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A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

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May 20, 1998

*BOARD CERTIFIED CRIMINAL TRIAL LAWYER
**ALSO ADMITTED IN ALABAMA AND WYOMING

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-05/21/98--01030--004
*****122.50 *****122.50

Re: Saras Commercial Condominium Association, Inc.

To Whom It May Concern:

Enclosed please find the original Articles of Incorporation of Saras Commercial Condominium Association, Inc., to be filed, along with check number 3997 in the amount of \$122.50 as the filing fee.

I have also enclosed a copy of the Articles of Incorporation to be file stamped and returned to me in the enclosed pre-addressed envelope.

Thank you for your assistance in this matter. I am

Very truly yours,

James W. Grimsley

JWG/ks

Enclosures as stated

corporations/secretary saras

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 MAY 21 AM 9:47

FILED

Jim Grimsley GAVE

AUTHORIZATION BY PHONE TO

CORRECT Corp name wrong in articles

DATE 5-26-98

DOC. EXAM. CB

CB
5-26-98
17

FILED
MAY 21 AM 9:47
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
SARAS COMMERCIAL CONDOMINIUM OWNERS ASSOCIATION, INC.

Article I - Name

OWNERS The name of this corporation is SARAS COMMERCIAL CONDOMINIUM ASSOCIATION, INC., hereinafter called "Association".

Article II - Purpose

This corporation is organized for the purpose of providing an entity pursuant to Chapter 718.111, Florida Statutes, for the operation of SARAS, a Commercial Condominium, located on the following lands in Okaloosa County, Florida, to wit:

SEE EXHIBIT "A" ATTACHED HERETO

Articles III - Members

1. The member of the association shall consist of all of the record owners of commercial condominium units within SARAS, a Commercial Condominium.
2. Change of membership in the association shall be established by the recording in the Public Records of Okaloosa County, Florida, of a condominium warranty deed or other instrument establishing a record ownership to a unit in the condominium, and delivery of a copy of said deed to the association at its office or post office box.
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 appurtenance to his unit.
4. The members of the association shall be entitled to one vote for each unit owned by them. The exact manner of exercising voting rights shall be determined by the By-Laws of the association.

Article IV - Term

The term of the association shall be the life of the condominium, unless the association is terminated by the termination of the condominium in accordance with the provisions of the Declaration.

Article V - Subscribers

The names and addresses of the subscribers of these Articles of Incorporation are as follows:

Saras Taveprungsenukul
137 Eglin Parkway, SE
Fort Walton Beach, Florida 32548

James W. Grimsley
25 Walter Martin Road N.E.
Fort Walton Beach, FL 32548

Richard A. Helton
365 Echo Circle
Fort Walton Beach, Florida 32548

Article VI - Directors

1. The affairs of the association will be managed by a board consisting of the number of directors as shall be determined by the By-Laws, but not less than three (3) directors, and in the absence of such determination shall consist of three (3) directors.

2. Directors of the association shall be elected at the annual meeting of the members in the manner determined by the By-Laws. Directors may be removed and vacancies on the board of directors shall be filled in the manner provided by the By-Laws.

3. When unit owners other than the developer own 15% or more of the units within the condominium, the unit owners other than the developer, shall be entitled to elect not less than 1/3 of the members of the board of directors of the association. Apartment owners other than the developer shall be entitled to elect not less than a majority of the members of the board of directors of the association three years after sales by the developer have been closed on 50% of the units within the condominium, within three months after sales have been closed by the developer on 90% of the units within the condominium, or when all of the units have been completed, some of them have been sold and none of the others are being offered for sale by the developer in the ordinary course of business, whichever of the foregoing events shall first occur. The developer shall be entitled to elect not less than one member of the board of directors of the association as long as the developer holds for sale in the ordinary course of business, 5% of the units within the condominium. Within 75 days after the unit owners other than the developer are entitled to elect a member or members of the board of directors of the association, the association shall call and give not less than 60 days' written notice of the meeting of the unit owners for this purpose. Such meeting may be called and notice given by any unit owner if the association fails to do so.

4. The names and addresses of the members of the first board of directors who shall hold office until their successors are elected and have qualified or until removed are as follows:

Saras Taveprungsenukul
137 Eglon Parkway, SE
Fort Walton Beach, Florida 32548

James W. Grimsley
25 Walter Martin Road N.E.
Fort Walton Beach, FL 32548

Richard A. Helton
365 Echo Circle
Fort Walton Beach, Florida 32548

Article VII - Officers

The affairs of the association shall be administered by the officers elected by the board of directors at its first meeting following the annual meeting of the members of the association, which officers 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 as follows:

PRESIDENT

Saras Taveprungsenukul
137 Eglin Parkway, SE
Fort Walton Beach, Florida 32548

VICE PRESIDENT

James W. Grimsley
25 Walter Martin Road, N.E.
Fort Walton Beach, FL 32548

SECRETARY/TREASURER

Richard A. Helton
365 Echo Circle
Fort Walton Beach, Florida 32548

Article VIII - By-Laws

The first By-Laws of the association shall be adopted by the board of directors and may be altered, amended or rescinded in the manner provided by the By-Laws.

Article IX - Amendments

Amendments to the Articles of Incorporation shall be proposed and adopted in the following manner:

1. 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.
2. A resolution approving a proposed amendment may be proposed by either the board of directors or by the members of the association. Directors and members not present in person or by proxy at the meetings considering the amendment may express their approval in writing, providing such approval is delivered to the secretary at or prior to the meeting.
3. Approval of an amendment must be by not less than 75% of the entire membership of the board of directors or by not less than 80% of the votes of the entire membership of the association.
4. No amendments shall make any changes in the qualifications for membership nor the voting rights of members.
5. A copy of each amendment shall be certified by the Secretary of State and recorded in the Public Records of Walton County, Florida.

Article X - Registered Agent

The association has named James W. Grimsley whose address is 25 Walter Martin Road, NE, Fort Walton Beach, Florida 32548, as

its agent to accept service of process within the State. That individual and that office address shall be the registered agent and registered office, respectively.

IN WITNESS WHEREOF, the subscribers have hereunto affixed their signatures this 18th day of May, 1998.

Witnesses:

Beverly M. Edwards
Typed Name: Beverly M. Edwards

Melissa M. Osborne
Typed Name: Melissa M. Osborne

Kelvin C. Wells
Typed Name: Kelvin C. Wells

Melissa M. Osborne
Typed Name: Melissa M. Osborne

James W. Grimsley
Typed Name: James W. Grimsley

Melissa M. Osborne
Typed Name: Melissa M. Osborne

SARAS TAVEPRUNGSENUKUL (Seal)

James W. Grimsley (Seal)

RICHARD A. HELTON (Seal)

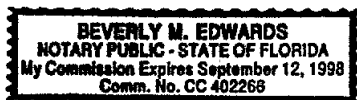
STATE OF FLORIDA
COUNTY OF OKALOOSA

BEFORE ME, the undersigned notary public, personally appeared Saras Taveprungsenukul, who is

☒ Personally known to me; or who
☐ Produced _____ as identification

and who acknowledged before me that he executed the foregoing instrument for the uses and purposes therein stated in the County and State last aforesaid.

Witness my hand and official seal this 14th day of May, 1998.



Beverly M. Edwards (Seal)
Notary Public()
Typed Name:
My Commission Expires:
Commission #:

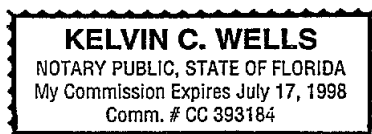
STATE OF FLORIDA
COUNTY OF OKALOOSA

BEFORE ME, the undersigned notary public, personally appeared James W. Grimsley who is

☐ Personally known to me; or who
☐ Produced _____ as identification

and who acknowledged before me that she executed the foregoing instrument for the uses and purposes therein stated in the County and State last aforesaid.

Witness my hand and official seal this 18th day of May, 1998.



Kelvin C. Wells (Seal)
Notary Public
Typed Name:
My Commission Expires:
Commission #:

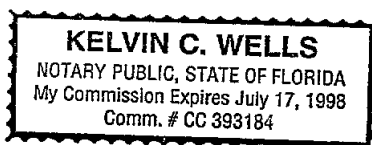
STATE OF FLORIDA
COUNTY OF OKALOOSA

BEFORE ME, the undersigned notary public, personally appeared Richard A. Helton, who is

☒ Personally known to me; or who
☐ Produced _____ as identification

and who acknowledged before me that he executed the foregoing instrument for the uses and purposes therein stated in the County and State last aforesaid.

Witness my hand and official seal this 18 day of May, 1998.



Kelvin C. Wells (Seal)
Notary Public
Typed Name:
My Commission Expires:
Commission #:

A PARCEL OF LAND IN SECTION 13, TOWNSHIP 2 SOUTH, RANGE 24 WEST IN OKALOOSA COUNTY, FLORIDA DESCRIBED AS LOTS 494, 495, 496, 497, 498, AND 499 LYING EAST OF FERRY AVENUE, OCEAN CITY SUBDIVISION, AN UNRECORDED RESUBDIVISION OF PLAT BOOK 2, PAGE 28A, OKALOOSA COUNTY, AND MORE PARTICULARLY DESCRIBED AS COMMENCING AT THE SOUTHWEST CORNER OF THE SOUTHEAST 1/4 OF SAID SECTION 13; THENCE SOUTH 88° 33' 38" EAST ALONG THE SOUTH LINE OF SAID SOUTHEAST 1/4, A DISTANCE OF 201.87 FEET; THENCE DEPARTING SAID SOUTH LINE, NORTH 00° 49' 05" EAST, 85.05 FEET TO THE POINT OF BEGINNING, SAID POINT BEING ON THE NORTH RIGHT-OF-WAY LINE OF FIRST STREET (R/W VARIES); THENCE NORTH 01° 49' 05" EAST ALONG THE EAST RIGHT-OF-WAY LINE OF FERRY AVENUE (52' R/W), A DISTANCE OF 86.95 FEET TO THE SOUTHERLY RIGHT-OF-WAY LINE OF SAID FERRY AVENUE (60' R/W); THENCE ALONG SAID SOUTHERLY RIGHT-OF-WAY LINE, 296.35 FEET ALONG THE ARC OF A CURVE, CONCAVE NORTHWESTERLY, HAVING A RADIUS OF 3410.43 FEET, A CENTRAL ANGLE OF 04° 58' 44", AND A CHORD BEARING NORTH 50° 32' 33" EAST, 296.26 FEET; THENCE DEPARTING SAID SOUTHERLY LINE, SOUTH 00° 41' 31" WEST, 275.97 FEET TO SAID NORTH RIGHT-OF-WAY LINE OF FIRST STREET; THENCE ALONG SAID NORTH LINE, NORTH 89° 48' 44" WEST, 226.65 FEET TO THE POINT OF BEGINNING, CONTAINING 0.928 ACRES, MORE OR LESS, ALL LYING AND BEING IN SECTION 13, TOWNSHIP 2 SOUTH, RANGE 24 WEST, FORT WALTON BEACH, OKALOOSA COUNTY, FLORIDA.

EXHIBIT "A"

OATH OF RESIDENT AGENT

I, JAMES W. GRIMSLEY, Attorney-at-Law, located at 25 Walter Martin Road, NE, Fort Walton Beach, Florida 32548, having been named to accept service of process for SARAS COMMERCIAL CONDOMINIUM OWNERS ASSOCIATION, INC., with its principal office at 137 Eglin Parkway, SE, Fort Walton Beach, Florida 32548, hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.



JAMES W. GRIMSLEY

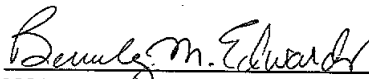
STATE OF FLORIDA
COUNTY OF OKALOOSA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared JAMES W. GRIMSLEY, who is

- ☒ Personally known to me; or who
☐ Produced _____ as identification

to me known to be the person described in and who executed the foregoing and acknowledged before me that he executed the same for the uses and purposes therein contained.

WITNESS my hand and official seal in the County and State last aforesaid this
14th day of May, 1998.

 (Seal)
NOTARY PUBLIC
Typed Name:
My Commission Expires:
Commission #:



FILED
98 MAY 21 AM 9:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA