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**FLORIDA PROFIT/NON PROFIT CORPORATION
PC CORNER LAND CONDOMINIUM ASSOCIATION, INC**

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ARTICLES OF INCORPORATION

OF

PC CORNER LAND CONDOMINIUM ASSOCIATION, INC.

We, the undersigned do hereby associate ourselves for the purpose of forming a corporation not for profit, pursuant to the laws of the State of Florida. In this regard, we certify as follows:

1. **Definitions.**

1.1. All capitalized terms used but not defined herein shall have the meanings ascribed to them in the Declaration of Condominium for PC Corner Land Condominium (the "Declaration"), to be recorded in the Official Records of Flagler County, Florida.

2. **Name.**

2.1. The name of the corporation shall be PC CORNER LAND CONDOMINIUM ASSOCIATION, INC. (the "Association").

3. **Purpose.**

3.1. The purpose for which the Association is organized is to provide an entity pursuant to Chapter 718, Florida Statutes (the "Condominium Act") for the management and operation of PC Corner Land Condominium, which is to be created pursuant to the provisions of the Condominium Act.

4. **Powers.**

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

4.1. The Association shall have all of the powers and privileges granted to corporations not for profit under the laws of the State of Florida, which are not in conflict with the terms of the Condominium Act, the Declaration, these Articles of Incorporation or the Bylaws of the Association, including, without limitation, all the powers set forth in Section 617.0302, Florida Statutes.

4.2. The Association shall have all of the powers and duties set forth in the Condominium Act and all of the powers and duties set forth in the Declaration, these Articles of Incorporation and the Bylaws of the Association, and to do and perform any and all acts which may be necessary or proper for, or incidental to, the exercise of any of the duties or powers of the Association for the benefit of the Owners and for the maintenance, administration and improvement of the Condominium Property and the Common Elements, including but not limited to the Stormwater Management System. The duties and powers of the Association shall be exercised by the Board of Directors unless provided otherwise in the Declaration, these Articles of Incorporation or the Bylaws, and shall include, without limitation, the following:

(a) To fix, levy, collect and enforce payment of, by any lawful means, all charges, fines or Assessments pursuant to the terms of the Declaration, these Articles or the Bylaws; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including without limitation all licenses, taxes or governmental charges levied or imposed against the property of the Association; and to provide adequate funding for the

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performance of any and all acts which may be necessary or proper for, or incidental to, the exercise of any of the duties or powers of the Association for the benefit of the Owners and for the maintenance, administration and improvement of the Condominium Property and Common Elements, including without limitation the maintenance and operation of the Stormwater Management System;

(b) To acquire (by gift, purchase or otherwise), manage, control, own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property subjected to the Declaration or any other property for which the Association by rule, regulation, Declaration or contract has a right or duty to provide such services;

(c) To borrow money, and as provided in the Declaration or Bylaws, mortgage, pledge, deed in trust or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(d) To dedicate, sell or transfer all or any part of the Common Elements to any public agency, authority or utility;

(e) To enforce covenants, conditions, or restrictions affecting any property to the extent the Association may be authorized to do so under the Declaration or Bylaws;

(f) To engage in activities which will actively foster, promote and advance the common interests of all owners of the Condominium Property;

(g) To enter into, make, perform, or enforce contracts of every kind and description, and to perform all other acts necessary, appropriate, or advisable in carrying out any purpose of the Association, with or in association with any other association, corporation, or other entity or agency, public or private;

(h) To adopt, alter, and amend or repeal such Bylaws as may be necessary or desirable for the proper management of the affairs of the Association; provided, however, such Bylaws may not be inconsistent with or contrary to any provisions of these Articles of Incorporation or the Declaration;

(i) To maintain, repair, replace and operate portions of the Condominium Property and Common Elements consistent with the obligations imposed upon or assumed by the Association for maintenance, repair, replacement and operation pursuant to the Declaration, these Articles, the Bylaws, or separate agreement, including without limitation the Stormwater Management System, in a manner consistent with all permits issued by the St. Johns River Water Management District and applicable rules of the St. Johns River Water Management District;

(j) To accept jurisdiction over, and the powers and duties imposed with respect to, any additional property which may become part of the Condominium Property or which may otherwise be subjected to the jurisdiction of the Association as provided in the Declaration. The Association shall accept as members all owners of property hereafter subjected to the jurisdiction of the Association as provided in the Declaration; and

(k) To sue and be sued and appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person.

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The foregoing enumeration of powers shall not limit or restrict in any manner the exercise of other and further rights and powers which may now or hereafter be allowed or permitted by law; and the powers specified in each of the paragraphs of this Section 4 are independent powers, not to be restricted by reference to or inference from the terms of any other paragraph or provisions of this Section 4.

5. **Members.**

5.1. The members of the Association shall consist of all Unit Owners, being the owners of the Condominium Parcels in PC Corner Land Condominium. No person holding any lien, mortgage or other encumbrance upon any Condominium Parcel shall by virtue of such lien, mortgage or other encumbrance be a member of the Association, except if such person acquires record title to a Condominium Parcel pursuant to foreclosure or any proceeding in lieu of foreclosure, in which cases such person shall be a member upon acquisition of record title to a Condominium Parcel.

5.2. Membership shall be acquired by recording in the Public Records of Flagler County, Florida, a deed or other instrument establishing record title to a Condominium Parcel in PC Corner Land Condominium. Upon such recordation, the Unit Owner designated by such deed or other such instrument shall become a member of the Association, and the membership of the prior Unit Owner shall thereby be terminated, provided, however, any person who owns more than one Condominium Parcel shall remain a member of the Association so long as record title is retained to any Condominium Parcel.

5.3. The share of a member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner except as an appurtenance to his Condominium Parcel,

5.4. The owner of record of each Unit in the Condominium, including Declarant, shall be entitled to the voting rights established for the Unit by the Declaration.

6. **Existence.**

6.1. The Association shall have perpetual existence. In the event of a permanent dissolution of the Association, the assets of the Association shall be conveyed to or dedicated to a similar non-profit corporation, association, trust or other organization to be devoted to purposes similar to those for which this Association was created, or distributed to the Association's members and/or their successors in interest.

6.2. Notwithstanding anything contained in the preceding grammatical paragraph to the contrary, in the event of termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the Stormwater Management System which are the Association's responsibility to maintain must be transferred to and accepted by an entity which meets the requirements of section 40C-42.027, Florida Administrative Code, and which is approved by the St. Johns River Water Management District prior to such termination, dissolution or liquidation.

7. **Incorporator; Initial Directors.**

7.1. **Incorporator.** The name and address of the Incorporator is as follows:

Courtney W. Gatesman

2227 S. Babcock St.
Melbourne FL 32901

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7.2. Initial Directors. The names and addresses of the persons who are appointed by the Members to act in the capacity of directors are:

Myles H. Wilkinson

2227 S. Babcock St.
Melbourne, FL 32901

Courtney W. Gatesman

2227 S. Babcock St.
Melbourne, FL 32901

Denyel Rosales

346 N. 11th St.
Flagler Beach, FL 32136

8. Board of Directors.

8.1. The affairs of the Association shall be managed by a board of directors (the "Board of Directors") of which there shall be not less than three (3) directors. The members of the Board of Directors (each a "Director" and, collectively, the "Directors") need not be members of the Association. Each member shall be responsible for appointing one (1) Director, except for Declarant, who shall appoint two (2) Directors for every Unit owned by Declarant during the time period from the effective date of these Articles until the Improvements have all received a certificate of occupancy from the applicable governmental agency, as provided for in the Bylaws of the Association (the "Declarant Control Period"). After the expiration of the Declarant Control Period, the Unit Owners at the next annual meeting at which time the Directors are being appointed shall mutually appoint the third Director.

8.2. Directors shall be appointed by the members at the annual meeting of the members of the Association or otherwise in the manner provided in the Bylaws of the Association. Except as otherwise provided in this Article 8 and in the Condominium Act, Directors shall serve until the next annual meeting of the members, or until replaced as provided in the Bylaws. Vacancies occurring on the Board of Directors shall be filled by the appointment of a replacement Director by the member who appointed the Director being replaced. Any Director appointed to fill a vacancy shall serve until the expiration of the term of the Director whose vacancy he was appointed to fill.

8.3. The procedure for the appointment of Directors shall be as provided in the Bylaws of the Association.

8.4. The initial Directors, who need not be members of the Association, shall be the persons identified in Article 7 above, and they shall serve as the Board of Directors of the Association until the appointment of their successors as contemplated by Paragraph 8.3 hereof.

9. Officers.

9.1. The Board of Directors shall, in accordance with the Bylaws, elect a President, Vice President, Secretary and Treasurer, all of whom shall serve at the pleasure of the Board of Directors. The Secretary may also act as Treasurer. There may also be such assistant treasurers and assistant secretaries as the Board of Directors may from time to time determine.

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10. **Bylaws.**

10.1. The original Bylaws of the Association shall be adopted by the initial Board of Directors; thereafter, amendment of said Bylaws shall be by the members in accordance with the provisions of said Bylaws.

11. **Indemnity and Insurance.**

11.1. Every Director and every officer of the Association shall be indemnified by the Association against all expenses or liabilities, including counsel fees and costs, reasonably incurred by or imposed upon him in connection with 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 at the time such expenses or liabilities are incurred, except in such cases wherein the Director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director may be entitled:

The Association shall have the power to purchase and maintain insurance on behalf of any person who is or was a Director or Officer of the Association, or is or was serving at the request of the Association as a Director or Officer of another association or organization, against any liability asserted against him and incurred by him in any such capacity, or arising out of his status as such, whether or not the Association would have the power to indemnify him against such liability under the provisions of these Bylaws.

12. **Amendments.**

12.1. Amendments to these Articles of Incorporation shall be proposed and adopted by the unanimous consent of the members of the Association.

12.2. A copy of each amendment shall be filed with the Secretary of State pursuant to the provisions of applicable Florida law, and a copy certified by the Secretary of State shall be recorded in the public records of Flagler County, Florida.

12.3. **Amendments to Stormwater Management System.** Any amendment of or to these Articles which alters any provision related to the Stormwater Management System, including any Common Elements or portions thereof used for stormwater management purposes, must have the prior approval of the Agency.

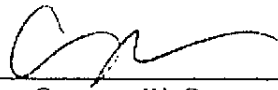
13. **Principal Office.**

13.1. The principal office of the Association shall be located at 2227 S. Babcock St., Melbourne FL 32901, but the Association may maintain offices and transact business in such other places within Flagler County, and the State of Florida as may from time to time be designated by the Board of Directors. However, the official records of the Association shall be maintained within the State of Florida. The records of the Association shall be made available to a Unit Owner within ten (10) working days after receipt of written request by the Board of Directors or its designee. Compliance with this requirement may be achieved by having a copy of the official records of the Association available for inspection or copying on the condominium property. The official registered agent for service of process at such address shall initially be Courtney W. Gatesman until such time as replaced by the Association.

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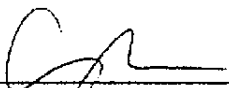
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 17 day of October, 2024.



Courtney W. Gatesman

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned, having been named to serve as Registered Agent for Service of Process on behalf of the Association above referenced, hereby accepts such designation and agrees to serve until further notice.



Courtney W. Gatesman

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