

DEC 4 2008 10:39 AM
No 8000010985
No 701 P. 1

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H08000267334 3)))



H080002673343ABC0

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850) 521-1000
Fax Number : (850) 558-1575

RECEIVED
09 DEC -4 AM 8:00
DIVISION OF CORPORATIONS

FLORIDA PROFIT/NON PROFIT CORPORATION

SOUTHCREST BUSINESS PARK OWNERS ASSOCIATION, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

FILED
2008 DEC -4 PM 1:56
SECRETARY OF STATE
DIVISION OF CORPORATIONS
JKL

Electronic Filing Menu

Corporate Filing Menu

Help

12/3/08

DEC. 4. 2008 10:39AM

C S C

NO. 701 P. 2
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION . . .
OF
SOUTHCREST BUSINESS PARK OWNERS ASSOCIATION, INC.**

2008 DEC -4 PM 1:56

The undersigned hereby subscribes these Articles of Incorporation for the purpose of creating a corporation not-for-profit under Chapter 617, Laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation not-for-profit.

ARTICLE I

NAME AND PRINCIPAL OFFICE OF CORPORATION

The name of this corporation shall be Southcrest Business Park Owners Association, Inc. ("Association"), and the principal office of this corporation is 4 Laguna Street, Suite 201, Fort Walton Beach, Florida 32548.

ARTICLE II

GENERAL NATURE OF BUSINESS

The general nature of the business to be conducted by the Association will be the operation and management of the affairs and property of the development known as Southcrest Business Park (the "Business Park") as set forth in that certain Declaration of Covenants, Conditions, Restrictions and Easements of Southcrest Business Park (the "Declaration"), recorded in the public records of Okaloosa County, Florida, and to perform all acts and functions allowed by the laws of the State of Florida.

ARTICLE III

POWER

The Association shall have all of the statutory powers of a corporation not-for-profit, and all of the powers and duties set forth in these articles. Where variances permitted by law appear in these articles of incorporation, these articles shall control.

ARTICLE IV

MEMBERSHIP

Every owner of real property within the Business Park shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership of the Real Property.

ARTICLE V**VOTING RIGHTS**

The Association shall have one (1) class of voting membership. The number of votes accorded to each Member shall be based on the square footage of real property as set forth in the Declaration.

ARTICLE VI**DISTRIBUTION**

No part of the income of this corporation shall be distributed to its members, except as compensation for services rendered.

ARTICLE VII**EXISTENCE**

This corporation shall exist perpetually unless dissolved according to law.

ARTICLE VIII**REGISTERED OFFICE AND REGISTERED AGENT**

The registered office of the corporation shall be at 4 Laguna Street, Suite 101, Fort Walton Beach, Florida 32548, and the registered agent at that address shall be Richard M. Colbert.

ARTICLE IX**NUMBER OF DIRECTORS**

The business of the corporation shall be conducted by a Board of Directors which shall consist of not less than one person, and elected at the Association's first annual meeting in the manner described in the corporation's bylaws.

ARTICLE X**INDEMNIFICATION OF OFFICERS AND DIRECTORS**

All officers and directors shall be indemnified by the Association against all expenses and liabilities including attorney's fees (including appellate proceedings) reasonably incurred in connection with any proceeding or settlement thereof in which they may become involved by reason of holding such office. The Association may purchase and maintain insurance on behalf of all officers and directors against any liability asserted against them or incurred by them in their capacity as officers and directors or arising out of their status as such.

ARTICLE XI

BYLAWS

The bylaws of the Association shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided therein.

ARTICLE XII

INCORPORATOR

The name and street address of the Incorporator of this Corporation is as follows:

Richard M. Colbert
4 Laguna Street, Suite 101
Fort Walton Beach, FL 32548

ARTICLE XIII

AMENDMENTS

The Association reserves the right to amend, alter, change or repeal any provisions contained in these articles by an affirmative vote of not less than two-thirds (2/3) of the Eligible Votes, as that term is defined in the Declaration.

ARTICLE XIV

DISSOLUTION

The Association may be dissolved voluntarily upon the affirmative vote of not less than two-thirds (2/3) of the Eligible Votes. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. 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 such similar purposes.

IN WITNESS WHEREOF, the undersigned Incorporator has signed and sealed these Articles this 3rd day of December, 2008.

INCORPORATOR:


RICHARD M. COLBERT

REGISTERED AGENT ACCEPTANCE

I do hereby accept the foregoing designation as registered agent of Southcrest Business Park Owners Association, Inc. Further, I am familiar with and accept the duties and obligations of such designation.


RICHARD M. COLBERT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2008 DEC -4 PM 1:56