

N20060011754

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

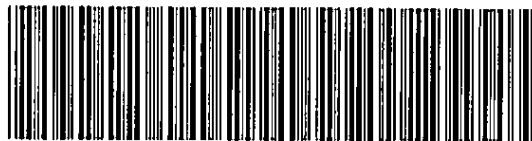
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

20 JUL 17 PM 5:27

D. O'KEEFE

OCT 19 2020

W2-68678



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

July 2, 2020

BARBARA J. CHAVEZ / WATSON SEWELL, PL  
5410 E. CO. HWY., 30-A, STE. 201  
SEAGROVE BEACH, FL 32459

SUBJECT: SEASIDE ENDLESS SUMMER OWNERS' ASSOCIATION, INC.  
Ref. Number: W20000068678

We have received your document for SEASIDE ENDLESS SUMMER OWNERS' ASSOCIATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

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) 245-6052.

DANIEL L O'KEEFE  
Regulatory Specialist II

Letter Number: 220A00013045

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20 JUL 17 PM 5:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
RECEIVED  
2020 JUL 17 PM 4:13  
DIVISION OF CORPORATIONS  
STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

WATSON SEWELL, PL

FRANKLIN H. WATSON  
ADMITTED IN FL, AL  
FL BAR BOARD CERTIFIED - REAL ESTATE  
KIMBERLY WATSON SEWELL  
ADMITTED IN FL, GA

ATTORNEYS AT LAW  
5410 EAST COUNTY HWY 30-A, SUITE 201  
SEAGROVE BEACH, FL 32459

PH (850) 231-3465  
FAX (850) 231-3475

June 17, 2020

Department of State  
Division of Corporations  
The Centre of Tallahassee  
2415 N. Monroe St., Suite 810  
Tallahassee, FL 32303

Re: Seaside Endless Summer Owners' Association, Inc.

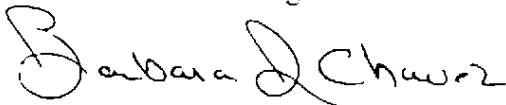
To Whom It May Concern:

Enclosed please find a check in the amount of \$78.75 made payable to the Department of State for the filing of Not For Profit Articles of Incorporation and Certificate of Status for the above referenced.

I have enclosed the original Articles of Incorporation along with a copy of said Articles that you have requested.

Please contact me if there are any problems or concerns with this request

Best Personal Regards

A handwritten signature in black ink, appearing to read "Barbara J. Chavez". The signature is fluid and cursive, with the first name "Barbara" being more prominent and the last name "Chavez" following in a similar style.

Barbara J. Chavez  
Paralegal

17

**COVER LETTER**

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

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20 JUL 17 PM 5:37  
DIVISION OF STATE  
CORPORATIONS  
TALLAHASSEE, FLORIDA

**SUBJECT:** Seaside Endless Summer 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:** Barbara J. Chavez/Watson Sewell, PL  
\_\_\_\_\_  
Name (Printed or typed)  
  
5410 E. Co. Hwy., 30-A, Suite 201  
\_\_\_\_\_  
Address  
  
Seagrove Beach, FL 32459  
\_\_\_\_\_  
City, State & Zip  
  
850-231-3465  
\_\_\_\_\_  
Daytime Telephone number  
  
curtis@zimmerman.com  
\_\_\_\_\_  
E-mail address: (to be used for future annual report notification)

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2020 JUL 17 PM 4:13  
DIVISION OF CORPORATIONS  
BUREAU OF CORPORATE  
INFORMATION SERVICES

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

**ARTICLES OF INCORPORATION  
OF  
Seaside Endless Summer Owners' Association, Inc.**

The undersigned incorporators by these articles associate themselves for the purpose of forming a corporation not for profit under the laws of the State of Florida, and adopt the following articles of incorporation:

**ARTICLE I  
NAME**

The name of this corporation is **Seaside Endless Summer Owners' Association, Inc.** For convenience, the corporation shall be referred to in this instrument as the "Association," these articles of incorporation as the "Articles," and the bylaws of the Association as the "Bylaws."

**ARTICLE II  
TERM OF EXISTENCE**

The Association shall have perpetual existence.

**ARTICLE III  
CORPORATE PURPOSE**

This Association is organized for the purpose of providing an entity under the Florida Statute Title XL Chapter 720 ("the Statute") for the operation of an Owners' Association located in Walton County, Florida.

The purpose of the Association is to own, operate, maintain and preserve the Common Areas of the **Seaside Land and Development LLC Endless Summer Subdivision, recorded at Plat 18, Pages 29 and 29A of the Public Records of Walton County, Florida** (the "Subdivision") and enforce the restrictions in the **Declaration of Covenants, Conditions and Restrictions for the Subdivision, recorded at Official Records Book 2808, Page 1567 of the Public Records of Walton County, Florida, as amended** ("the Declaration"), for the mutual advantage and benefit of the Members of this Association, who shall be owners of Parcels within the property.

The Association shall make no distribution 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:

The Association shall have all the common law and statutory powers of a corporation not for

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CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

profit which are not in conflict with the terms of these Articles, the Declaration which are hereby incorporated by reference, the Bylaws, and any amendments thereto.

The Association shall have the following specific powers so long as they are not in conflict with the Declaration and the Bylaws:

To fix, levy, collect and enforce payment by any lawful means all charges and assessments pursuant to the terms of the Declaration. To pay all expenses in connection therewith and other expenses incident to the conduct of the business Association, including any licenses, taxes or other governmental charges levied or imposed against the Association or the property of the Association.

To acquire, by gift, purchase or otherwise, own, hold, improve, build upon operate, maintain, convey, sell, lease, transfer, dedicated for the public use or otherwise dispose of real or personal property in connection with the affairs of the Association.

To maintain, repair, replace and operate the Association's property.

To borrow money and, as may be provided in the Declaration, to mortgage, pledge or hypothecate any and all of its real or personal property as security for money borrowed or debts incurred.

To purchase insurance upon the properties owned or controlled by the Association and insurance for the protection of the Association and its Members.

To dedicate, sell or transfer all or any part of the Common Areas (as defined in the Declaration) to any public agency, authority or utility for such purposes and subject to such conditions as may be agreed to by Members. No such dedication or transfer shall be effective unless an instrument has been signed by one hundred percent (100%) of the Members, agreeing to such dedication, sale or transfer and recorded in the Public Records of Walton County, Florida.

To contract for goods and services for the Association and for the benefit of the Members of the Association.

To make and amend reasonable regulations respecting the use of the property.

To enforce by legal means the provisions of these Articles, the Bylaws, the Declaration, and the regulations for the use of the property promulgated by the Association, if any.

To contract for the management of the Association's properties and to delegate such contractor and manager all powers and duties of the Association, or any part thereof, except such as are specifically required by the Articles or by the Bylaws to have approval of the Board of Directors of the membership of the Association.

To employ personnel to perform the services required for the proper operation of the properties.

To acquire title to, to lease, acquire memberships or acquire other possessory or use interest in and

to and operate lands and facilities including, but not limited to, streets, parking areas, residential facilities and other facilities (whether or not contiguous) to the properties operated by the Association intended to provide for the enjoyment, recreation or other use or benefit of the Members, or a substantial number of the Members of the Association.

To grant, receive, or modify easements on any of the Common Areas.

The Association shall have the power to purchase a parcels or parcels and to hold, manage, and convey the same so long as the Association pays all assessments and other liabilities attendant to such ownership.

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

#### **ARTICLE V PRINCIPAL OFFICE/MAILING ADDRESS**

The street address and mailing address of the initial principal office of the corporation is:

7165 Heartland Circle  
Tallahassee, FL 32312

#### **ARTICLE VI INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial registered office of this corporation is 5410 E. Co. Hwy. 30A, Suite 201, Seagrove Beach, FL 32459; the name of the initial registered agent of this corporation at that address is:

**Watson Sewell, PL.**

#### **ARTICLE VII BOARD OF DIRECTORS**

The affairs of the Association shall be managed by a Board of Directors who need not be Members of the Association; provided, however, that each Director shall be a Lot Owner, the spouse of a Lot Owner or, if a Lot Owner is an entity such as a corporation, limited liability company, partnership or trust, a director may be an officer, managing member, partner, trustee, employee or beneficiary of such Owner. Each Lot shall be represented by a Director. The number of Directors of the Association shall not be less than three. The names and addresses of the persons who are to serve as the initial Directors until the election and qualification of their successors are:

**Name:****Address:**

James B. Cumming

2950 Hardman Ct. NE  
Atlanta, GA 30305

Curtis Zimmerman

7165 Heartland Cir.  
Tallahassee, FL 32312

Jay M. Geier

2520 Co. Hwy., 30-A E  
Santa Rosa Beach, FL 32459

Directors shall serve for a term of one year and shall hold office until qualified successors are duly elected at the next annual meeting of Members. Directors may be re-elected for successive terms. Any vacancy on the Board shall be filled for the unexpired term of the vacated office by vote of the remaining directors.

**ARTICLE VIII  
OFFICERS**

Subject to the direction of the Board, the affairs of the Association shall be administered by its officers as designated in the Bylaws of this Association. Said officers shall be elected annually by the Board. The names and address of the officers who shall serve until the first annual meeting of the Board are as follows:

**Name:****Address:**

Curtis Zimmerman

7165 Heartland Cir.  
Tallahassee, FL 32312

President

James B. Cumming

2950 Hardman Ct. NE  
Atlanta, GA 30305

Vice-President

Jay M. Geier

2520 Co. Hwy., 30-A E., Santa  
Rosa Beach, FL 32459

Secretary/Treasurer

**ARTICLE IX  
MEMBERS AND VOTING RIGHTS**

Every person or entity who is a record owner of a Parcel within the Property shall be a Member of the Association. The foregoing does not include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Parcels.

Changes 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 Parcels and delivery of a



certified copy of such instrument to the Association. The Owner(s) designated by such instrument shall thus become a Member of the Association and the membership of the prior Owners shall be terminated.

Each Member/Parcels shall be entitled to certain Voting Rights as specified in the Declaration. The manner of exercising voting rights shall be determined by the Bylaws.

A Member does not have authority to act for the Association solely by reason of being a Member.

#### **ARTICLE X INCORPORATORS**

The name and address of the incorporator signing these Articles of Incorporation is:

WATSON SEWELL, PL  
5410 E. HIGHWAY 30-A, SUITE 201  
SEAGROVE BEACH, FLORIDA 32459

#### **ARTICLE XI BYLAWS**

The Bylaws of the Association shall be adopted by the first Board of Directors. The Bylaws may be altered, amended, modified or repealed by a majority of the Directors or at any duly called meeting of the Members of this Association.

#### **ARTICLE XII INDEMNIFICATION**

This Association shall indemnify and hold harmless any and all of its present or former directors, officers, employees or agent, to the full extent permitted by law. Said indemnification shall include but not be limited to the expenses, including the cost of any judgments, fines, settlements and counsel's fees actually and necessarily paid or incurred in connection with any action, suit or proceeding, whether civil or criminal, administrative or investigative, and any appeal thereof, to which any such persons or his legal representative may be made a party or may be threatened to be made a party by reason of his being or having been director, officer, employee or agent as herein provided. The foregoing right of indemnification shall not affect any other rights to which any director, officer, employee or agent may be entitled as a matter of law or which he may be lawfully granted.

#### **ARTICLE XIII AMENDMENTS**

This Association reserves the right to amend or repeal any of the provisions contained in these Articles or any amendment hereto with the assent of a majority of the Board of Directors. No amendment shall conflict with the Declaration.

## **ARTICLE XIV DISSOLUTION**

The Association may be dissolved with the assent, in writing, of not less than one hundred percent (100%) of the Board of Director. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of this Association may be transferred to the Owner of the Parcels, or may be dedicated to any nonprofit corporation, association, trust or other organization to be devoted to purposes similar to those for which this Association was created, or to an appropriate public agency to be used for purposes similar to those which this Association was created or for the general welfare of the residents of the county in which the property is located.

## **ARTICLE XV SUPREMACY**

All terms herein shall have the same meaning as set forth, defined and used in the Declaration and in Chapter 720, Florida Statutes. These Articles and the Bylaws are subject to the Declaration and in the event of a conflict, the Declaration shall govern. In the event of a conflict between the Articles and Bylaws, the Articles shall govern.

## **ARTICLE XVI HABITAT PRESERVATION AREAS, VEGETATED NATURAL BUFFER AREAS AND LANDSCAPE ZONES**

Each Owner shall comply with the requirements of Walton County, the State of Florida, and the Design Code as it relates to Habitat Preservation Areas, Vegetated Natural Buffer Areas and Landscape Zones, if any. If any, the Owner or their contractor shall erect and maintain screening acceptable to the DRB to protect the Habitat Preservation Areas, Vegetated Natural Buffer Areas, or existing vegetation. If the Owner does not maintain Vegetated Natural Buffer Areas per Florida DEP requirements, and/or construct and maintain Landscape Zones per the Design Code and DRB approvals, on the Owner's Lot, the Association shall construct, repair, maintain, plant and/or replace the Vegetated Natural Buffer Areas and Landscape Zones on the Owner's Lot, and shall assess the Owner for the cost of said construction and/or maintenance.

## **ARTICLE XVII STORMWATER MANAGEMENT SYSTEM AND STORMWATER DISCHARGE FACILITY**

The Association shall operate and maintain a stormwater management system and stormwater discharge facility as exempted or permitted by Walton County and the State of Florida. Each Lot shall be a part of the storm water management system, which requires storm water retention facilities and retention areas to be maintained by the Association and operated in accordance with the agreements and regulations of Walton County and the State of Florida. The Association shall establish rules and regulations, assess Members, and contract for services to provide the services for operation and maintenance. Said construction and operation of the stormwater management system and discharge facility shall be as follows:

- A. Each Owner shall comply with the requirements of Walton County, the State of Florida,

and the Design Code as it relates to stormwater drainage. The Owner agrees to comply with the stormwater drainage plans for the Subdivision, and agrees, at the time of construction of improvements on his/her Lot, to construct and maintain any stormwater drainage facilities, which are required to be constructed on the Lot. If the Owner does not construct and maintain stormwater drainage improvements, per Florida DEP requirements, the Association shall construct, repair and/or maintain the required stormwater drainage improvements and shall assess the Owner for the cost of said construction and/or maintenance.

- B. There shall be assessed by the Association, on each lot owner, a pro-rated and monthly basis assessment in the amount required to maintain, repair, and meet the expenses and costs of the storm water retention facilities, including but not limited to, the expenses of repair, maintenance, and when necessary, the replacement of the drainage system, and storm water system.

#### **ARTICLE XVIII ACTION ABSENT MEETING**

Anything to the contrary herein notwithstanding, to the extent lawful, any action required to be taken hereunder by vote or assent of the Directors or Members, at a meeting or otherwise, may be taken without a meeting, without prior notice and without a vote if a consent in writing, setting forth the action so taken, by obtaining the written approval of the requisite number of Directors or Members necessary to authorize or take such action. Any action so approved shall have the same effect as though taken at a meeting of the Directors or Members, and such approval shall be duly filed in the minute book of the Association. After obtaining such authorization by written consent, notice must be given to Directors or Members who have not consented in writing. The notice shall fairly summarize the material features of the authorized action.

**IN WITNESS WHEREOF**, we have hereunto set our hands and seals and acknowledge we are filing the foregoing Articles of Organization under the laws of the State of Florida.

**[SIGNATURE PAGES FOLLOW]**

**ARTICLES OF INCORPORATION  
OF  
Seaside Endless Summer Owners' Association, Inc.**

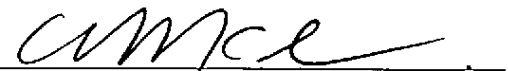
**DECLARANT / DEVELOPER:**

Seaside Land and Development, LLC, a Georgia limited liability company

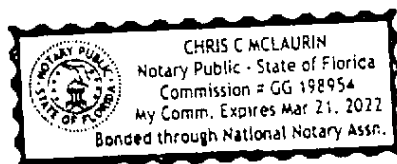
  
By: James B. Cumming  
Its: Manager

STATE OF FL  
COUNTY OF Leon

The foregoing instrument was acknowledged before me, by means of X *physical presence* **OR**  
*online notarization*, this 27 day of May, 2020, by James B. Cumming, as  
Manager of Seaside Land and Development, LLC, a Georgia limited liability company, who is  
personally known to me or has produced drivers license as identification.

  
Print Name: Chris McLaurin  
NOTARY PUBLIC  
Commission number:  
My Commission expires:


(Affix Notary Seal)




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SOUTHERN STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
Seaside Endless Summer Owners' Association, Inc.**

**OWNER(S) LOT 1:**

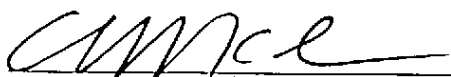
  
Curtis Zimmerman

  
Carrie Zimmerman

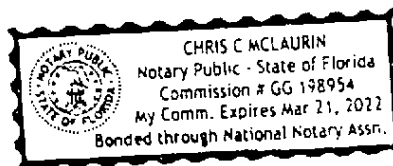
STATE OF FL  
COUNTY OF Leon

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The foregoing instrument was acknowledged before me, by means of X *physical presence* **OR**  
*online notarization*, this 27 day of May, 2020, by Curtis Zimmerman and  
Carrie Zimmerman who are personally known to me or has produced \_\_\_\_\_ as  
identification.

  
Print Name: Chris McLaurin  
NOTARY PUBLIC  
Commission number:  
My Commission expires:

(Affix Notary Seal)



**ARTICLES OF INCORPORATION  
OF  
Seaside Endless Summer Owners' Association, Inc.**

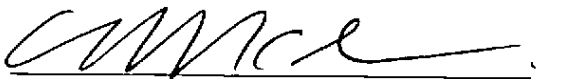
**OWNER LOT 2:**

James B. Cumming Revocable Trust, Date July 14, 2016

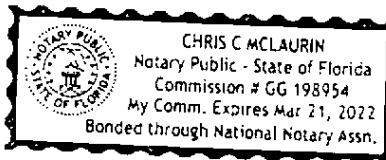
  
James B. Cumming, Trustee

STATE OF FL  
COUNTY OF Leon

The foregoing instrument was acknowledged before me, by means of & *physical presence* **OR** online notarization, this 27 day of May, 2020, by James B. Cumming as Trustee of the James B. Cumming Revocable Trust, Date July 14, 2016, who is personally known to me or has produced drivers license as identification.

  
Print Name: Chris C. McLaurin  
NOTARY PUBLIC  
Commission number:  
My Commission expires:

(Affix Notary Seal)



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NOTARY PUBLIC  
TALLAHASSEE, FLORIDA


**ARTICLES OF INCORPORATION  
OF  
Seaside Endless Summer Owners' Association, Inc.**

**OWNER LOT 3:**

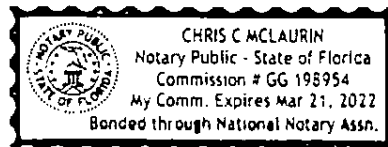
  
Jay M. Geier

STATE OF FL  
COUNTY OF Leon

The foregoing instrument was acknowledged before me, by means of X *physical presence* **OR**  
*online notarization*, this 27 day of May, 2020, by Jay M. Geier who is  
personally known to me or has produced drivers license as identification.

  
Print Name: Chris McLaurin  
NOTARY PUBLIC  
Commission number:  
My Commission expires:

(Affix Notary Seal)

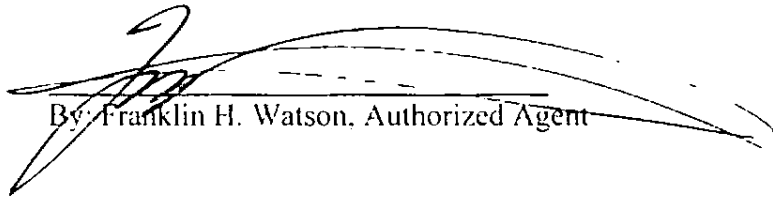


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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
Seaside Endless Summer Owners' Association, Inc.**

**INCORPORATOR**


**Watson Sewell, PL**

  
By: Franklin H. Watson, Authorized Agent

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CLERK OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF WALTON

The foregoing instrument was acknowledged before me, by means of ✓ physical  
presence **OR** online notarization, this 16th day of July, 2020, by  
Franklin H. Watson who is personally known to me or has produced \_\_\_\_\_  
as identification.

  
Print Name: Barbara J. Chavez  
NOTARY PUBLIC  
Commission number:  
My Commission expires:

(Affix Notary Seal)



**Barbara J. Chavez**  
Comm. #GG348130  
Expires: July 9, 2023  
Bonded Thru Aaron Notary



**CERTIFICATE DESIGNATING PRINCIPAL OFFICE  
OF DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN FLORIDA, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED**

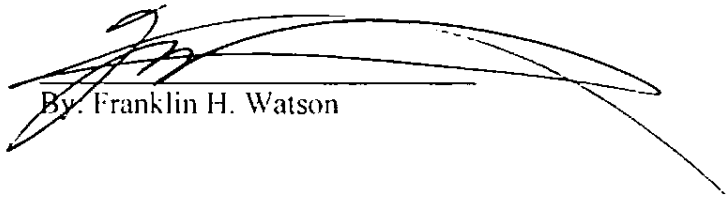
In compliance with Section 617.0501, Florida Statutes, the following is submitted:

FIRST -- That **Seaside Endless Summer Owners' Association, Inc.** with its principal place of business at 7165 Heartland Cir., Tallahassee, FL 32312, has named Watson Sewell, PL, located at 5410 E. Co. Hwy. 30A, Suite 201, Seagrove Beach, FL 32459, as its agent to accept service of process within the State of Florida.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 617.0501 Florida Statutes.

Date: July 27, 2020

Watson Sewell, PL.

  
By: Franklin H. Watson

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