

FEB 22 2012 12:42 PM

CAPITAL CONNECTION

NO. 012

Page of

N12000002070

Florida Department of State
Division of Corporations
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.

(((H12000045945 3)))



H120000459453ABC/

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 : YOUR CAPITAL CONNECTION, INC.
Account Number : 120000000257
Phone : (850) 224-8870
Fax Number : (850) 222-1222

102-10639

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 FEB 22 PM 2:26

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: _____

FLORIDA PROFIT/NON PROFIT CORPORATION
The Wuilows of Santa Rosa Homeowners' Association,

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

RECEIVED
12 FEB 22 PM 2:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Electronic Filing Menu Corporate Filing Menu Help

2/22/12

FEB:22. 2012 12:42PM

CAPITAL CONNECTION

NO. 9126 P. 2.



February 22, 2012

FLORIDA DEPARTMENT OF STATE
Division of Corporations

YOUR CAPITAL CONNECTION, INC.

SUBJECT: THE WILLOWS OF SANTA ROSA HOMEOWNERS' ASSOCIATION, INC.
REF: W12000010387

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Please review Article IV (Board of Directors) for accuracy. The Article is regarding the purpose.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Please return 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) 245-6032.

Pamela Smith
Regulatory Specialist II

FAX Aud. #: H12000045945
Letter Number: 712A00007652

**ARTICLES OF INCORPORATION OF THE WILLOWS OF SANTA ROSA
HOMEOWNERS' ASSOCIATION, INC.**

The undersigned, acting as incorporator 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 the corporation is The Willows of Santa Rosa Homeowners' Association, Inc. (hereinafter the "Association")

ARTICLE II. - DURATION

The duration of this corporation shall be perpetual.

ARTICLE III. - PURPOSE

The primary purpose for which will be to manage the project known as The Willows of Santa Rosa pursuant to Declaration of Restrictions, Easements and Covenants of The Willows of Santa Rosa, and to provide for the improvement, maintenance, landscaping and deal with other matters relating to The Willows of Santa Rosa; to affix, levy and collect all charges and assessments made against any lot in The Willows of Santa Rosa or any other property coming under the jurisdiction or authority of this corporation, as provided in the Declaration of Restrictions, Easements and Covenants of The Willows of Santa Rosa (the "Declaration") 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

The Association is formed for the primary purpose of providing for the maintenance, preservation, and architectural control of the residence lots and common area within a certain subdivided tract of real property to be known as The Willows of Santa Rosa, and to promote the health, safety, and welfare of the residents within the above-described subdivision and such additions thereto as may hereafter be brought within the jurisdiction of the Association for such purpose.

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

- (a) perform all of the duties and obligations of the Association as set forth in a certain Declaration of Covenants, Conditions, and Restrictions (the "Declaration") applicable to

the subdivision and to be recorded in the public records of Walton County, Florida;

(b) affix, levy, and collect all charges and assessments pursuant to the terms of the Declaration, and enforce payment thereof by any lawful means; and pay all expenses in connection therewith, and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes, or governmental charges levied or imposed on the property of the Association;

(c) acquire (by gift, purchase, or otherwise), own, hold, improve, build on, operate, maintain, convey, sell, lease, transfer, dedicate to public use, or otherwise dispose of real and personal property in connection with the affairs of the Association;

(d) borrow money and, subject to the consent by vote or written instrument of two-thirds of each class of members, mortgage, pledge, convey by deed of trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) dedicate, sell, or transfer all or any part of the common areas to any municipality, public agency, authority, or utility for such purposes and subject to such conditions as may be agreed on by the members. No such dedication or transfer will be effective unless an instrument has been signed by two-thirds of each class of members, agreeing to such dedication, sale, or transfer;

(f) participate in mergers and consolidations with other nonprofit corporations organized for the same purposes, or annex additional residential property and common areas, provided that any merger, consolidation, or annexation must have the consent by vote or written instrument of two-thirds of each class of members; and

(g) have and exercise all powers, rights and privileges that a corporation organized under Chapter 617 of the Florida Statutes by law may now or hereafter have or exercise.

The Association is organized and will be operated exclusively for the above purposes. The activities of the Association will be financed by assessments on members as provided in the Declaration, and no part of any net earnings will inure to the benefit of any member. The directors of the corporation, their duties and authority, and the manner of electing and removing them shall be prescribed in the By-Laws.

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. - BY-LAWS

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 street address of the principal registered office of the Association is 36008 Emerald Coast Parkway, Suite 301, Destin, Florida 32541.

ARTICLE VIII. - REGISTERED AGENT

The street address of the initial registered office of the Association is 36008 Emerald Coast Parkway, Suite 301, Destin, Florida 32541, and the name of its initial registered agent at that address is Robert E. McGill, III.

ARTICLE IX. - MEMBERSHIP

Every person or entity who/which is a record owner of a fee or undivided fee interest in any lot which is subject by covenants of record to assessments by the Association, including contract sellers, but excluding persons holding title merely as security for performance of an obligation, will be a member of the Association. Membership will be appurtenant to and may not be separated from ownership of a lot which is subject to assessment by the Association.

ARTICLE X. - VOTING RIGHTS

Each member shall be entitled to one vote for each lot owned. When more than one person holds an interest in any lot, all of those persons will be members; however, the vote for such lot, will be exercised as such members determine among themselves, but in no event will more than one vote be cast with respect to any lot.

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 co-prescribed, these Articles may be amended as provided by

Florida Statutes.

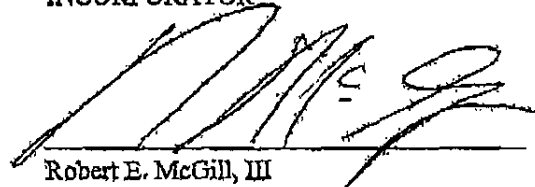
ARTICLE XIII. - INCORPORATOR

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

Robert E. McGill, III
36008 Emerald Coast Pkwy, Suite 301
Destin, Florida 32541

The incorporator named above has set his hand and seal this 21st day of February, 2012.

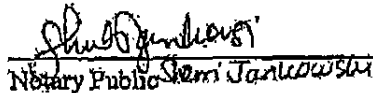
INCORPORATOR


Robert E. McGill, III

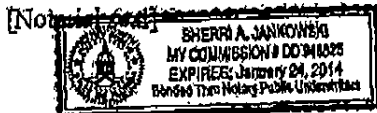
State of Florida
County of Okaloosa

I, Sherrí Jankowski a Notary Public, certify that on February 21, 2012, Robert E. McGill, III, being first duly sworn, personally appeared before me and declared that he is the person who signed the foregoing document as Incorporator, and that the statements contained therein are true.

In witness, I have set my hand and on the date first above-written.

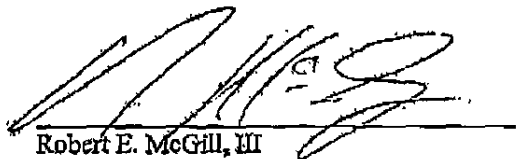

Notary Public Sherrí Jankowski

My commission expires: 1-24-14.



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 of that portion, this 21st day of February, 2012.


Robert E. McGill, IIIFILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 FEB 22 PM 2:26