

To:

Page: 2 of 8

2023-10-16 15:06:52 CDT

850225-26

From: Dana Erven

10/16/23, 2:53 PM

NA 3000012546

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H23000361939 3)))



H230003619393ABC3

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)617-6381

From:

Account Name : HAND ARENDALL HARRISON SALE LLC
Account Number : I20190000128
Phone : (850)769-3434
Fax Number : (850)769-6121

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: navalogic@gmail.com

FLORIDA PROFIT/NON PROFIT CORPORATION
BLUE MOUNTAIN ESTATES HOMEOWNERS ASSOCIATION, INC..

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$70.00

RECEIVED

2023 OCT 16 PM 4:43

STATE OF FLORIDA
DIVISION OF CORPORATIONS

AM 12:22

H230003619393ABC3

ARTICLES OF INCORPORATION**OF****BLUE MOUNTAIN ESTATES HOMEOWNERS ASSOCIATION, INC.**

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

ARTICLE I. NAME AND ADDRESS

The name of the corporation shall be "Blue Mountain Estates Homeowners Association, Inc." (the "Association") and the street address of its initial principal office Mary Street/30A Santa Rosa Beach, Florida 32459 and the mailing address is 3901 Indian Trail, Destin, Florida 32541.

ARTICLE II. PURPOSE

This association is organized for the purpose of providing an entity under the Florida Homeowners' Association Act, Chapter 720 ("the Act"), as amended from time to time, for the operation of a homeowners association located in Walton County, Florida, and known as Blue Mountain Estates Homeowners Association, Inc. ("the Association").

ARTICLE III. SUBMISSION TO JURISDICTION

The homeowners association shall be operated by the Association upon recordation of the declaration.

ARTICLE IV. POWERS

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

(A) The Association shall have all the common law and statutory powers of a corporation not for profit not in conflict with the terms of these Articles and its Declaration and By-Laws.

(B) The Association shall have all the powers and duties set forth in these Articles, the Declaration operated by the Association, any Shared Use Agreement and Declaration entered into pursuant to the Declaration, and the Act except where the Act allows limitations by these Articles or the Declaration and all of the powers and duties reasonably necessary to operate the homeowners association pursuant to the Declaration and as it may be amended from time to time, including but not limited to the following:

(1) To hold title to and own fee simple or other lesser interest in real, personal or mixed property, wherever situated, and to lease, mortgage and convey same.

H230003619393ABC3

H230003619393ABC3

(2) To make and collect assessments against the members of the Association to defray the costs, expenses and losses of any homeowners association operated by the Association or to defray the costs, expenses and losses of any other business, enterprise, venture or property interest of the Association.

(3) To use the proceeds of the assessments in the exercise of these powers and duties.

(4) To maintain, repair, replace and operate any common property owned by the Association.

(5) To purchase insurance upon the common property of the Association and insurance for the protection of the Association and its members.

(6) To reconstruct improvements after casualty and to further improve the common property of the Association or any other property of the Association.

(7) To make and amend reasonable rules and regulations respecting the use of the common property or other property within the Association.

(8) To enforce by legal means the provisions of the Act, the Declaration, these Articles, the By-Laws of the Association and rules and regulations for the use of property.

(9) To contract for the management of the Association, and to delegate to such contractor all powers and duties of the Association except such as are specifically required by the Declaration to have approval of the Board of Directors or the membership of the Association.

(10) To contract with the Developer, its successors and assigns, and any of the partners of the Developer, their officers, directors, partners or shareholders.

(11) To acquire fee simple title to, to lease, acquire memberships or acquire other possessory or use interest in and to operate lands and facilities whether or not contiguous to the lands of any homeowners association 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.

(12) To determine which persons shall be entitled to use the common property including all fees, charges and other terms and conditions relating to such use and to enter into such agreements as may be necessary or incidental thereto, including the leasing of portions of the common areas.

(13) To employ personnel to perform the services required for the proper operation, management, maintenance or control of the Association and its property.

H230003619393ABC3

H230003619393ABC3

(14) To hire attorneys or other professionals for the purpose of bringing legal action or enforcing rights in the name of and on behalf of the members of the Association where such actions or rights are common to all members, or a substantial number of the members; and to bring such action in the name of and on behalf of the members.

(C) All funds and the title of all properties acquired by the Association and their proceeds shall be held in trust for the members in accordance with the provisions of the Declaration and by the By-Laws of the Association.

ARTICLE V. MEMBERS

(A) The members of the Association shall consist of all record owners of parcels or lots.

(B) A 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 parcel or lot 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 or assets of the Association cannot be assigned, hypothecated or transferred in any manner except as an appurtenance to his parcel or lot. Each parcel or lot shall be entitled to one (1) vote as a member of the Association. The exact number of votes to be cast and the manner of exercising voting rights shall be determined by the By-Laws of the Association.

ARTICLE VI. DIRECTORS

(A) The affairs of the Association will be managed by a Board of Directors consisting of the owners of the three lots within Blue Mountain Estates, who shall automatically join the Board upon receiving title to their parcel and automatically be divested of their seat on the Board upon transfer of title to another party.

(B) The name and address of the member of the first Board of Directors who shall hold office until his successors are designated as herein provided or until removed as herein provided is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Chris Nava, President	3901 Indian Trail Destin, Florida 32541

H230003619393ABC3

H230003619393ABC3

ARTICLE VII. OFFICERS

The affairs of the Association shall be administered by the officers designated in the By-Laws. 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 officers who shall serve until their successors are designated by the Board of Directors are designated in Article VI.

ARTICLE VIII. INDEMNIFICATION

Every director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including attorney's 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 in the performance of his duties. The foregoing right of indemnification shall be in addition to and not exclusive of all of the rights to which such director or officer may be entitled. The directors shall be authorized to purchase directors and officers liability insurance providing coverage to the officers and directors of the Association at the expense of the Association.

ARTICLE IX. BY-LAWS

The first By-Laws of the Association shall be recorded with the Declaration and may be altered, amended or rescinded in the manner provided by the By-Laws.

ARTICLE X. 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 proposed 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 or assistant secretary at or prior to the meeting. Except as elsewhere provided, such approvals must be by not less than two thirds (2/3) of the vote of the entire membership of the Association;

(C) Provided, however, that no amendment shall make any changes in the qualifications for membership nor the voting rights of members without approval in writing by all members and the joinder of all record owners of mortgages upon any homeowners association operated by the Association;

H230003619393ABC3

H230003619393ABC3

(D) Provided, further, that no amendment shall abridge, limit or alter the rights reserved by or granted to the Developer, its successors or assigns, or any successor developer, by these Articles or By-Laws without the prior written consent of the Developer, its successors or assigns, or a successor developer.

(E) A copy of each amendment shall be certified by the Secretary of State and filed with that office.

ARTICLE XI. TERM

The term of the Association shall be perpetual.

ARTICLE XII. SUBSCRIBER

The name and address of the subscriber to these Articles of Incorporation is as follows:

NAME	ADDRESS
Chris Nava, President	3901 Indian Trail Destin, Florida 32541

ARTICLE XIII. APPOINTMENT OF REGISTERED AGENT AND OFFICE

Hand Arendall Harrison Sale is hereby appointed to serve as Registered Agent of the Association. The street address of the Registered Office of the Registered Agent is 16901 Panama City Beach Parkway, Suite 200, Panama City Beach, FL 32413.

ARTICLE XIV. DISPOSITION OF ASSETS UPON DISSOLUTION

Upon dissolution of the Association, the assets, both real and personal of the Association, shall be dedicated to an appropriate public agency or utility to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the Association. In the event that such dedication is refused, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the Association. No disposition of Baldwin Townhomes Owners Association, Inc., properties shall be effective to divest or diminish any right or title of any member vested in him under the recorded Declaration for any homeowners association operated by the Association, unless made in accordance with the provisions of any applicable Declaration.

H230003619393ABC3

H230003619393ABC3

IN WITNESS WHEREOF, the subscriber has affixed his/her signature this 12 day of October, 2023.

STATE OF FL
COUNTY OF DADE

Chris Nava

The foregoing instrument was acknowledged before me this 12 day of Oct, 2023, by Chris Nava, who ☐ is personally known to me or ☒ who has produced Florida Driver's License Number N100 543-12-015-0 as identification.

Paige Tashik
NOTARY PUBLIC

My Commission Expires: _____



H230003619393ABC3