

N 9600000 3214

CAPITAL CONNECTION, INC.

417-E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service _____ Two Day Service _____

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: Spa Dunes Estates
Owners' Association Inc

C.C. FEE. DISBURSED

☒ Capital Express™
☐ Art. of Inc. File _____
☐ Corp. Record Search _____
☐ Ltd. Partnership File _____
☐ Foreign Corp. File _____
☒ () Cert. Copy(s) _____

☐ Art. of Amend. File _____
☐ Dissolution/Withdrawal _____
☐ C U S- _____
☐ Fictitious Name File _____

☐ Name Reservation _____
☐ Annual Report/Reinstatement _____
☐ Reg. Agent Service _____
☐ Document Filing _____

☐ Corporate Kit _____
☐ Vehicle Search _____
☐ Driving Record _____
☐ Document Retrieval _____

☐ UCC 1 or 3 File _____
☐ UCC 11 Search _____
☐ UCC 11 Retrieval _____
☐ File No.'s, _____ Copies _____

☐ Courier Service _____
☐ Shipping/Handling _____
☐ Phone () _____
☐ Top Priority _____
☐ Express Mail Prep. _____
☐ FAX () _____ pgs. _____

SUBTOTALS _____

FEE.....	\$	15
DISBURSED.....	\$	
SURCHARGE.....	\$	10
TAX on corporate supplies.....	\$	10
SUBTOTAL.....	\$	35
PREPAID.....	\$	
BALANCE DUE.....	\$	35

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

W96-12797
 610

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	6/14		
TIME	2:00		CK No.
BY	71		

WALK-IN
 Will Pick Up _____



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 14, 1996

CAPITAL CONNECTION, INC.
PO BOX 10349
TALLAHASSEE, FL 32302

SUBJECT: SEA DUNES ESTATES OWNERS' ASSOCIATION, INC.
Ref. Number: W96000012797

We have received your document for SEA DUNES ESTATES OWNERS' ASSOCIATION, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

A post office box is not an acceptable address for the registered agent.

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 (904) 487-6926.

Sheldon Bream
Document Specialist

Letter Number: 996A00029803

ARTICLES OF INCORPORATION
OF
SEA DUNES ESTATES OWNERS' ASSOCIATION, INC.
A Corporation Not for Profit

FILED
95 JUL 14 1975

The undersigned, in order to form a not-for-profit corporation for the purposes hereinafter stated, under and pursuant to the laws of the State of Florida, hereby subscribe to these Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is: Sea Dunes Estates Owners' Association, Inc., and its initial address is P.O. Box 235, Fort ^{504 Monrey Rd / 32547} Walton Beach, Florida 32549.

ARTICLE II. PURPOSE

This Corporation does not contemplate pecuniary gain or profit to the members thereof, and the purpose for which it is formed is to provide an entity for the operation of a homeowners' association, hereinafter referred to as the "Association."

ARTICLE III. TERMS OF EXISTENCE

The Association is to commence its existence on the date and at the time of filing these Articles of Incorporation with the Secretary of State, State of Florida, and shall exist perpetually

thereafter unless dissolved sooner according to law.

ARTICLE IV. MEMBERSHIP

The Developer and every person or entity who is a record Owner of a fee or undivided fee interest in any Lot shall be a member of the Association; provided, however, that any such person or entity who holds such interest merely as security for the performance of an obligation shall not be a member of the Association.

Each owner designed in a deed or other instrument establishing title to a Lot in Sea Dunes Estates and duly recorded in the Public Records of Walton County, Florida, shall automatically become a member upon delivery to the Association of a copy of such instrument and receipt of acknowledgement of said delivery signed by the President or Secretary-Treasurer.

ARTICLE V. VOTING RIGHTS

The Association initially shall have two classes of voting membership:

Class A. Class A Members shall be all those record owners, whether one or more persons or entities, of the fee simple title to any Lot situated upon the Properties, with the exception of the Developer (as long as the Class B Membership shall exist, and, thereafter, the Developer shall be a Class A Member to the extent it would otherwise qualify). Except as

provided below, Class A Members shall be entitled to one (1) vote for each Lot in which they hold the interests required for membership. When more than one person holds such interest or interests in any Lot, all such persons shall be members, and the vote for such shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any such Lot.

Class B. The Class B Member shall be the Developer. The Class B. Member shall be entitled to one (1) vote, plus two (2) votes for each vote entitled to be cast in the aggregate at any time and from time to time by the Class A Members. The Class B membership shall cease and terminate one (1) year after the last Lot within the Properties has been sold and conveyed by the Developer, or sooner at the election of the Developer (whereupon the Class A Members shall be obligated to elect the Board and assume control of the Association).

When reference is made herein, or in the Declaration, Bylaws, rules and regulations, management contracts or otherwise, to a majority or specific percentage of Members, such reference shall be deemed to be reference to a majority or specific percentage of the votes of members, and not of the members themselves.

For so long as the Developer holds a Lot for sale in the subdivision, the Developer shall be entitled to elect one

member of the Board of Directors.

ARTICLE VI. INITIAL ADDRESS

The address, in this state of the initial registered office of the Association, is *C/O Briarwood Builders 110 DAVID ST. Ft Walton Beach, FL 32548* and its initial registered agent is Mr. Wayne T. Boyette.

ARTICLE VII. NUMBER OF DIRECTORS

The Board of Directors shall consist of not fewer than three (3) directors, who need not be members of the Association. The number of directors may be changed by amendment of the Bylaws of the Association. The names and addresses of the initial Directors of this Association are as follows:

Name	Address
C. Wayne Jones	Rt 1, Box 76-A, Freeport, Florida 32549
Wayne T. Boyette	Post Office Box 2095 Fort Walton Beach, Florida 32549
Willa Hertwig	5281 East C-30A Seagrove Beach, Florida 32459

ARTICLE VIII. AMENDMENTS

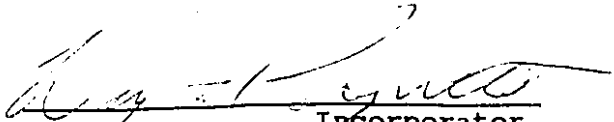
Articles of Incorporation

Page 5

Amendments of these Articles shall require the assent of not less than two-thirds (2/3) of the vote of the members.

THE UNDERSIGNED INCORPORATOR, being the original subscriber to these Articles of Incorporation for the purpose of forming an Association Not for Profit, and to conduct permitted activities within and without the State of Florida, does hereby make, subscribe, acknowledge and file these Articles of Incorporation, hereby declaring and certifying that the facts contained herein are true.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 13th day of June, 1994.


_____, Incorporator

Articles of Incorporation

STATE OF FLORIDA
DEPARTMENT OF STATE

FILED
96 JUN 11 Page 6 11

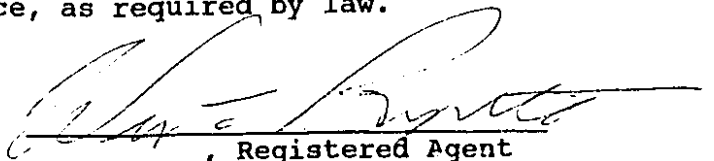
Certificate designating place of business or domicile for the service of process within this State, naming agent upon whom process may be served.

The following is submitted, in compliance with Chapter 617.023 Florida Statutes:

Sea Dunes Estates Owners' Association, Inc., a Corporation organizing under the laws of the State of Florida, with its principal offices at 504 Mooney Road, Fort Walton Beach, FL 32547 ~~at 506 Highway 98 East, Destin, Florida 32541,~~ has named Mr. Wayne Boyette as said address as its agent to accept service of process within this state.

A C C E P T A N C E

I agree as Registered Agent to accept service of process; to keep my office open during prescribed hours; and to post my name in some conspicuous place in my office, as required by law.


_____, Registered Agent