

N21 00000 1766

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP

WAIT

MAIL

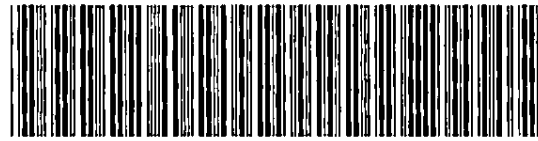
(Business Entity Name)

(Document Number)

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

Special Instructions to Filing Officer:

Office Use Only



700360201407

700360201407  
02/18/21--01007--002 \*\*78.75

2021 FEB 18 AM 10:45

## COVER LETTER

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

**SUBJECT:** Spyglass Tin Palms Homeowners' 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, FL 32327  
City, State & Zip

(850) 926-8245  
Daytime Telephone number

francie@francelowe.com  
E-mail address: (to be used for future annual report notification)

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

**ARTICLES OF INCORPORATION**

**OF**

**SPYGLASS TWIN PALMS HOMEOWNERS' 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 Spyglass Twin Palms Homeowners' Association, Inc.

**ARTICLE II**

The Owners of Property in Spyglass Twin Palms Homeowners' Association, Inc. shall be Members of this Association. The legal description of the Property composing Spyglass Twin Palms Homeowners' 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 Spyglass Twin Palms Homeowners' 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 Spyglass Twin Palms Subdivision ("Restrictive Covenants") applicable to the Association;

2021 FEB 18 AM 10:45

- (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 120 Dragon Circle, Panama City Beach, Florida 32408, and the name of the registered agent and his address is Christopher Shane Roberts, 120 Dragon Circle, Panama City Beach, Florida 32408.

**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 two (2), and the names and addresses of the persons who shall serve as Directors until the first election are:

Christopher Shane Roberts  
120 Dragon Circle  
Panama City Beach, Florida 32408

Dale Van Bui  
17033 Washington Lane  
Diberville, MS 39540

2021 FEB 18 AM 10:45

FEB 18 2021

**ARTICLE VIII**

The initial Architectural Review Board for Spyglass Twin Palms Homeowners' Association, Inc. shall consist of two (2) Members. The names and addresses of the persons who shall serve are:

Christopher Shane Roberts  
120 Dragon Circle  
Panama City Beach, Florida 32408

Dale Van Bui  
17033 Washington Lane  
Diberville, MS 39540

#### **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 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.

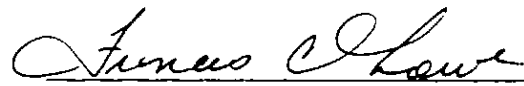
**ARTICLE XII**

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.  
Frances Casey Lowe, P.A.  
68-A Feli Way  
Crawfordville, Florida 32327

2021 FEB 18 AM 10:45

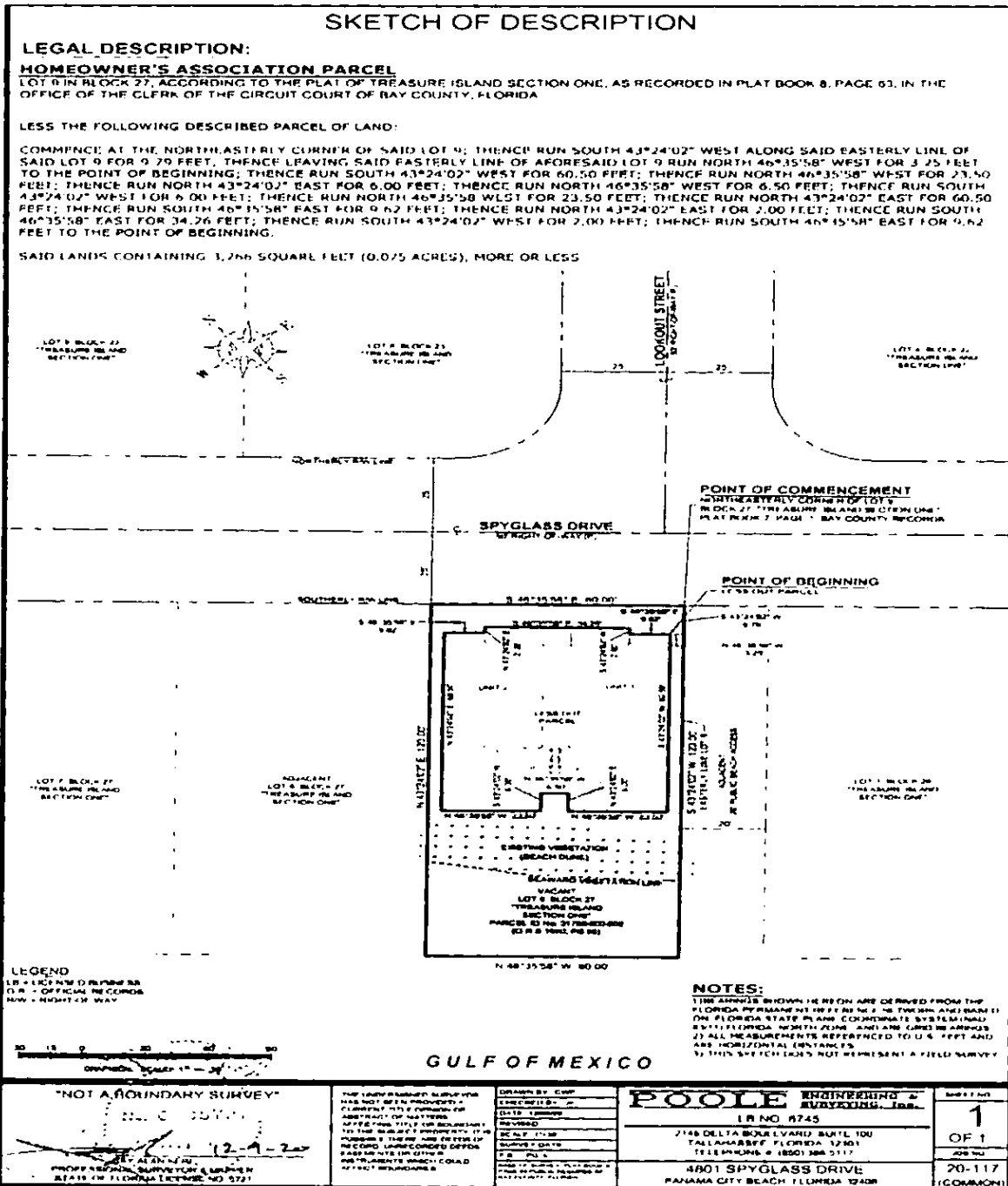
  
\_\_\_\_\_  
Frances Casey Lowe, Incorporator

2-16-2021  
Date

# EXHIBIT "A"

As provided:

Lot 9 in Block 27, according to the plat of TEASURE ISLAND SECTION ONE, as recorded in Plat Book 8, Page 63, in the Office of the Clerk of the Circuit Court of Bay 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:

SPYGLASS TWIN PALMS HOMEOWNERS' ASSOCIATION, INC.

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

Christopher Shane Roberts  
120 Dragon Circle  
Panama City Beach, FL 32408

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.



---

Christopher Shane Roberts  
Registered Agent