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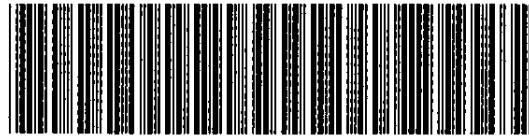
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Effective Date 10/30/12

W12-52508

10/11/12--01007--014 **87.50

FILED
12 OCT 26 PM 4:25
SECRETARY OF STATE
TALLAHASSEE, FL

10/29/12
3

TO: DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32314

Return BY MAIL to incorporator

Terry Brock – INCORPORATOR

19211 Panama City Beach Parkway, Suite 111

Panama City Beach, Florida 32413

CORPORATION NAME – Gulf Shore Condominium Association at Gulf Trace INC.

NEW FILING TYPE: Not for Profit Corporation

PAYMENT: Enclosed is an original and (Two) copies of the Articles of Incorporation and a check for \$87.50 for Filing Fee, Certified Copy and Certificate of Status

Effective date is October 04, 2012.

EXAMINERS INITIALS _____

PLEASE NOTE THE FOLLOWING EMAILS ARE NOT TO BE MADE AVAILABLE FOR PUBLIC VIEW

Email Address for Incorporator - HighRise@USA.com

Email Address for renewal notifications - kmcbhense@mchsi.com

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FLORIDA DEPARTMENT OF STATE  
Division of Corporations

October 12, 2012

TERRY BROCK  
19211 PANAMA CITY BEACH PKWY STE 111  
PANAMA CITY BEACH, FL 32413

SUBJECT: GULF SHORE CONDOMINIUM ASSOCIATION AT GULF TRACE  
INC.

Ref. Number: W12000052508

We have received your document for GULF SHORE CONDOMINIUM ASSOCIATION AT GULF TRACE INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

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) 245-6052.

Tim Burch  
Regulatory Specialist II  
New Filing Section

Letter Number: 112A00025270

# GULF SHORE CONDOMINIUM AT GULF TRACE

## Exhibit B Owner's Association Articles of Incorporation

### ARTICLES OF INCORPORATION OF GULF SHORE CONDOMINIUM ASSOCIATION AT GULF TRACE INC.,

(A Non-Profit Condominium Association)

The undersigned by these Articles associate themselves for the purpose of forming a not for profit corporation under Chapter 617, *Florida Statutes*, as amended, and certify as follows:

#### ARTICLE I. NAME Effective Date 10/30/12

The name of this corporation shall be **Gulf Shore Condominium Association at Gulf Trace, INC. . ( A Duplex Condominium )** For convenience, the corporation shall be referred to in this instrument as "the Association".

#### ARTICLE II. PRINCIPLE ADDRESS

The **principal address** of the corporation is 117 Gulf Shore Drive, Santa Rosa Beach, Florida - Gulf Shore Condominium Association at Gulf Trace INC, and the **mailing address** is C/O - Kevin Hense 2480 Mathew John Dubuque, IA. 52002

#### ARTICLE III. PURPOSE

A. The purpose for which the Association is organized is to provide an entity pursuant to Chapter 718, *Florida Statutes*, for the operation of a condominium known as, **Gulf Shore Condominium at Gulf Trace**, which condominium is located at **117 Gulf Shore Drive, Santa Rosa Beach, Florida 32459**.

B. The Association shall make no distributions of income to its members, directors, or officers.

#### ARTICLE IV. POWERS

The powers of the Association shall include and be governed by the following provisions:

A. The Association shall have all of the common law and statutory powers of a not-for-profit corporation which are not in conflict with the terms of these Articles.

B. The Association shall have all of the powers and duties set forth in the Condominium Act, and those set forth in these Articles and the Declaration of Condominium, if not inconsistent with the Condominium Act. It is intended to grant all the powers and duties reasonably necessary to operate the Condominium pursuant to the Declaration of Condominium and as it may be amended from time to time, including but not limited to the following:

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# GULF SHORE CONDOMINIUM AT GULF TRACE

1. To make and collect assessments against dwelling unit owners to defray the costs, expenses and losses of the condominium
2. To use the proceeds of assessments in the exercise of its powers and duties.
3. To maintain repair, replace and operate the property of the condominium.
4. To purchase insurance upon the property of the condominium and insurance for the protection of the Association and its members as dwelling unit owners.
5. To reconstruct the improvements after casualty and to further improve the property.
6. To make and amend reasonable regulations regarding the use of the property of the condominium; provided, however, that all such regulations and their amendments shall be approved by not less than both members of the membership of the Association or a majority of the directors if more than two are appointed / elected before such shall become effective.
7. To enforce by legal means the provisions of the Condominium Act, the Declaration of Condominium, the Articles and Bylaws of the Association and the Regulations for the use of the property of the condominium.
8. To contract for the management of the condominium and to delegate to such contractors all powers and duties of the Association except such as are specifically required by the Declaration of Condominium to have the approval of the Board of Directors or the membership of the Association.
9. To contract for the management or operation of portions of the common elements susceptible to separate management or operation, and to lease such portions.
10. To employ personnel to perform the services required for proper operation of the condominium.

C. The Association shall not have the power to purchase a dwelling unit of the condominium except at sales in foreclosure of liens for assessments for common expenses, at which sales the Association shall bid no more than the amount secured by its lien and as allowed by the Declaration of Condominium concerning termination. This provision shall not be changed without the unanimous approval of the members or the joinder of all record owners of mortgages upon the condominium.

D. All funds and the titles of all properties acquired by the Association and their proceeds shall be held for the members in accordance with the provisions of the Declaration of Condominium, these Articles of Incorporation and the Bylaws.

E. The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the Declaration of Condominium, the Bylaws and these articles.

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## Exhibit B Owner's Association Articles of Incorporation

### ARTICLE V – Section A. -- DIRECTORS

A. The affairs of the Association will be managed by a Board of Directors consisting of the number of directors as determined by the Bylaws, but not less than three (3) directors. *Directors need not be members of the Association. A 100% vote of the membership can appoint additional directors. 100% vote of the membership overrides directors – Membership is Two -*

B. Directors of the Association shall be elected at the annual meeting of the members in the manner determined by the Bylaws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the Bylaws.

C. The names and addresses of the members of the first Board of Directors who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

|               |                           |             |       |
|---------------|---------------------------|-------------|-------|
| Kevin Hense   | Address: 2480 Mathew John | Dubuque, IA | 52002 |
| Mary L Hense  | Address: 2480 Mathew John | Dubuque, IA | 52002 |
| Craig A Hense | Address: 2480 Mathew John | Dubuque, IA | 52002 |
| Brett A Hense | Address: 2480 Mathew John | Dubuque, IA | 52002 |

### ARTICLE V – Section B. -- OFFICERS

The affairs of the Association shall be administered by the officers designated in the Bylaws. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the association and shall serve at the pleasure of the board of directors. The names and addresses of the first officers who shall serve until their successors are appointed by the board of directors are as follows:

Initial President, Treasurer and Secretary

Kevin Hense - President

Mary L Hense - Treasurer & Secretary

### ARTICLE VI. INDEMNIFICATION

Every director and officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding or any settlement of any proceeding to which he may be a party or in which he may become involved by reason of his being or having been a director or officer of the Association, whether or not he is a director or officer at the time such expenses are incurred, except when the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being in the best interest of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such directors or officers may be entitled.

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# **GULF SHORE CONDOMINIUM AT GULF TRACE**

## **Exhibit B Owner's Association Articles of Incorporation**

### ARTICLE VII. MEMBERS

A. The members of the Association shall consist of all of the record owners of dwelling units in the condominium as defined in the Declaration of Condominium for Gulf Shore Condominium at Gulf Trace and after termination of the condominium(s), shall consist of those who are members at the time of such termination and their successors and assigns.

B. Change of membership in the Association shall be established by recording in the Public Records of Walton County, Florida, a deed or other instrument establishing a record title to a dwelling unit in the condominium and the delivery to the Association of a certified copy of such instrument. The owner designated by such instrument thus becomes a member of the Association and the membership of the prior owner is terminated.

C. The share of a member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner except as an appurtenance to his dwelling unit.

D. One vote per dwelling unit owned as a member of the Association. The manner of exercising voting rights shall be determined by the Bylaws of the Association.

### ARTICLE VIII. BYLAWS

The first Bylaws of the Association shall be adopted by the Board of Directors and may be altered, amended or rescinded by the directors or the members of the Association in the manner provided by the Bylaws.

### ARTICLE IX. AMENDMENTS

Amendments to the Articles of Incorporation shall be proposed and adopted in the following manner:

A. Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is considered.

B. A resolution for the adoption of a proposed amendment may be either by the Board of Directors or by the members of the Association. Directors and members not present in person or by proxy at the meeting considering the amendment may express their approval in writing, provided such approval is delivered to the secretary at or prior to the meeting. Except as elsewhere provided,

1. such approvals must be by not less than a majority of the entire membership of the Board of Directors or

2. by not less than 100% of the votes of the entire membership of the association.

**GULF SHORE CONDOMINIUM AT GULF TRACE**  
**Exhibit B Owner's Association Articles of Incorporation**

**ARTICLE IX – INCORPORATOR**

I submit this document and affirm that the facts stated herein are true.

IN WITNESS WHEREOF, the incorporator has affixed his signature on the 19 Day Of OCTOBER, 2012

**WITNESSES:**

Sign: Molly Hatcher

Print: Molly Hatcher

Sign: Terry Lynn Rayford

Print: Terry L. Rayford

Terry Brock Sign

**Terry Brock – Incorporator**

**Incorporator Address 19211 Panama City Beach**

**Parkway, suite 111, Panama City Beach, Florida 32413**

STATE OF FLORIDA     )  
                                      ) ss  
COUNTY OF BAY     )

I HERE BY CERTIFY that on this 19<sup>th</sup> DAY of OCTOBER , 2012, before me personally appeared

Terry Brock who has produced a Florida DRIVERS LICENSES as identification

And who did not take an oath and who executed the aforesaid upon his own free act and will.

WITNESS my signature and official seal at (Time) 3pm in the county of Bay, the State of Florida  
on the day and year last aforesaid .

**SEAL**



**.NOTARY PUBLIC: .**

SIGN Dan Hudson

PRINT Dan Hudson



# GULF SHORE CONDOMINIUM AT GULF TRACE

## Exhibit B Owner's Association Articles of Incorporation

C. Provided, however, that no amendment shall make any changes in the qualifications for membership nor the voting rights of members, nor any change in Section C of ARTICLE III without approval in writing by all members and the joinder of all record owners of mortgages upon the condominium. No amendment shall be made that is in conflict with the Condominium Act or the Declaration of Condominium.

D. A copy of each amendment shall be recorded in the Public Records of Walton County, Florida.

### ARTICLE X. TERM AND EFFECTIVE DATE

The term of the Association shall be perpetual. **Effective date is October 30, 2012.**

### ARTICLE XI. RECORDING AND EFFECTIVE DATE

A copy of each amendment shall be filed with the Department of State pursuant to the provisions of applicable Florida law, and a copy bearing the filing stamp of the Department shall be recorded in the public records of the County. The Certification of Amendment shall, on the first page, state the book and page of the public records where the Declaration is recorded with the County. The Certificate shall be executed by any officer with the formalities required for the recording of a deed. The amendment shall be effective upon recording in the public records of the county.

### ARTICLE XII. INITIAL REGISTERED OFFICE, AGENT AND ADDRESS

The principal office of the Association shall be at 117 Gulf Shore Drive, Santa Rosa Beach, Florida or at such other place, within or without the State of Florida as may be subsequently designated by the Board of Directors.

The initial **Registered Agent** for the Association shall be **Matthew W. Williams**

The address of the **Registered Agent** shall be **59 Turtle Court Santa Rosa Beach, FL 32459**

### ARTICLE XIII - ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent to accept service of process of GULF SHORE CONDOMINIUM ASSOCIATION AT GULF TRACE INC. at the place designated in these Articles, I agree to act in the capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED THIS 18<sup>th</sup> DAY OF October, 2012

  
\_\_\_\_\_  
Matthew W. Williams Registered Agent

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FILED  
12 OCT 26 PM 4:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA