

N 99000001003



ACCOUNT NO. : 072100000032

REFERENCE : 134895 81034A

AUTHORIZATION :

Patricia Puyent

COST LIMIT : \$ 78.75

ORDER DATE : February 15, 1999

ORDER TIME : 11:14 AM

ORDER NO. : 134895-005

900002775509--0

CUSTOMER NO: 81034A

CUSTOMER: Michael W. Mead, Esq
MICHAEL WM. MEAD, ESQ
MICHAEL WM. MEAD, ESQ
P. O. Drawer 1329

Fort Walton Bea, FL 32549-1329

DOMESTIC FILING

NAME: GULF DUNES CONDOMINIUM
ASSOCIATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
_____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX _____ CERTIFIED COPY
_____ PLAIN STAMPED COPY
_____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Lamm

*2589
W99-3814*

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB 15 AM 10:26

RECEIVED
99 FEB 15 12:11
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TRUST SERVICES



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 FEB 15 AM 10:26

February 15, 1999

RESUBMIT

Please give original
submission date as file date.

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: GULF DUNES CONDOMINIUM OWNERS ASSOCIATION, INC.
Ref. Number: W99000003814

We have received your document for GULF DUNES CONDOMINIUM OWNERS ASSOCIATION, INC. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

You must list the corporation's principal office and/or a mailing address in the document.

Please return the original and one copy of 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 (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 499A00006725

99 FEB 16 PM 4:42
DIVISION OF CORPORATIONS

99 FEB 15 AM 10:26

ARTICLES OF INCORPORATION
OF
GULF DUNES CONDOMINIUM OWNERS ASSOCIATION, INC.

ARTICLE I. NAME and ADDRESS

The name of this corporation is GULF DUNES CONDOMINIUM OWNERS ASSOCIATION, INC., hereinafter referred to as "association", and the principal office and mailing address of the corporation shall be 376 Santa Rosa Boulevard, Fort Walton Beach, Okaloosa County, Florida 32548.

ARTICLE II. PURPOSE

This corporation is organized for the purpose of providing an entity pursuant to Section 718.111, Florida Statutes, for the operation of GULF DUNES CONDOMINIUM, a condominium in accordance with the provisions of the Declaration including, but not limited to being responsible for operating and maintaining the storm management system, the storm water drainage facility as exempted or permitted, and to otherwise fulfill the responsibilities of the association to Okaloosa County and the State of Florida as it may relate to the drainage and storm water management.

ARTICLE III. 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 IV. SUBSCRIBERS

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

Gerald R. Dunkle
1234 Airport Road, #124
Destin, Florida 32541

John R. Rushing
1234 Airport Road, #124
Destin, Florida 32541

Lisa E. Ruby
1234 Airport Road, #124
Destin, Florida 32541

ARTICLE V. 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 Bylaws, but not less than three (3) directors nor more than ten (10) directors.

2. Directors of the association shall be elected at the annual meeting of the members in the manner determined by the Bylaws. Directors may be removed and vacancies of the Board of Directors shall be filled in the manner provided in the Bylaws.

3. When unit owners other than the developer own fifteen percent (15%) or more of the units within the condominium that will be operated ultimately by the Association, the unit owners, other than the developer, shall be entitled to elect no less than one-third (1/3) of the directors of the Board of Directors of the Association. Unit owners, other than the developer, are entitled to elect not less than a majority of the members of the Board of Directors of the Association:

a) three (3) years after fifty percent (50%) of the units that will be operated ultimately by the Association have been conveyed to purchasers;

- b) three (3) months after ninety percent (90%) of the units that will be operated ultimately by the Association have been conveyed to purchasers;
- c) when all the units that will be operated ultimately by the Association have been completed, some of them have been conveyed to purchasers, and none of the others are being offered for sale by the developer in the ordinary course of business;
- d) when some of the units have been conveyed to purchasers and none of the others are being constructed or offered for sale by developer in the ordinary course of business; or
- e) seven (7) years after recording of the Declaration of Condominium,

whichever occurs first.

The developer is entitled to elect at least one member of the Board of Directors of the Association as long as the developer holds for sale, in the ordinary course of business, at least five percent (5%) of the units in the condominium operated by the Association. Following the time the developer relinquishes control of the Association, the developer may exercise the right to vote any developer-owned units in the same manner as any other unit owner except for purposes of reacquiring control of the Association or selecting the majority members of the Board of Directors.

Within seventy-five (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 sixty (60) day's notice of an election for the members of the Board of Directors. The election shall proceed as provided in s. 718.12(2)(d). The notice may be given by any unit owner if the Association fails to do so. Upon election of the first unit owner, other than the developer, to the Board of Directors, the developer shall forward to the Division the name and mailing address of the unit owner Board member.

f) If the developer holds units for sale in the ordinary course of business, none of the following actions may be taken without approval in writing by the developer:

1. Assessment of the developer as a unit owner for capital improvements.
2. Any action taken by the association that would be detrimental to the sales of units by the developer; however, an increase in assessments for common expenses without discrimination against the developer shall not be deemed detrimental to the sales of units.

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:

Gerald R. Dunkle
1234 Airport Road #124
Destin, FL 32541
and
Lisa E. Ruby
1234 Airport Road #124
Destin, FL 32541

John R. Rushing
1234 Airport Road #124
Destin, FL 32541

ARTICLE VI. 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 - | Gerald R. Dunkle |
| Vice President - | John R. Rushing |
| Secretary | Gerald R. Dunkle |
| Treasurer - | Gerald R. Dunkle |

ARTICLE VII. BYLAWS

The first Bylaws of the association shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the Bylaws.

ARTICLE VIII. 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 sixty-six and two-thirds percent (66-2/3%) of the votes of the Board of Directors of the association or by not less than sixty-six and two-thirds percent (66-2/3%) of the votes of the entire membership of the association.

4. No amendments shall make any changes in the qualification 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 Okaloosa County, Florida.

ARTICLE IX. RESIDENT AGENT

The association has named GERALD R. DUNKLE, whose address is 1234 Airport Road, #124, Destin, Florida 32541, as its resident agent to accept process of process within the State.

Gerald R. Dunkle
GERALD R. DUNKLE

John R. Rushing
JOHN R. RUSHING

Lisa E. Ruby
LISA E. RUBY

STATE OF FLORIDA
COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this 12th day of February, 1999, GERALD R. DUNKLE, who is personally known to me and he did not take an oath.



J. A. Tucker
Notary Public
Print name: _____
My Commission Expires: _____

STATE OF FLORIDA
COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this 12th day of February, 1999, by JOHN R. RUSHING, who is personally known to me and he did not take an oath.



J. A. Tucker
Notary Public
Print name: _____
My Commission Expires: _____

STATE OF FLORIDA
COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this 12th day of February, 1999, by: LISA E. RUBY, who is personally known to me and she did not take an oath.

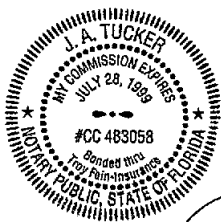


J. A. Tucker
Notary Public
Print name: _____
My Commission Expires: _____

99 FEB 15 AM 10:26

OATH OF RESIDENT AGENT

I, GERALD R. DUNKLE, having been named to accept service of process for GULF DUNES CONDOMINIUM OWNERS ASSOCIATION, INC., at 1234 Airport Road #124, Destin (Okaloosa County) Florida 32541, hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.



Gerald R. Dunkle
GERALD R. DUNKLE

[Signature]
Notary Public
Print name: _____
My Commission Expires: _____