

# N96000002261

## TRANSMITTAL LETTER

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

7000017515337  
04/25/96--01104--010  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

SUBJECT: SOUTH WALTON THREE ARTS ALLIANCE, 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  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy

FROM: Johnnie Riley WHITE  
Name (Printed or typed)

1401 E. NURSERY ROAD  
Address

SANTA ROSA BEACH, FL 32459  
City, State & Zip

(904) 267-2044  
Daytime Telephone number

DIVISION OF CORPORATIONS

DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

95 APR 25 PM 3:05

FILED

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

will  
wait

SAB  
4/25/96

## ARTICLES OF INCORPORATION

FILED

96 APR 25 PM 3:05

The undersigned, acting as incorporator of a corporation pursuant to chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

### ARTICLE I.

#### Name

The name of this corporation is South Walton Three Arts Alliance, Inc.

### ARTICLE II.

#### Principal place of business and mailing address

The address of the office is 1401 East Nursery Road, Santa Rosa Beach, Florida 32459 and the mailing address is P. O. Box 2042, Santa Rosa Beach, Florida 32459.

### ARTICLE III.

#### Purposes

The purpose is to engage in any and all not-for-profit activities permitted under the laws of the United States of America and the State of Florida. Specific activities or purposes are as follows:

a. To act in all respects as an exempt, not-for-profit corporation pursuant to the Internal Revenue Code, Title 26, United States Code, Section 501(c)(3) as a corporation organized and operated exclusively for performing, literary, visual, charitable and/or educational purposes with no part of any net earnings inuring to the benefit of any private member or individual, with no substantial part of the activities to be propaganda or otherwise attempting to influence legislation other than as may be allowed pursuant to the Internal Revenue Code, Title 26, United States Code, Section 501 (c) and with no participation in or intervention in any political campaign on behalf of any candidate for public office.

b. To create, conduct and maintain performing, literary, visual, educational or charitable activities pertaining to these arts within South Walton County in general.

c. To receive, solicit, control and manage funds, properties or other gifts to the corporation for the purposes of engaging in performing, literary, visual, educational or charitable activities including, but not limited to, the awarding of scholarships in these arts disciplines.

d. To engage in any other such lawful purpose or purposes allowed tax exempt corporations pursuant to the Internal Revenue Code, Title 26, United States Code, Section 501 et seq.

### ARTICLE IV.

#### Manner of election of Directors

The manner in which the directors are elected is stated in Article V., Section 5, of the Bylaws of the Corporation.

**ARTICLE V.**

**Initial registered agent and street address**

The name and address of the initial registered agent and office of this corporation is as follows:

Johnnie Riley White  
1401 East Nursery Road  
Santa Rosa Beach, Florida 32459

The principal mailing address is: P. O. Box 2042, Santa Rosa Beach, Florida 32459.

**ARTICLE VI.**

**Incorporators**

The names and the street addresses of the incorporators for these articles of incorporation are:

Carol McCrite  
654 Eden Drive  
Santa Rosa Beach, FL 32459

Johnnie Riley White  
1401 East Nursery Road  
Santa Rosa Beach, FL 32459

Wanda Ruffin  
192 Cypress Street  
Cassine Gardens  
Sengrove Beach, FL 32459

Karen Schansman  
24 Bramble Grove Place  
Santa Rosa Beach, FL 32459

Marilyn Schroer  
114 Bayou Drive  
Ft. Walton Beach, FL 32547

Lyn Stafford  
73B Chivas Lane  
Santa Rosa Beach, FL 32459

Julia B. Housekeeper  
RD #3 Box 4106  
Vergennes, VT 05491

**ARTICLE VII.**

**Transferability of membership**

The membership in the corporation is non-transferrable

**ARTICLE VIII.**

**Effective date of incorporation**

The effective date of incorporation is April 25, 1996.

**ARTICLE IX.**

**Amendment of Articles of Incorporation**

This reserves the right to amend or repeal any provisions contained in the articles of incorporation or any amendment hereto, and any right conferred upon the members is subject to this reservation.

**ARTICLE X.**

**Bylaws**

The corporation shall be governed by bylaws adopted by the members.

The undersigned incorporator has executed these Articles of Incorporation this 23rd day of April, 1996.

Signature of Incorporator:

*Johnnie Riley White*

Johnnie Riley White

Typed name of incorporator signing

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

South WALTON THREE ARTS ALLIANCE  
(must include suffix)

2. The name and address of the registered agent and office is:

Johnnie Riley White  
(NAME)

1401 E. NURSERY ROAD  
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

SANTA ROSA BEACH, FL 32459  
(CITY/STATE/ZIP)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96 APR 25 PM 3:05

FILED

*Having been named as registered agent and to accept service of process for the above stated 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.*

Johnnie Riley White  
(SIGNATURE)

April 23, 1996  
(DATE)

1201 HAYS STREET  
TALLAHASSEE, FL 32301-2607  
904-222-0071  
904-222-0101 FAX

800-342-8086

**N960000002226**

**CSC networks**  
PROFESSIONAL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 064741 4319562

AUTHORIZATION :

*Patricia Pizutto*

COST LIMIT : \$ 87.50

ORDER DATE : August 26, 1996

ORDER TIME : 8:22 AM

ORDER NO. : 064741

CUSTOMER NO: 4319562

700001931587

CUSTOMER: Ms. Janet English  
Lennar Corporation  
4th Floor  
700 N.W. 107th Avenue  
Miami, FL 33172

DOMESTIC AMENDMENT FILING

NAME: THATCHER'S LANDING CONDOMINIUM  
NO.9 ASSOCIATION, INC.

EFFECTIVE DATE:

☒ ARTICLES OF AMENDMENT  
☐ RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY  
☐ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Clint Fuhrman

EXAMINER'S INITIALS:

RECEIVED  
96 AUG 26 AM 10:05  
DIVISION OF CORPORATION

FILED  
96 AUG 26 PM 12:24  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

*8/26*  
*[Signature]*  
*CC*

AMENDMENT TO ARTICLES OF INCORPORATION

OF

THATCHER'S LANDING CONDOMINIUM NO. 9 ASSOCIATION, INC.

FILED  
96 AUG 26 PM 12:24  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned, President and Secretary of THATCHER'S LANDING CONDOMINIUM NO. 9 ASSOCIATION, INC., a Florida corporation not-for-profit (hereinafter referred to as "Corporation"), do hereby certify that the following amendment to the Articles of Incorporation of Thatcher's Landing Condominium No. 9 Association, Inc. ("Articles") was duly proposed, approved and adopted by the Board of Directors of the Corporation and by a unanimous vote of the members of the Association at a Special Meeting thereof, held on July 23<sup>rd</sup>, 1996 at 700 N.W. 107 Avenue, Miami, Florida:

Article XI, Section 1 of the Articles is hereby amended to correct a typographical error, and shall read in its entirety as follows:

11.1 Indemnity: The Association shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or contemplated action suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he is or was a Director, employee, officer or agent of the Association, against expenses including attorneys' fees and appellate attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceedings, if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interest of the Association, and, with respect to any criminal action or proceeding, has no reasonable cause to believe his conduct was unlawful, except that no indemnification shall be made in respect of any claim, issue or matter as to which such person shall have adjudged to be liable for gross negligence or misfeasance or malfeasance in the performance of his duty to the Association, unless and only to the extent that the court in which such action or suit was brought shall determine upon application that despite the adjudication of liability, but in view of all of the circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses which such court shall deem proper. The termination of any action, suit or proceeding by judgment, order, settlement, conviction or upon a plea of nolo contendere or its equivalent shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he reasonably believed to be in or not opposed to the best interest of the Association, and with respect to any criminal action or proceeding, had reasonable cause to believe that his conduct was unlawful.

By: Tracy Allibone  
Tracy Allibone, President  
Attest: Andrea Brackin  
Andrea Brackin, Secretary

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 23 day of July, 1996 by Tracy Allibone and Andrea Brackin, President and Secretary, respectively, of Thatcher's Landing Condominium No. 9 Association, Inc.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 23 day of July, 1996.

Sandra L. Monroe  
Notary Public, State of Florida



# N96000002261

Requestor's Name  
1901 E. Murray Road  
Address  
South Ross Ranch #1 32457  
City/State/Zip Phone #  
904-261-2044

RECEIVED  
96 AUG 14 AM 8:08  
DIVISION OF CORPORATION

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. South Walton Shores Home Alliance Inc  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

FILED  
96 AUG 27 PM 4:09  
SECRET  
TALLAHASSEE, FLORIDA

- ☒ Walk in ☐ Pick up time \_\_\_\_\_ ☐ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

2/21/96  
D26

Examiner's Initials



**ARTICLES OF AMENDMENT**  
**to**  
**ARTICLES OF INCORPORATION**  
**of**

FILED  
96 AUG 27 PM 4:09  
SECRET  
FALLA  
DATE  
1996

SOUTH WALTON THREE ARTS ALLIANCE, INC.

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

**FIRST:** Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

Original Articles of Incorporation have been amended as follows:

- (1) Article III, Purposes, section (e.) (new section providing for limitation of activities permitted by an organization exempt from Federal income tax under 501(c)(3) of the I. R. S. Code.)
- (2) Article III, section (f.) (new section providing for distribution of assets upon dissolution of corporation per I.R.S. Code.)

Complete Amended Articles are attached.

**SECOND:** The date of adoption of the amendment(s) was: August 5, 1996

**THIRD:** Adoption of Amendment (CHECK ONE)

- ☐ The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- ☒ There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.

SOUTH WALTON THREE ARTS ALLIANCE, INC.  
Corporation Name

Johnnie Riley-White  
Signature of Chairman, Vice Chairman, President or other officer

Johnnie Riley-White  
Typed or printed name

President

August 19, 1996

Title

Date

**AMENDED  
ARTICLES OF INCORPORATION**

The undersigned, acting as incorporator of a corporation pursuant to chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

**ARTICLE I.**

**Name**

The name of this corporation is South Walton Three Arts Alliance, Inc.

**ARTICLE II.**

**Principal place of business and mailing address**

The address of the office is 1401 East Nursery Road, Santa Rosa Beach, Florida 32459 and the mailing address is P. O. Box 2042, Santa Rosa Beach, Florida 32459.

**ARTICLE III.**

**Purposes**

The purpose is to engage in any and all not-for-profit activities permitted under the laws of the United States of America and the State of Florida. Specific activities or purposes are as follows:

a. To act in all respects as an exempt, not-for-profit corporation pursuant to the Internal Revenue Code, Title 26, United States Code, Section 501(c)(3) as a corporation organized and operated exclusively for performing, literary, visual, charitable and/or educational purposes with no part of any net earnings enuring to the benefit of any private member or individual, with no substantial part of the activities to be propaganda or otherwise attempting to influence legislation other than as may be allowed pursuant to the Internal Revenue Code, Title 26, United States Code, Section 501 (c) and with no participation in or intervention in any political campaign on behalf of any candidate for public office.

b. To create, conduct and maintain performing, literary, visual, educational or charitable activities pertaining to these arts within South Walton County in general.

c. To receive, solicit, control and manage funds, properties or other gifts to the corporation for the purposes of engaging in performing, literary, visual, educational or charitable activities including, but not limited to, the awarding of scholarships in these arts disciplines.

d. To engage in any other such lawful purpose or purposes allowed tax exempt corporations pursuant to the Internal Revenue Code, Title 26, United States Code, Section 501 et seq.

e. Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

f Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

#### **ARTICLE IV.**

##### **Manner of election of Directors**

The manner in which the directors are elected is stated in Article V., Section 5. of the Bylaws of the Corporation.

#### **ARTICLE V.**

##### **Initial registered agent and street address**

The name and address of the initial registered agent and office of this corporation is as follows:

Johnnie Riley White  
1401 East Nursery Road  
Santa Rosa Beach, Florida 32459

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#### **ARTICLE VI.**

##### **Incorporators**

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Santa Rosa Beach, FL 32459

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Wanda Ruffin  
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Seagrove Beach, FL 32459

Karen Schansman  
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Santa Rosa Beach, FL 32459

Marilyn Schroer  
114 Bayou Drive  
Ft. Walton Beach, FL 32547

Lyn Stafford  
73B Chivas Lane  
Santa Rosa Beach, FL 32459

Julia B. Housekeeper  
RD #3 Box 4106  
Vergennes, VT 05491

**ARTICLE VII.**

**Transferability of membership**

The membership in the corporation is non-transferrable

**ARTICLE VIII.**

**Effective date of incorporation**

The effective date of incorporation is April 25, 1996.

**ARTICLE IX.**

**Amendment of Articles of Incorporation**

This reserves the right to amend or repeal any provisions contained in the articles of incorporation or any amendment hereto, and any right conferred upon the members is subject to this reservation.

**ARTICLE X.**

**Bylaws**

The corporation shall be governed by bylaws adopted by the members.

The undersigned incorporator has executed these Articles of Incorporation this 23rd day of April, 1996.

Signature of Incorporator

\_\_\_\_\_

\_\_\_\_\_  
Typed name of incorporator signing

The undersigned incorporator has executed these amended Articles of Incorporation this 21st day of August, 1996.

Signature of Incorporator

*Johnnie Riley-White*

Johnnie Riley-White  
Typed name of incorporator signing