

W/150000001630

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FEB 16 2015

S. GILBERT

W/15-9804



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 6, 2015

ROBERT E. MCGILL, III
36008 EMERALD COAST PARKWAY
SUITE 301
DESTIN, FL 32541

SUBJECT: HATTIE'S GROVE HOMEOWNERS' ASSOCIATION INC.
Ref. Number: W15000008804

We have received your document for HATTIE'S GROVE HOMEOWNERS' ASSOCIATION 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 document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

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.

Sylvia Gilbert
Regulatory Specialist II
New Filing Section

Letter Number: 315A00002489

Robert E. McGill, III, Attorney
Admitted in Florida and Louisiana

Law Offices of
Robert E. McGill, III, P.A.

Closing Administrators
Sharon K. Deville
Donna K. Deviney

Sherri A. Jankowski
Florida Registered Paralegal

January 27, 2015

VIA UPS OVERNIGHT COURIER

Department of State
Division of Corporations
2661 Executive Center Circle W.
Tallahassee, FL 32301

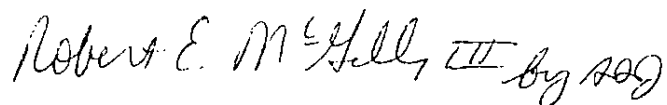
Re: Hattie's Grove Homeowners' Association, Inc.

Dear Sir or Madam:

Enclosed herewith please find original, signed Articles of Incorporation for Hattie's Grove Homeowners' Association, Inc., for filing. Also included is a check in the amount of \$70 to cover the filing fee, and a self-addressed, stamped envelope for the return of a copy of the Articles once filed.

If you have any questions please do not hesitate to contact this office. Thank you for your assistance in this matter.

Very truly yours,

A handwritten signature in cursive script that reads "Robert E. McGill, III" followed by a small mark that appears to be "by ROJ".

Robert E. McGill, III

REM/saj
Enclosures as stated
f:\client\rose, stephen (rse.05000)\hattie's grove\ltr to dept. of state.docx

Robert E. McGill, III, Attorney
Admitted in Florida and Louisiana

Law Offices of
Robert E. McGill, III, P.A.

Closing Administrators
Sharon K. Deville
Donna K. Deviney

Sherri A. Jankowski
Florida Registered Paralegal

February 10, 2015

VIA UPS OVERNIGHT COURIER

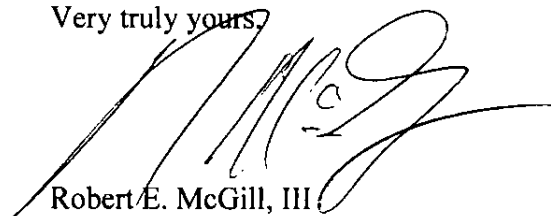
Attention Ms. Gilbert
Department of State
Division of Corporations
2661 Executive Center Circle W.
Tallahassee, FL 32301

Re: Hattie's Grove Homeowners' Association, Inc.; Rejected Filing W15000008804

Dear Ms. Gilbert:

Enclosed herewith please revised Articles to include acceptance by the Registered Agent. If you have any further questions please do not hesitate to contact this office. Thank you for your assistance in this matter.

Very truly yours,



Robert E. McGill, III

REM/saj
Enclosure as stated
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**ARTICLES OF INCORPORATION
OF
HATTIE'S GROVE HOMEOWNERS' ASSOCIATION INC.
A FLORIDA NONPROFIT CORPORATION**

FILED

FEB 12 PM 3:34

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

I, the undersigned natural person of legal age, who is a citizen of the State of Florida, acting as an incorporator of a corporation under Chapter 617 of the Florida Statutes, hereby adopt the following Articles of Incorporation:

Article I.

The name of the corporation is Hattie's Grove Homeowners' Association Inc. (hereinafter the "Association"). The Association is a nonprofit corporation. The period of its duration is perpetual.

Article II.

The principal place of business and mailing address of the corporation is 36008 Emerald Coast Parkway, Suite 301, Destin, Florida 32541.

Article III.

The Association is formed for the primary purpose of providing for the maintenance, preservation, and architectural control of the residential lots and common areas within a certain subdivided tract of land known as Hattie's Grove Subdivision, 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 Okaloosa 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 Association will have two classes of voting members, which are defined as follows:

Class A. Class A members will include all owners with the exception of the Declarant, as that term is defined in the Declaration. Class A members will 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. 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 owned by Class A members.

Class B. The Class B member will be the Declarant, as that term is defined in the Declaration. The Declarant will be entitled to three votes for each lot owned. The Class B membership will cease and be converted to Class A membership as provided in the Declaration.

The Association shall operate, maintain and manage the stormwater management system(s) in a manner consistent with the requirements of Okaloosa County and any applicable state Agency rules, and shall assist in the enforcement of the restrictions and covenants contained therein.

The Association shall levy and collect adequate assessments against members of the Association for the costs of maintenance and operation of the stormwater management system. These assessments shall be used for the maintenance and repair of the stormwater management systems and mitigation or preservation areas, including but not limited to work within retention areas, drainage structures and drainage easements.

On dissolution, the assets of the Association will be distributed to an appropriate public agency to be used for purposes similar to those for which the Association was created. In the event such distribution is refused acceptance, such assets will be granted, conveyed, and assigned to any nonprofit corporation, association, trust, or other organization organized and operated for such

similar purposes.

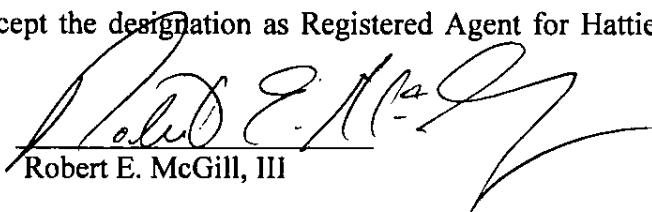
Article IV.

Directors will be elected by a plurality of the votes cast by the shares entitled to vote in the election at a meeting at which a quorum is present. 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 V.

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.

I, Robert E. McGill, III, hereby accept the designation as Registered Agent for Hattie's Grove Homeowners' Association, Inc.


Robert E. McGill, III

Article VI.

The name and street address of the incorporator is:

Robert E. McGill, III

36008 Emerald Coast Pkwy., Suite 301, Destin, FL 32541


Executed at Destin on the 10th day of February, 2015.


Robert E. McGill, III

State of Florida
County of Okaloosa

I, Sherri Jankowski a notary public, certify that on this
10th day of February, 2015, 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.


Sherri Jankowski
Notary Public in and for Okaloosa County, Florida
My commission expires:

[Notarial seal]

