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CAPITAL CONNECTION

NO 6000006985

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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**Nanterre, The Riverfront Community Homeowners' Assoc**

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This instrument prepared by:

Richard S. Johnson, Esq.  
36008 Emerald Coast Parkway, Suite 301  
Destin, FL 32541

**ARTICLES OF INCORPORATION  
OF  
NANTERRE, THE RIVERFRONT COMMUNITY  
HOMEOWNERS' ASSOCIATION, INC.**

The undersigned, acting as incorporators of a not-for profit corporation organized pursuant to Chapter 617, Florida Statutes, hereby adopts the following Articles of Incorporation:

**ARTICLE I - NAME**

The name of this corporation shall be Nanterre, The Riverfront Community Homeowners' Association, Inc.

**ARTICLE II - DURATION**

The duration of this corporation shall be perpetual.

**ARTICLE III PURPOSE**

This corporation shall be a not-for-profit corporation in accordance with Chapter 617, Florida Statutes, the primary purpose for which will be to own the common areas designated on the following described real property, to wit:

Nanterre, The Riverfront Community is a proposed subdivision to be recorded in the Public Records of Okaloosa County, Florida, and to provide for the improvement, maintenance, landscaping and deal with other matters relating to the common areas shown on said plat; to affix, levy and collect all charges and assessments made against any lot in Nanterre, The Riverfront Community Subdivision or any other property coming under the jurisdiction or authority of this corporation, as provided by the Declarations of Covenants, Conditions, and Restrictions relating thereto as recorded in the Public Records of Okaloosa County, Florida and pursuant to such bylaws as may be established for this corporation; and to otherwise deal to the full extent permitted by law, with any matters relating to the management or control of any property coming under the authority of this corporation.

**ARTICLE IV - BOARD OF DIRECTORS**

This corporation shall be managed by a Board of Directors consisting of not less than three and not more than five directors, the exact number of which and the manner

of election for whom shall be as determined by the By-Laws of this corporation. Until the first election of Directors, the Incorporator shall exercise all power and authority of the Board of Directors.

#### **ARTICLE V - OFFICERS**

The officers of the corporation, their duties and authority, and the manner of electing and removing them shall be prescribed in the By-Laws.

#### **ARTICLE VI - BYLAWS**

The incorporator is authorized to adopt, amend and repeal By-Laws for the corporation prior to the first election of Directors. Thereafter, the manner of amending or repealing the By-Laws shall be as prescribed in the By-Laws.

#### **ARTICLE VII - PRINCIPAL OFFICE**

The address of the principal office of this corporation is 36008 Emerald Coast Parkway, Suite 301, Destin, Florida, 32541.

#### **ARTICLE VII - REGISTERED AGENT**

The street address of the initial registered agent office of this corporation shall be located at 36008 Emerald Coast Parkway, Suite 301, Destin, Florida 32541, and the name of the initial registered agent is Richard S. Johnson, Esq.

#### **ARTICLE IX - MEMBERSHIP**

Every person or entity who is a record owner of a fee or undivided fee interest in any lot which is subjected by the Declaration of Covenants, Conditions and Restrictions of record to assessment by the association including contract sellers, shall be a member of the corporation. Membership shall be appurtenant to and shall not be separated by ownership of a lot which is subject to assessment by the corporation.

#### **ARTICLE X - VOTING RIGHTS**

The association shall have two (2) classes of voting membership.

**Class A.** Class A members shall be all Owners with the exception of the Declarant (who shall become a Class A member as provided hereafter) and shall be entitled to one (1) vote for each lot owned. When more than one person holds an interest in any Lot, all such persons shall be members. The vote for such lot shall be exercised as they among themselves determine, but in no event shall more than one (1) vote be cast with respect to any lot.

Class B. Class B members shall be Declarant and it shall be entitled to three (3) votes for each lot owned. The class B membership shall cease and be converted to Class A membership when the total votes outstanding in the Class A membership equal the total votes outstanding in Class B membership.

Notwithstanding any of the foregoing, Class B membership shall cease to exist, be converted to Class A and shall not thereafter be re-instituted on December 31, 2010.

The Declarant shall not exercise its voting rights granted to it under this Article in an unreasonable manner nor in such a way as to cause undue hardship on any owner. Likewise, Class A members shall not exercise their voting rights granted to them in a manner so as to hinder the Declarant, in any manner, in selling lots it has remaining, nor to affect any reservation or right of the Declarant contained herein, or elsewhere, so long as Declarant holds at least one (1) Lot for resale purposes.

#### ARTICLE XI - AMENDMENT TO ARTICLES OF INCORPORATION

Prior to the first election of Directors, these Articles of Incorporation may be amended by the Incorporator. Thereafter, the manner of amending these Articles shall be as prescribed in either the By-Laws or in an applicable amendment to the Articles of Incorporation, provided, however, if no manner of amendment is prescribed, these Articles may be amended as provided by Florida Statutes.

#### ARTICLE XII - INCORPORATORS

The name and street address of the incorporator signing these articles is as follows:

Richard Johnson, Esq.  
36008 Emerald Coast Parkway, Suite 301  
Destin, Florida 32541

IN WITNESS WHEREOF the incorporator named above has set here unto his hand and seal this 27<sup>th</sup> day of June, 2006.

  
\_\_\_\_\_  
Richard Johnson

#### ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT


The undersigned hereby accepts appointment pursuant to Florida Statutes Section 617.0501 as registered agent on whom process may be served for the above corporation, and states that the undersigned is familiar with, and accepts the obligation

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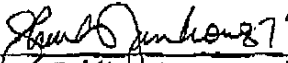
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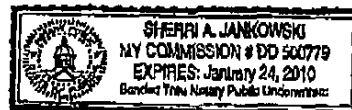
of that portion, this day of June 27, 2006.

  
Richard S. Johnson

STATE OF FLORIDA  
COUNTY OF OKALOOSA

Personally appeared before me, the undersigned authority duly authorized to administer oaths, Richard S. Johnson, who is personally known to me.

  
Notary Public Sherri A. Jankowski



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