARTICLE III**

**Duration**

The duration of the Corporation is perpetual.

**ARTICLE IV**

**Purposes**

The Corporation is organized, and shall be operated exclusively for the operation of residential homeowner's associations.

- (1) To exercise all rights and powers conferred by the laws of the State of Florida upon

FILED  
05 SEP 20 AM 8:26  
CLERK OF CIRCUIT COURT  
PANAMA CITY BEACH, FLORIDA

nonprofit corporations, including without limiting the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate, or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein.

(2) To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

## **ARTICLE V**

### **Limitation**

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its Members, Trustees or Officers, but the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV (Purposes) hereof.

## **ARTICLE VI**

### **Members**

The Corporation shall have Voting Members who shall be elected (and may be removed) by the Voting Members and shall have all the rights and privileges of members of the Corporation. The Bylaws may provide for Nonvoting Members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the Bylaws, but who shall not have the right to vote. The name and address of each initial Voting Member is as follows:

<u>Name</u>	<u>Address</u>
Gary Wakstein	204 A Ellen Lane, Panama City Beach, Florida 32408.
Andy Pace	204 A Ellen Lane, Panama City Beach, Florida 32408.

Upon the sale of each lot in Coastal Palms Commercial Properties, the record owner shall be entitled

to membership in the association and voting rights as prescribed in the covenants of the Association.

Membership is appurtenant to and inseparable from, ownership of the lot.

## **ARTICLE VII**

### **Initial Registered Office and Registered Agent**

The address of the initial registered office of the Corporation in the State of Florida is  
204 A Ellen Lane, Panama City Beach, Florida 32408.

The registered agent of the Corporation at the registered office of the Corporation is Gary  
Wakstein.

## **ARTICLE VIII**

### **Initial Board of Trustees**

The management of the Corporation shall be vested in a Board of Trustees. The number of  
Trustees constituting the initial Board of Trustees is three (3). The number of Trustees may be  
increased or decreased from time to time in accordance with the Bylaws, but shall never be less than  
three. The Voting Members shall elect the Trustees annually. The Bylaws may provide for *ex*  
*officio* and honorary Trustees, and their rights and privileges.

## **ARTICLE IX**

### **Officers**

The Officers of the Corporation shall consist of a President, President Elect, Treasurer and  
such other Officers and Assistant Officers as may be provided in the Bylaws. Each Officer shall be  
elected by the Board of Trustees (and may be removed by the Board of Trustees) at such time and  
in such manner as may be prescribed by the Bylaws.

## **ARTICLE X**

### **Incorporators**

The name and address of each Incorporator is as follows:

<u>Name</u>	<u>Address</u>
Gary Wakstein	204 A Ellen Lane, Panama City Beach, Florida 32408.
Andy Pace	204 A Ellen Lane, Panama City Beach, Florida 32408.

## **ARTICLE XI**

### **Bylaws**

The Bylaws of the Corporation are to be made and adopted by the Board of Trustees, and may be altered, amended or rescinded by the Board of Trustees.

## **ARTICLE XII**

### **Amendment**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Trustees and Officers are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless more specific provisions for amendments are adopted by the Corporation pursuant to law. A vote of at least two-thirds, 2/3, of the lot owners (after turnover) shall be required for amendment herein.

## **ARTICLE XIII**

### **Indemnification**

The Corporation shall indemnify each Officer and Trustee, including former Officers and Trustees, to the full extent permitted by the laws of the State of Florida.

## **ARTICLE XIV**

### **Bylaws**

The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Trustees, but all alterations, amendments and repeals of the Bylaws must be approved by a majority of the Voting Members.

### **ARTICLE XV**

#### **Commencement of Corporate Existence**

In accordance with the laws of the State of Florida, the date when corporate existence shall commence is September 13, 2005.

### **ARTICLE XVI**

#### **Non-stock Basis**

This Corporation is organized on a Non-stock basis. This Corporation shall not issue shares of stock.

### **ARTICLE XVI**

#### **Annexation**

Annexation of additional properties, mergers and consolidations, mortgaging of common areas, dissolution and amendment of the Articles, requires prior approval of HUD/VA as long as there is a Class B Membership held by HUD/VA.

### **ARTICLE XVIII**

#### **Dissolution**

In the event that this association is dissolved, its assets shall be dedicated to a public body, or conveyed to a nonprofit organization with similar purpose.

IN WITNESS WHEREOF, the subscribing Incorporator has hereunto set his hand and seal



on this 16<sup>th</sup> day of September, 2005.

  
\_\_\_\_\_  
Gary Wakstein

  
\_\_\_\_\_  
Andy Pace

STATE OF FLORIDA

COUNTY OF BAY

BEFORE ME, the undersigned authority, personally appeared GARY WAKSTEIN and ANDY PACE who are to me well known to be the persons described in and who subscribed the above and foregoing Amended Articles of Incorporation and he freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal at the County and State aforesaid said this 16 day of September, 2005.

  
\_\_\_\_\_  
Notary Public

My Commission Expires:



**ACCEPTANCE AS REGISTERED AGENT OF CORPORATION**

STATE OF FLORIDA

COUNTY OF BAY:

I CERTIFY that I am a permanent resident of Bay County, Florida, whose place of residence is 204 A Ellen Lane, Panama City Beach, Florida 32408.

I HEREBY accept the foregoing designation as Resident Agent for the corporation of Coastal Palms Commercial Properties Association, Inc.

  
GARY WAKSTEIN

FILED

05 SEP 20 AM 8:26

CLERK OF THE COURT  
PALM BEACH COUNTY, FLORIDA