

N10000000290

(Requestor's Name)

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(City/State/Zip/Phone #)

☐ PICK-UP

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☐ MAIL

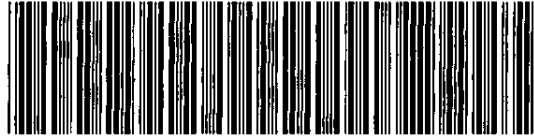
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

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## COVER LETTER

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

**SUBJECT:** WATERSEEDGE AT LYNN HAVEN, INC.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are 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 of  
Status

**ADDITIONAL COPY REQUIRED**

**FROM:** NEVIN J. ZIMMERMAN

Name (Printed or typed)

475 HARRISON AVENUE, SUITE 100

Address

PANAMA CITY, FL 32401

City, State & Zip

850-215-6604

Daytime Telephone number

nevin@nevinzimmerman.com

E-mail address: (to be used for future annual report notification)

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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

RECEIVED  
10 JAN 12 AM 11:51  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

January 7, 2010

NEVIN J ZIMMERMAN  
475 HARRISON AVE STE 100  
PANAMA CITY, FL 32401

SUBJECT: WATERSEDGE AT LYNN HAVEN, INC.  
Ref. Number: W10000000753

We have received your document for WATERSEDGE AT LYNN HAVEN, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**



Please return the corrected 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) 245-6928.

Tim Burch  
Regulatory Specialist II  
New Filing Section

Letter Number: 010A00000527

## ARTICLES OF INCORPORATION

OF

### WATERSEdge AT LYNN HAVEN ASSISTED LIVING, INC.

The undersigned, acting as the Incorporator under Chapter 617 of Florida Statutes, adopts the following Articles of Incorporation:

1. **Name.** The name of the Corporation is Watersedge at Lynn Haven Assisted Living, Inc.

2. **Principal Office.** The principal place of business and mailing address of the corporation is: 3501 North Jenks Avenue, Panama City, Florida 32405.

3. **Registered Agent.** The name of the registered agent of the corporation is Nevin J. Zimmerman. The address of this registered agent is 475 Harrison Avenue, Suite 100, Panama City, FL, 32401.

4. **Duration/Membership.** The period of duration is perpetual. The qualification for members, if any, and the manner of their admissions shall be regulated by the Bylaws.

5. **Board of Directors.** The method of selection of the Board of Directors and number of Directors shall be stated in the Bylaws.

6. **Incorporator.** The name and address of the Incorporator is Nevin J. Zimmerman, 475 Harrison Avenue, Suite 100, Panama City, FL, 32401

7. **Corporate Purposes.** The Corporation is organized exclusively for charitable, scientific and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as may be amended.

8. **Dissolution.** Upon the dissolution of the Corporation, all remaining assets of the Corporation shall be distributed to The Tapestry Group, Inc., but only if such entity is at the time a qualified organization created and operated for one or more exempt purposes within the meaning of Section 7 above, and, if such entity is not so qualified, then the remaining assets shall be distributed to one or more such similarly qualified organizations. Any such assets not disposed of shall be disposed of by the District Court of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for the purposes set forth in Section 7 above.

9. **Indemnification.** Any person (and their heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees

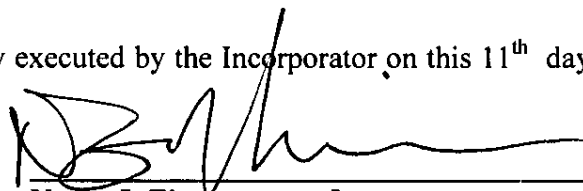
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and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.

#### EXECUTION


These Articles of Incorporation are hereby executed by the Incorporator on this 11<sup>th</sup> day of January, 2010.

  
Nevin J. Zimmerman, Incorporator

#### REGISTERED AGENT'S ACCEPTANCE OF APPOINTMENT

I hereby accept my appointment as registered agent for Watersedge at Lynn Haven Assisted Living, Inc., a Florida not-for-profit corporation.

Nevin J. Zimmerman

  
Dated: January 11, 2010

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TALLAHASSEE, FLORIDA

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