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06 JAN 30 AM 9:53
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TALLAHASSEE, FLORIDA

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note = 1343
C.L. 1-11



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 11, 2006

AUSLEY & MCMULLEN

SUBJECT: CARRABELLE PROPERTY OWNERS ASSOCIATION, INC.
Ref. Number: W06000001343

We have received your document for CARRABELLE PROPERTY OWNERS ASSOCIATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

~~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) 245-6047.

Carolyn Lewis ✓
Document Specialist
New Filing Section

Letter Number: 606A00002138

Re-filed 1-30

H. PALMER PROCTOR
Ausley & McMullen

Requestor's Name

227 S. Calhoun Street

Address

Tallahassee, FL 32301

City/State/Zip

425-5466

Phone #

Office Use Only

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

1. **Carrabelle Property Owners Association, Inc.**

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)

☐

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Certificate of Status

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

AMENDMENTS
Amendment
Resignation of R.A., Officer/Director
Change of Registered Agent
Dissolution/Withdrawal
Merger

OTHER FILINGS
Annual Report
Fictitious Name
Name Reservation

REGISTRATION/ QUALIFICATION
Foreign
Limited Partnership
Reinstatement
Trademark
Other

Examiner's Initials

**ARTICLES OF INCORPORATION
CARRABELLE PROPERTY OWNERS ASSOCIATION, INC.**

A NON-PROFIT CORPORATION

The undersigned subscriber files these Articles of Incorporation to form a corporation not for profit under the laws of the State of Florida and certify as follows:

ARTICLE 1

The name of the corporation shall be CARRABELLE PROPERTY OWNERS ASSOCIATION, INC. (the "Corporation").

ARTICLE 2

PURPOSES AND POWERS

A. The general purpose for which the Corporation is organized is to encourage and assist the promotion, protection, and preservation of property rights granted and guaranteed by and under the Constitution of the United States of America, the Constitution of the State of Florida, and the laws of the United States and the State of Florida, to persons and entities owning land in Carrabelle, Franklin County, Florida.

B. The Corporation shall have all the powers granted by Florida Law and those powers reasonably necessary to perform all the acts required to be performed by the Corporation, including but not limited to the following:

1. To make and collect dues or assessments from the members of the Corporation to defray the cost and expenses in carrying out the duties to be performed by the Corporation.
2. To employ personnel and/or agents to perform the services required to carry out the duties of the Corporation.
3. To employ personnel and/or agents to perform the services required to carry out the duties of the Corporation.

ARTICLE 3

MEMBERSHIP AND VOTING RIGHTS

A. Members. The Corporation shall have one class of Members. Members shall be those persons (natural and corporate) who have paid membership dues and/or assessments. Members shall have the right to hold office, be appointed to committees, chair committees, and have all privileges and benefits of membership which may be established and approved by the Board of Directors.

B. Votes. Each Member shall be entitled to one (1) vote. Members shall have the right to vote for Directors.

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JAN 30 2006
TALLAHASSEE, FLORIDA

ARTICLE 4

TERM

This Corporation shall have perpetual existence unless sooner dissolved in accordance with the provisions of the laws of the State of Florida.

ARTICLE 5

OFFICERS

- A. Offices. The Officers of the Corporation shall consist of a President, Vice-President, Secretary, Treasurer and such other officers as the Board may from time to time by resolution create. A person may hold more than one office, but the President may not also act as Secretary or Assistant Secretary.
- B. Initial Officers. The initial officers shall be appointed by the Directors, and shall serve until the first election of officers.
- C. Elections and Holding Office. Officers of the Corporation following the initial officers shall be elected by the Directors at each annual meeting of the Board of Directors commencing in the year 2007, and shall hold office at the pleasure of the Board, and any vacancy in any office may be filled by the Board.

ARTICLE 6

BOARD OF DIRECTORS

- A. Number. The affairs of this Corporation will be managed by a Board of Directors consisting of not less than three (3) directors nor more than nine (9) directors.
- B. Directors. The Directors qualification, election, and removal and the method of filling vacancies on the Board of Directors shall be as provided for in the Bylaws of the Association.
- C. First Board. The names and mailing addresses of Members of the first Board of Directors are as follows:

<u>Name</u>	<u>Address</u>
Vance Millender	P.O. Box 345 Carrabelle, FL 32322
Lawton Chiles, Jr.	100 US Highway 98 Carrabelle, FL 32322
Skip Frink	P. O. Box 1157 Carrabelle, FL 32322

- D. First Board Powers. Unless they sooner resign, the first Board of Directors shall serve until such time in 2007 when the Members by majority vote elect successor Directors (which may include the initial Directors or any of them) who will serve one (1) year terms or until such time as their successors are elected.

ARTICLE 7

REGISTERED OFFICE

The street address of the Corporation's initial registered office and its principal address is 100 US Highway 98, Carrabelle, FL 32322, and the name of its initial registered agent is Lawton Chiles, Jr.

ARTICLE 8

MISCELLANEOUS PROVISIONS

A. Indemnification. This Corporation shall indemnify any and all of its directors and officers to the full extent permitted by Section 607.0850 of the Florida Statutes as now written or as may hereafter be amended, which Statute is incorporated herein by reference.

B. Interested Party Transactions. No contract or transaction between the Corporation and one or more of its directors or officers, or between the Corporation and any other corporation, partnership, Corporation, or other organization in which one or more of its directors or officers are directors or officers, or have a financial interest, shall be invalid, void or voidable solely for this reason, or solely because the director or officer is present at or participates in the meeting of the Board or Committee thereof which authorized the contract or transaction, or solely because his or their presence was counted in determining a quorum, or his or their votes are counted for such purpose. No director or officer of this Corporation shall incur liability by reason of the fact that he is or may be interested in any such contract or transaction

ARTICLE 9

AMENDMENTS

The Corporation may by majority vote of its Directors amend or repeal any provision contained in these Articles of Incorporation or any amendments hereto.

ARTICLE 10

SUBSCRIBERS

The name and address of the subscriber to these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Lawton Chiles, Jr.	100 US Highway 98 Carrabelle, FL 32322

ARTICLE 11

APPOINTMENT OF AGENTS FOR SERVICE OF PROCESS

Pursuant to Section 48.091 and 607.0501, Florida Statutes, **Lawton Chiles, Jr.**, whose business address is 100 US Highway 98, Carrabelle, FL 32322, is appointed agent for service of process upon the Corporation.

SUBSCRIBING SIGNATURE

IN WITNESS WHEREOF, the subscribing incorporator has executed these Articles of Incorporation on this 30 day of December, 2005.

A handwritten signature in cursive script, appearing to read "Lawton Chiles", is written over a horizontal line.

Lawton Chiles, Jr.


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

Pursuant to Chapter 48.091 and 607.0501, Florida Statutes, the following is submitted in compliance with
said Act:

That CARRABELLE PROPERTY OWNERS ASSOCIATION, INC., desiring to organize under the
laws of the State of Florida with its principal office indicated in the articles of incorporation in the City of
Carrabelle, Franklin County, State of Florida, has appointed **Lawton Chiles, Jr.**, whose business address is
100 US Highway 98, Carrabelle, FL 32322, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been named to accept service of process for the above corporation, at the place designated in
this certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act
relative to being available at said location.



Lawton Chiles, Jr.

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06 JAN 30 AM 9:53
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TALLAHASSEE FLORIDA