

N19000005442

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

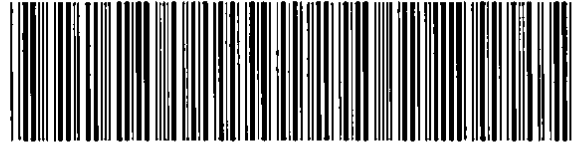
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



700329881837

05/23/19--01004--003 **78.75

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2019 MAY 23 AM 8:34

FILED

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

19 MAY 23 AM 10:50

MAY 24 2019

x Brumbley

COVER LETTER

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

SUBJECT: Palm Court Property Owners Association, Inc.

(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed is 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

ADDITIONAL COPY REQUIRED

FROM: Frances Casey Lowe

Name (Printed or typed)

68-A Feli Way

Address

Crawfordville, Florida 32327

City, State & Zip

850-926-8245

Daytime Telephone number

francie@lowesparkman.com

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

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

FILED

2019 MAY 23 AM 8:34

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

PALM COURT PROPERTY OWNERS ASSOCIATION, INC.

I, the undersigned, acting as incorporator of a nonprofit corporation under Chapter 617 of the Florida Statutes, do hereby adopt the following Articles of Incorporation:

(Note: Capitalized Terms are defined in the Restrictive Covenants)

ARTICLE I

The name of the corporation (hereinafter called the Association) is Palm Court Property Owners Association, Inc.

ARTICLE II

The Owners of Property in Palm Court Property Owners Association, Inc. shall be Members of this Association. The legal description of the Property composing Palm Court Property Owners Association, Inc. is described in Exhibit "A".

The specific primary purposes for which the Association is formed are to provide for maintenance of easements and common areas and architectural control of Residential Dwelling Units on the Lots within Palm Court Property Owners Association, Inc. Generally, the Association's purpose is to promote the health, safety, and welfare of the residents within the Association.

In furtherance of the specific and general purposes, the Association shall have power to:

- (a) Perform all of the duties and obligations of the Association as set forth in the Declaration of Covenants and Restrictions of Palm Court Subdivision ("Restrictive Covenants") applicable to the Association;

- (b) Affix, levy, collect and enforce payment by any lawful means of, all assessments and fees pursuant to the terms of the Restrictive Covenants; and pay all expenses incidental to the conduct of the business of the Association;
- (c) Acquire (by gift, purchase, or otherwise), own, hold and improve, build upon, 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) Participate in mergers and consolidations with other non-profit corporations organized for the same purposes; or annex additional residential Property or common areas, provided that any merger, consolidation or annexation shall have the unanimous assent by vote or written instrument of each class of Members;
- (e) 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 shall be financed by assessments as provided in the Restrictive Covenants, 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 or undivided fee interest in any Lot which is within the Property described in Exhibit "A", but excluding persons or entities holding title merely as security for performance of an obligation, shall be a Member of the Association. Membership shall be appurtenant to and may not be separated from ownership of a Lot.

ARTICLE IV

The period of duration of the Association shall be perpetual.

ARTICLE V

The address of the principal office of the Association is 4559 Sail Maker Lane, Destin, Florida 32541, and the name of the registered agent and her address is Frances Casey Lowe, 68-A Feli Way, Crawfordville, Florida 32327.

ARTICLE VI

The affairs of the Association shall be managed by a Board of Directors, a President and Secretary/Treasurer, who shall always be Members of the Board of Directors. Such Officers shall be elected at the first meeting of the Board of Directors following each annual meeting of Members.

Directors shall be elected according to the Bylaws.

ARTICLE VII

The number of persons constituting the initial Board of Directors of the Association shall be one (1), and the name and address of the person who shall serve as Director until the first election is:

Jason Sapp
4559 Sail Maker Lane
Destin, Florida 32541

ARTICLE VIII

The initial Architectural Review Board for Palm Court Property Owners Association, Inc. shall consist of one (1) Member. The name and address of the person who shall serve is:

Jason Sapp
4559 Sail Maker Lane
Destin, Florida 32541

ARTICLE IX

The Bylaws of the Association may be made, altered, or rescinded at any annual meeting of the Association, or at any special meeting duly called for such purpose, on the affirmative vote of two-thirds (2/3) of each class of Members existing at the time of and present at such meeting. Notwithstanding, initial Bylaws of the Association shall be made and adopted by the sole member of the initial Board of Directors.

ARTICLE X

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, on the unanimous vote of each class of Members existing at the time of, and present at such meeting or voting by proxy.

ARTICLE XI

The Association shall have two (2) classes of voting Members as follows:

Class A – Class A Members shall be all Owners in good financial standing with the Association except for the Developer, and shall be entitled to one (1) vote for each Lot as defined in the Restrictive Covenants. When more than one (1) person owns an interest in any Lot, all such persons shall be Members of the Association. However, only one (1) vote shall be cast on matters before the Association on behalf of all the Owners of the Lot.

Class B – The Class B Members shall be the Developer, who shall be entitled to exercise three (3) votes for each Lot own by the Developer. The Class B Membership shall cease and be converted to the Class A Membership as provided in the Restrictive Covenants.

ARTICLE XII

On dissolution, the assets of the Association shall 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 shall be granted, conveyed, and assigned to any non-profit corporation, association, trust, or other organization and operated for such similar purposes.

ARTICLE XIII

Incorporator: Frances Casey Lowe, Esq.
Lowe & Sparkman, P.A.
68-A Feli Way
Crawfordville, Florida 32327

A handwritten signature in black ink, appearing to read "Frances Casey Lowe", written over a horizontal line.

Frances Casey Lowe, Incorporator

EXHIBIT "A"

As provided:

Lot 247, Section 36, Township 3 South, Range 18 West, Walton County, Florida.

Certificate of Designation of Registered Agent For Florida Nonprofit Corporation

Under the provisions of the Act, the Company submits the following statement to designate a registered office and registered agent in the state of Florida.

The name of the nonprofit corporation is:

PALM COURT PROPERTY OWNERS ASSOCIATION, INC.

The name and the Florida street address of the registered agent is:

Frances Casey Lowe, Esquire
Lowe & Sparkman, P.A.
68-A Feli Way
Crawfordville, FL 32327

Having been named as registered agent and to accept service of process for the above-stated nonprofit corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

A handwritten signature in black ink, appearing to read "Frances C. Lowe", written over a horizontal line.

Frances C. Lowe
Registered Agent