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TALLAHASSEE, FLORIDA

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**LAW OFFICES**  
4431 LAFAYETTE STREET  
MARIANNA, FLORIDA 32446

FRANK A. BAKER, P.A.  
\*BOARD CERTIFIED CIVIL TRIAL  
\*BOARD CERTIFIED BUSINESS LITIGATION

DOUGLAS WADE MERCER, ESQ. (of counsel)

TELEPHONE  
850-526-3633

TELECOPIER  
850-526-2714

July 9, 2009

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

RE: Barrett Place Condominium Association, Inc.

Dear Sir/Madam:

Enclosed is my check in the amount of \$78.75, the original Articles of Incorporation of Barrett Place Condominium Association, Inc., and one copy. Please file the Articles at your earliest convenience and return a copy in the enclosed self-addressed, stamped envelope.

Thank you. If you have any questions, please call.

Sincerely,

*Frank A. Baker/sb*

FRANK A. BAKER, ESQ.

FAB:sb\secstate.ltr

Enclosures (as stated above)

**ARTICLES OF INCORPORATION  
OF  
BARRETT PLACE CONDOMINIUM ASSOCIATION, INC.**

**(A Corporation Not for Profit)**

In order to form a non-profit corporation in accordance with the laws of the State of Florida, the undersigned, acting as incorporator of a non-profit corporation under Chapter 617 of the Florida Statutes, does hereby adopt the following Articles of Incorporation for such corporation:

**ARTICLE I**

The name of the corporation is BARRETT PLACE CONDOMINIUM ASSOCIATION, INC., a Florida corporation not for profit (hereinafter referred to as the "Association"), and the street address and mailing address of the initial principal office are: 125 Hopetown Lane, P.O. Box 611042, Rosemary Beach, FL 32461.

**ARTICLE II**

The specific primary purposes for which the Association is formed are to provide for maintenance, preservation, and operation of the condominium and common elements within a certain tract of real property described in that certain Declaration of Condominium of Barrett Place, a Condominium (the "Declaration"), and to promote the health, safety, and welfare of the residents within such condominium, and such additions thereto as may hereafter be brought within the jurisdiction of the Association for such purposes.

In furtherance of such purposes, the Association shall have the power to:

A. Perform all of the duties and obligations of the Association as set forth in the Declaration applicable to the condominium and to be recorded in the Public Records of Walton County, Florida;

B. Affix, levy, collect and enforce payment by any lawful means of all charges and assessments pursuant to the terms of the Declaration; and pay all expenses in connection therewith, and all office and other expenses incidental to the conduct of the business of the Association, including all licenses, taxes, or governmental charges levied on or imposed against the property of the Association;

C. Borrow money for the direct benefit of the Association (except that no funds shall be borrowed for operating expenses) and, subject to the consent by vote or written instrument of eighty percent (80%) of the full membership, mortgage, pledge, or hypothecate any or all of its real or personal property, if any, as security for money borrowed or debts incurred;

D. Dedicate, sell, or transfer all or any part of the common elements to any municipality, public agency, authority, or utility for such purposes and subject to such conditions as may be agreed upon by the members. No such dedication, conveyance, or

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transfer shall be effective unless an instrument has been signed by all of the members, agreeing to such dedication, conveyance, sale, or transfer;

E. Annex additional residential property or common elements, provided that any annexation shall have the assent by vote or written instrument of eighty percent (80%) of the members;

F. To own and convey property, to establish rules and regulations, to assess members and to enforce assessments, to sue and to be sued, and to contract for services necessary to operate and maintain the storm water or surface water management system;

G. Have and exercise any and all powers, rights, and privileges that a non-profit corporation organized under Chapter 617 of the Florida Statutes by law may now or hereafter have or exercise.

The Association is organized and shall be operated exclusively for the purposes set forth above. The activities of the Association will be financed by periodic and special assessments against members as provided in the Declaration, and no part of any net earnings of the Association will inure to the benefit of any member.

### **ARTICLE III**

Every person or entity who is a record owner of a fee simple interest in any condominium parcel as "Unit Owner" or "Owner of a Unit" as defined in Florida Statute 718.103(28) shall be a member of the Association and their membership shall automatically terminate when they are no longer a Unit Owner. If a member should transfer his Unit under the provisions of the Declaration, the grantee of such member will automatically acquire membership in the Association. Membership shall be appurtenant to and may not be separated from ownership of a condominium unit which is subject to assessment by the Association.

### **ARTICLE IV**

The period of duration of the Association shall be perpetual.

### **ARTICLE V**

The name and mailing address of the incorporator is:

J.T. Malugen	739 W. Main Street
	Dothan, AL 36301

### **ARTICLE VI**

The affairs of the Association shall initially be managed by a Board of three (3) Directors selected by the Developer, until Developer control of the Association is turned over to the Members, and thereafter the Board of Directors shall consist of not less than three (3) Directors as elected as provided in the By-Laws of the Association. The President, Vice President,

Secretary, and Treasurer of the Association shall be elected at the first meeting of the Board of Directors following each annual meeting of the members.

The names of the officers who are to serve until the first election are:

<u>Name</u>	<u>Office</u>
J.T. Malugen	President
Dena M. Malugen	Vice President
Marsha Kitchens	Secretary/Treasurer

#### **ARTICLE VII**

The number of persons constituting the first Board of Directors of the Association shall be three (3), and thereafter not less than three (3) nor more than nine (9) elected Unit Owners shall serve as Directors of the Association, and the names and addresses of the persons who shall serve as initial Directors until the first election are:

J.T. Malugen	739 W. Main Street Dothan, AL 36301
Dena M. Malugen	739 W. Main Street Dothan, AL 36301
Marsha Kitchens	739 W. Main Street Dothan, AL 36301

#### **ARTICLE VIII**

The By-Laws of the Association may be altered or rescinded at any annual meeting of the Association, or at any special meeting duly called for such purpose, as set out in the Declaration and By-Laws of the Association.

#### **ARTICLE IX**

Amendments to these Articles of Incorporation may be proposed by any member of the Association. These Articles may be amended at any annual meeting of the Association, or at any special meeting duly called and held for such purpose, as set out in the Declaration and By-Laws of the Association.

## ARTICLE X

On dissolution, the assets of the Association shall be distributed to the owners in common elements, in the same undivided shares as each owner previously owned in the common elements, as set out in the Declaration and By-Laws of the Association, and as provided by law.

## ARTICLE XI

REGISTERED AGENT AND REGISTERED ADDRESS: The initial registered agent for the corporation shall be Frank A. Baker, 4431 Lafayette Street, Marianna, FL, 32446, and the initial registered office of the corporation shall be 4431 Lafayette Street, Marianna, FL, 32446.

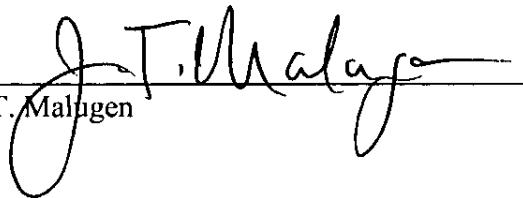
## ARTICLE XII

EFFECTIVE DATE: The effective date of this corporation shall be upon filing of these Articles with the Office of the Secretary of State of the State of Florida.

## ARTICLE XIII


Each Director and Officer of this Association shall be indemnified by the Association against all costs and expenses reasonably incurred or imposed upon him in connection with or arising out of any action, suit, or proceeding in which he may be involved or to which he may be made a party by reason of his having been a Director or Officer of this Association, such expense to include the cost of reasonable settlements.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 1st day of July, 2009.

  
J.T. Malugen

STATE OF Alabama )  
COUNTY OF Houston )

The foregoing instrument was acknowledged before me this 1st day of July, 2009, by J.T. Malugen, who is either personally known to me, or has produced a                                  driver's license as identification.

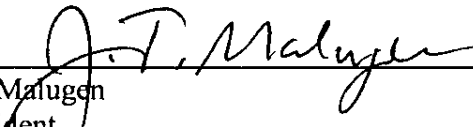
  
Notary Public

My Commission expires: 01-26-2013

**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN FLORIDA, NAMING AGENT  
UPON WHOM SERVICE MAY BE SERVED**

The following is submitted in compliance with applicable Florida Statutes:

That BARRETT PLACE CONDOMINIUM ASSOCIATION, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 125 Hopetown Lane, Rosemary Beach, FL 32461., has named Frank A. Baker, whose address is 4431 Lafayette Street, Marianna, FL, 32446, as its agent to accept service of process within Florida. The agent's mailing address is 4431 Lafayette Street, Marianna, FL, 32446.

  
\_\_\_\_\_  
J.T. Malugen  
President

Date: 7/1/09

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

  
\_\_\_\_\_  
Signature of Resident Agent

Name: Frank A. Baker

Date: 7/9/09

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