



N98000003379

LAW OFFICE OF
JOSEPH D. LORENZ
501 MARY ESTHER CUT-OFF, SUITE 6
FORT WALTON BEACH, FLORIDA 32548

Board Certified:
Marital and Family Law
Certified Family Mediator
Certified Circuit Mediator

(850) 664-0246
Fax (850) 664-0877

June 5, 1998

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

RE: **ARTICLES OF INCORPORATION OF
CHATELAINE ESTATES PHASE ONE AND TWO
OWNERS' ASSOCIATION, INC.**
Our File No: 98-1307

Dear Sir:

Enclosed please find the original and one copy of the Articles of Incorporation of Chatelaine Estates Phase One and Two Owners' Association, Inc., along with check number 4690 in the amount of \$122.50.

Please return a certified copy of the Articles of Incorporation to our office. Should you have any questions, please do not hesitate to contact our office.

With kindest regards, I remain

Sincerely,

Kimberly A. Schamberger
Kimberly A. Schamberger
Legal Assistant for
JOSEPH D. LORENZ

Enclosures: Articles of Incorporation (0 & 1 cc)
Check in the amount of \$122.50

cc: client

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CP
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ARTICLES OF INCORPORATION
OF
CHATELAINE ESTATES PHASE ONE AND TWO
OWNERS' ASSOCIATION, INC.

IN COMPLIANCE with the requirement of Chapter 64 of the Florida Statutes, the undersigned have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE 1: The name of the corporation is CHATELAINE ESTATES PHASE ONE AND TWO OWNERS' ASSOCIATION, INC.

ARTICLE 2: The principal office of the Association is located at 1339 Greenacres Blvd., Ft. Walton Beach, Florida, 32547 and the registered office is located at 1339 Greenacres Blvd., Ft. Walton Beach, Florida, 32547.

ARTICLE 3: The individual who is hereby appointed as the initial registered agent of this Association is H. H. CARNATHAN AND CO., INC.

ARTICLE 4: This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance and preservation of the common areas and 15' Right of Way within that certain tract of property (hereinafter call the "property") described as follows:

CHATELAINE ESTATES ACCORDING TO THE PLAT THEREOF RECORDED AT PLAT BOOK 47 PAGE 85 OF THE PUBLIC RECORDS OF OKALOOSA COUNTY, FLORIDA.

and

CHATELAINE ESTATES, PHASE TWO, ACCORDING TO THE PLAT THEREOF RECORDED AT PLAT BOOK 17 PAGE 86 OF THE PUBLIC RECORDS OF OKALOOSA COUNTY, FLORIDA.

and to promote the health, safety and welfare of the owners within the property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for the purpose to:

(a) exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter call the "Declaration", applicable to the property and recorded or to be recorded in the Office of the Clerk of Circuit Court of Okaloosa County, Florida, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

(b) fix, levy, collect and enforce payment by the imposition of liens and the foreclosure thereof and by any other lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

(c) have and to exercise any and all powers, rights and privileges which a corporation organized under Chapter 617 of the Florida Statutes regarding corporations not for profit may now or hereafter have or exercise together with all other powers reasonably necessary to effectuate the purpose of the Association as set out herein.

ARTICLE 5: Every person or entity who is a record fee simple

owner of a lot shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership of any lot. No member can assign, hypothecate or transfer in any manner, except as an appurtenance to his lot, his interest in the funds and assets of the Association subject to the limitation that the same be expended, held or used for the benefit of the membership and for the purposes authorized herein, in the proposed Declaration, and in the By-Laws which may be hereafter adopted.

ARTICLE 6: The Association shall have two classes of voting membership.

Class A: Class A members shall be all owners with the exception of the Declarant (as defined in the Declaration), who shall become a Class A member when Declarant's Class B membership ceases as provided hereafter, and shall be entitled to one vote for each lot owned. When more than one person holds an interest in any lot, all such persons shall be members. The vote for such lot shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any lot.

Class B: Class B members shall be Declarant and shall be entitled to four (4) votes for each lot owned. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

- (a) Three months after 90% of the lots have been conveyed to lot purchasers other than Declarant; or
- (b) 3 years following conveyance of the first lot.

References herein to quorum or voting requirements of members

or the membership refers to the total number of votes authorized to be cast.

ARTICLE 7: The officers of the Association shall be a president, a secretary, a treasurer and such other officers as may be deemed desirable or necessary by the Board of Directors.

The officers shall be elected by the Board of Directors at the first meeting and at each annual meeting of the Board of Directors as provided by the By-Laws.

ARTICLE 8: The affairs of this Association shall be managed by a board of three directors who need not be members of the Association. The number of directors may be changed by amendment of the By-Laws of the Association, but shall never be less than three. The names and addresses of the persons who are to act in the capacity of officers and directors until the selection of their successors are:

H. H. CARNATHAN	PRESIDENT/DIRECTOR
1339 Greenacres Blvd.	
Ft. Walton Beach, FL. 32548	

JOELLEN CARNATHAN	TREASURER/SECRETARY
1339 Greenacres Blvd.	and DIRECTOR
Ft. Walton Beach, FL. 32548	

TERRY H. CARNATHAN	DIRECTOR
1339 Greenacres Blvd.	
Ft. Walton Beach, FL. 32548	

At the annual meeting the members shall elect directors for a term of one year. Should a vacancy occur prior to that time, the remaining directors may elect a person or persons to fill the vacancy or vacancies for an unexpired term.

ARTICLE 9: The Board of Directors of this Association may

provide such By-Laws for the conduct of its business in the carrying out of its purposes as they may deem necessary from time to time.

The By-Laws may be amended, altered or rescinded upon the proposal of a majority of the Board of Directors with approval in person or in writing of 2/3 of the members of the Association.

ARTICLE 10: This Association shall exist perpetually.

ARTICLE 11: The Association may be dissolved with the assent given in writing and signed by not less than 2/3 of each class of members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets, both real and personal, of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes.

ARTICLE 12: An amendment or amendments to these Articles of Incorporation may be proposed either by a majority of the entire membership or by the Board of Directors of the Association acting upon a vote of the majority of the directors. To become effective, such amendment or amendments must be approved by an instrument signed by 2/3 of the entire membership of the Board of Directors and by an affirmative vote of 2/3 of the entire membership cast in person or by proxy at a specially called meeting for such purpose the notice of which shall describe the amendment or amendments

being proposed.

ARTICLE 13: No part of the income of the Association shall inure to the benefit of any individual or member, and the Association shall not carry on propaganda, or otherwise act to influence legislation.

ARTICLE 14: Every director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceedings 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 of the Association, whether or not he is a director or officer at the time such expenses 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 any such director or officer may be entitled.

ARTICLE 15: Any indebtedness or liability, direct or contingent, not otherwise contemplated by the budget, must be authorized by an affirmative vote of the majority of the Board of Directors.

ARTICLE 16: For those actions which, by the provisions of preceding articles, require a vote of the members, there must be a duly held meeting, except where members may assent by written instrument. Written notice shall be given to all members not less than fourteen (14) days nor more than sixty (60) days in advance of

the meeting.

The presence of members or of proxies entitled to cast a 30% of the votes of the membership shall constitute a quorum. If the required quorum is not forthcoming at any meeting, another meeting may be called, subject to the notice requirement set forth above.

At the first annual meeting the members shall elect directors for a term of one year. Should a vacancy occur prior to the end of director's term the remaining directors may elect a person or persons to fill the vacancy or vacancies for an unexpired term.

ARTICLE 17: The names and addresses of the subscribers of these Articles of Incorporation are:

H. H. CARNATHAN AND CO., INC.
1339 Greenacres Blvd.
Ft. Walton Beach, FL. 32547

IN WITNESS WHEREOF, for the purposes of forming this corporation under the laws of the State of Florida, the undersigned, constituting the subscribing incorporators of this Association, have executed these Articles of Incorporation this the 12th day of ~~January~~ ^{June}, 1998.

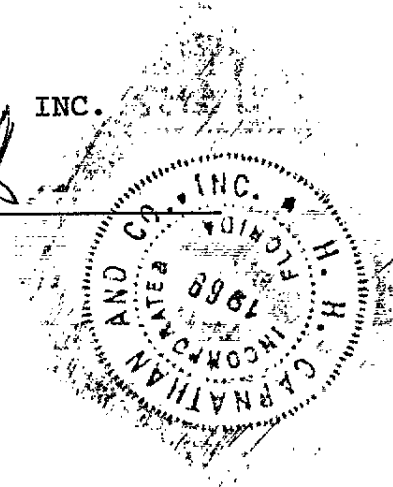
ATTEST:

Joellen Carnathan
JOELLEN CARNATHAN
Its Secretary

H. H. CARNATHAN AND CO., INC.

By:

H. H. Carnathan
H. H. CARNATHAN
Its President





TERRY H. CARNATHAN
Director

**** OFFICIAL RECORDS ****
BK 2154 PG 1005

STATE OF FLORIDA
COUNTY OF OKALOOSA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared H. H. CARNATHAN, JoELLEN CARNATHAN, and TERRY H. CARNATHAN who having produced (personally known to me) _____ as identification, and who are known to me to be the President, Secretary, and Director of the above corporation, who executed the foregoing Articles of Incorporation and who acknowledged before me that they executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the State and County aforesaid, this the 1st day of June, 1998.


NOTARY PUBLIC
MY COMMISSION EXP: _____



DESIGNATION OF REGISTERED AGENT

THE UNDERSIGNED accepts the designation of him as registered agent of Chatelaine Estates Phase One and Two Owners' Association, Inc., and agrees to act as same in accordance with Florida law and

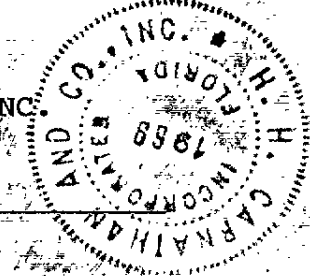
**** OFFICIAL RECORDS ****
BK 2154 PG 1006

states that he is familiar with the obligations of such designation.

H. H. CARNATHAN AND CO., INC.

By:

H. H. Carnathan
H. H. CARNATHAN
Its President
1339 Greenacres Blvd.
Ft. Walton Beach, FL. 32548

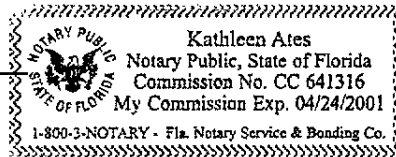


STATE OF FLORIDA
COUNTY OF OKALOOSA

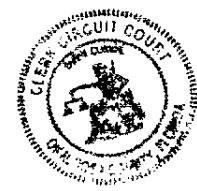
I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid, to take acknowledgments, personally appeared, H. H. CARNATHAN, to me known to be the person described herein as President of H.H. CARNATHAN AND CO., INC., and who executed the foregoing Designation of Registered Agent before me for purposes therein described.

Kathleen Ates

NOTARY PUBLIC
MY COMMISSION EXP: _____



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FILE # 1626506 RCD: Jun 02 1998 09:44AM
Newman C. Brackin, Clerk, Okaloosa Cnty. 1

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TALLAHASSEE, FLORIDA