

N9600000H1R

DESTIN DEVELOPMENT COMPANY, INC.

June 25, 1996

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-07/01/96--01012--010  
+++122.50 +++122.50

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

Enclosed please find an original and one copy of the Articles of Incorporation for Destin Restaurant Association, Inc. and a check in the amount of \$122.50 for filing documents.

Once you have filed said documents, please forward a copy to my attention: Deborah Spencer, Post Office Box 99, Destin, FL 32540.

If you have any questions, please give me a call.

Sincerely,

*Deborah Spencer*  
Deborah Spencer

ds

Enclosures as stated

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626 7/2/96  
15  
W96-13944



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

July 2, 1996

DEBORAH SPENCER  
110-B PALMETTO AVENUE  
DESTIN, FL 32541

SUBJECT: DESTIN RESTAURANT ASSOCIATION INC.  
Ref. Number: W96000013944

We have received your document for DESTIN RESTAURANT ASSOCIATION INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation. A statement making reference to the bylaws is acceptable.

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) 487-6878.

Terri Buckley  
Corporate Specialist

Letter Number: 996A00032578

**ARTICLES OF INCORPORATION  
OF  
DESTIN RESTAURANT ASSOCIATION, INC.  
A  
Corporation Not for Profit**

**ARTICLE I. NAME**

The name of the corporation is: DESTIN RESTAURANT ASSOCIATION, INC.

**ARTICLE II. DURATION**

This corporation possesses perpetual existence.

**ARTICLE III. PURPOSES AND POWERS**

This corporation shall act on behalf of the best interest of all persons or entities engaged in the restaurant business in the City of Destin and South Walton County, Florida. It's primary purpose is to provide a clearing house for information relative to all issues and matters involving or affecting entities engaged in the restaurant business and their employees. The corporation will educate the public and governments through publications as well as public discussion groups, forums, panels, advertising, lectures and other programs.

The corporation shall have the power to exercise any other powers permitted by the Florida Corporate Law.

**ARTICLE IV. QUALIFICATIONS FOR MEMBERS**

The corporation shall regulate the qualifications for membership through its By-Laws.

**ARTICLE V. REGISTERED AGENTS**

The street address of the initial registered office and name of the registered agent of this corporation are: James W. Grimsley, 25 Walter Martin Road, NE, Fort Walton Beach, Florida 32548. The principal address shall be the same as above.

**ARTICLE VII. BOARD OF DIRECTORS**

This corporation shall have 3 directors initially. The names, street addresses and mailing addresses of the initial directors of the corporation are: Richard W. Hicks, 110 B Palmetto, Destin, FL 32541, P O Box 99, Destin, FL 32540; Robert A. Bonezzi, 110 B Palmetto, Destin, FL 32541, P O Box 99, Destin, FL 32540; Chuck Highers, 110 B Palmetto, Destin, FL 32541, P O Box 99, Destin, FL 32540

The method of the election or appointment of Directors is stated in the By-Laws of the Corporation.

## ARTICLE VIII. CERTIFICATES OF MEMBERSHIP

The corporation is organized on a non-stock basis. Membership in the corporation shall be evidenced by a certificate of membership.

## ARTICLE IX. AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the members is subject to this reservation.

## ARTICLE X. EARNINGS.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof.

## ARTICLE XI. DISSOLUTION

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 disposed of shall be disposed of by the Circuit Court 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.

IN WITNESS WHEREOF the undersigned subscribers have executed the Articles of Incorporation on this 25 day of June, 1996.

Richard W. Hicks Richard W. Hicks (Seal)  
MMW MMW (Seal)  
MMW X MMW (Seal)

STATE OF FLORIDA  
COUNTY OF OKALOOSA

Before me, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared Richard W. Hicks, Robert A. Boney, and Chuck Higgins, who are

☒ personally known to me; or  
☒ who produced \_\_\_\_\_ as identification,

and who did take an oath, and known by me to be the persons who executed the foregoing Articles of Incorporation and said persons acknowledged before me that they executed those Articles of Incorporation for the uses and purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and County aforesaid this 25 day of ~~March~~ June, 1996.

Commission No.  
My Commission Expires:

Prepared by:  
JAMES W. GRIMSLEY  
Smith, Grimsley, Bauman, Pinkerton,  
Petermann, Saxer & Wells  
P.O. Box 2379  
Fort Walton Beach, FL 32549  
(904-243-8194)

Deborah E. Spencer  
Notary Public  
Typed Name Deborah E. Spencer  
Deborah E. Spencer

**DEBORAH E. SPENCER**  
Notary Public-State of Florida  
My Comm. Expires June 8, 1997  
No. CC293198

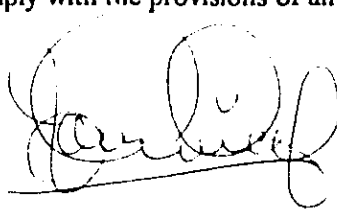
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Notary Public-State of Florida  
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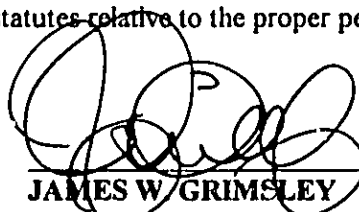
Certificate Designating Place of Business or Domicile for the Service of Process Within this State,  
Naming Agent upon Whom Process May be Served:

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in  
compliance with said Act:

FIRST: That **DESTIN RESTAURANT ASSOCIATION, INC.**, a corporation  
duly organized and existing under the laws of the State of Florida with its principal office as  
indicated in the Articles of Incorporation at Fort Walton Beach, Florida, has named **JAMES W.  
GRIMSLEY, 25 Walter Martin Road, N.E., Fort Walton Beach, Florida, 32548**, as its agent  
to accept service of process for the above-named corporation at the place designated in this  
Certificate.

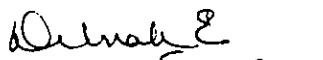
SECOND: Having been named to accept service of process for the above-named  
corporation at the place designated in this Certificate, I hereby agree to act in this capacity and I  
further agree to comply with the provisions of all statutes relative to the proper performance of  
my duties.

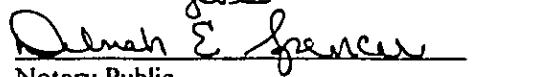


  
**JAMES W. GRIMSLEY**  
Registered Agent

STATE OF FLORIDA  
COUNTY OF OKALOOSA

Sworn to and subscribed before me by **JAMES W. GRIMSLEY** who is  
personally known to me and who did take an oath, this 25 day of ~~March~~ <sup>June</sup>, 1996.

  
Spencer

  
Notary Public  
Typed Name: Deborah E. Spencer

Commission No.

My Commission Expires:  
ddco/restaurant.laoi

**DEBORAH E. SPENCER**  
Notary Public-State of Florida  
My Comm. Expires June 8, 1997  
No. CC293193

**DEBORAH E. SPENCER**  
Notary Public-State of Florida  
My Comm. Expires June 8, 1997  
No. CC293198