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Florida Department of State

Division of Corporations

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From:

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FLORIDA NON-PROFIT CORPORATION

Bayside Commercial Owners Association, Inc.

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TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDAARTICLES OF INCORPORATION
OFBAYSIDE COMMERCIAL OWNERS ASSOCIATION, INC.,
a Florida corporation not for profit

The undersigned, acting as incorporators of a corporation not for profit under the Florida Not For Profit Corporations Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I. NAME

The name of this corporation is BAYSIDE COMMERCIAL OWNERS ASSOCIATION, INC. (referred to herein as the "Corporation" or the "Association").

ARTICLE II. TERM OF EXISTENCE

The Corporation shall exist perpetually or until terminated as provided by law.

ARTICLE III. ADDRESS OF CORPORATION

The mailing address and the street address of the initial principal office is 220 McKenzie Avenue, Panama City, FL, 32401.

ARTICLE IV. PURPOSE

The general nature, objects and purpose of the Corporation are:

(1) To provide an entity responsible for owning, maintaining, controlling, and preserving the Association Property and maintaining other property over which the Association holds easements in the development located on Thomas Drive in Bay County, Panama City, Florida, and legally described as set forth in Exhibit "A" attached hereto, (the "Development").

(2) To provide for administrative, legal, accounting and financial services, and such other services necessary to accomplish the obligations set out above.

(3) To replace, improve, maintain and repair such structures, landscaping and paving, both real and personal, as the Board of Directors in its discretion determines necessary, appropriate, and/or convenient.

THIS INSTRUMENT PREPARED BY:

J. Robert Hughes, Esq.
Fla. Bar No. 0111806
Barron, Redding, Hughes, Fite,
Bassett, Fansom & Sanborn, P.A.
220 McKenzie Avenue
P.O. Box 2467
Panama City, FL 32402
(850) 785-7454

(4) To operate without profit for the sole and exclusive benefit of its Members (defined below).

ARTICLE V. MEMBERS

Every fee simple owner of a parcel of real property in the Development shall be a member of the Association during the time of such ownership. Membership shall be mandatory for all parcel owners and all members of the Association shall be governed and controlled by these Articles, the By-Laws, and any covenants and restrictions encumbering the property.

ARTICLE VI. INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The name of the initial registered agent of the Corporation is J. Robert Hughes, Esq., and the street address of the initial registered office of the Corporation is 220 McKenzie Avenue, Panama City, FL, 32401.

ARTICLE VII. FIRST BOARD OF DIRECTORS

The affairs of the Association shall be managed by a Board of Directors. The Board of Directors shall initially consist of three (3) Directors appointed by the Developer. Thereafter, the election or appointment of the Board of Directors shall be regulated in accordance with the By-Laws of the Association.

The names and addresses of the persons constituting the first Board of Directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Charles N. Crowder	1155 Mid-Broadwell Alpharetta, GA 30004
Andrew L. Robinson	1528 Millington Road Columbus, GA 31904
Larry W. Covington	<u>c/o 1151 Mid-Broadwell Rd.</u> <u>Alpharetta, GA 30004</u>
Robert H. Latimer	1635 Western Ave., Suite 102 Knoxville, TN 37921

ARTICLE VIII. OFFICERS

The names of the officers who are to manage the affairs of the Association until the first annual meeting of the Board of Directors and until their successors are duly elected and qualified are:

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<u>NAME</u>	<u>OFFICE</u>
Charles N. Crowder	— President
Andrew L. Robinson	— Vice President
Larry W. Covington	— Secretary
Robert H. Latimer	— Treasurer

ARTICLE IX. INCORPORATORS

The name and address of the initial incorporator is Robert H. Latimer, 1635 Western Avenue, Suite 102, Knoxville, TN 37921.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the 6th day of October, 1999.

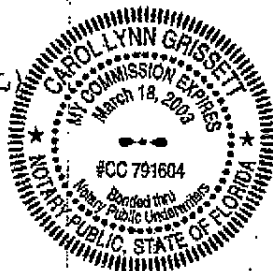
Robert H. Latimer
Robert H. Latimer
Incorporator

STATE OF Florida
COUNTY OF Bay

The foregoing instrument was acknowledged before me this 6th day of October, 1999, by Robert H. Latimer, who: (notary must check applicable box)

- ☒ is personally known to me.
☐ produced a current Florida driver's license as identification.
☐ produced _____ as identification.

(SEAL)



Carol Lynn Grissett

(Print Name)

Notary Public

Serial # _____

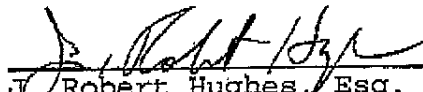
My Commission Expires: _____

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ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT
OF

BAYSIDE COMMERCIAL OWNERS ASSOCIATION, INC.,
a Florida corporation not for profit

Having been named as registered agent to accept service of process for BAYSIDE COMMERCIAL OWNERS ASSOCIATION, INC., a Florida corporation not for profit, at the place designated in these Articles, I hereby acknowledge that I am familiar with, and accept the obligations of that position, I agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


J. Robert Hughes, Esq.
Registered Agent

CONSENT DATED: 10/6/99

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TALLAHASSEE, FLORIDA