

N99000005670



ACCOUNT NO. : 072100000032

REFERENCE : 379669 1299A

AUTHORIZATION :

COST LIMIT : \$ 78.75

Patricia P...
add CUS per Erika

ORDER DATE : September 20, 1999

ORDER TIME : 11:28 AM

ORDER NO. : 379669-005

CUSTOMER NO: 1299A

900002990879--6

CUSTOMER: Ms. Sue B. Dice
CLARK PARTINGTON HART LARRY
CLARK PARTINGTON HART LARRY
Suite 800
125 West Romana Street
Pensacola, FL 32501

DOMESTIC FILING

NAME: PARADISE ISLE HOMEOWNERS
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: Erika Carlson

EXAMINER'S INITIALS:

2295
W99-21622

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 20 PM 1:36

9/23/99
FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 20 PM 1:35

September 20, 1999

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

RESUBMIT

Please give original
submission date as file date.

SUBJECT: PARADISE ISLE HOMEOWNERS ASSOCIATION, INC.
Ref. Number: W99000021622

We have received your document for PARADISE ISLE HOMEOWNERS ASSOCIATION, INC. and the authorization to debit your account in the amount of \$87.50. However, the document has not been filed and is being returned for the following:

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

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: 299A00046078

DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 SEP 22 PM 2:20

RECEIVED

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 20 PM 1:36

ARTICLES OF INCORPORATION

of

PARADISE ISLE HOMEOWNERS ASSOCIATION, INC.

The undersigned, Tod Odom, the subscriber to these Articles of Incorporation, hereby executes these Articles of Incorporation to form a not for profit corporation under Chapter 617, Florida Statutes.

ARTICLE I. NAME AND ADDRESS

The name of the corporation is PARADISE ISLE HOMEOWNERS ASSOCIATION, INC., hereafter called the "Association." The initial principal office of the Association shall be 26068 Garrett Lane, Orange Beach, Alabama 36561, but may be changed to another place as designated from time to time by the Board of Directors. The name and address of the Incorporator, Tod Odom, is P.O. Box 1540, Orange Beach, Alabama 36561.

ARTICLE II. PURPOSE AND POWERS

The Association is not organized for pecuniary gain or profit to the members thereof, and it shall be prohibited from any distribution of income to its members, directors, and officers. The specific purposes for which it is formed are to provide for maintenance, preservation, and architectural control of the subdivision known as PARADISE ISLE in Escambia County, Florida, according to the plat recorded in the public records of said county (the "Plat") and the Declaration of Covenants, Conditions, and Restrictions, likewise recorded in the public records of said county

(the "Declaration"), and promote the health, safety, and welfare of the residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to (but only as the following may from time to time be permissible for corporations not for profit under the laws of Florida):

(a) exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Declaration, and as the same may be amended from time to time as therein provided;

(b) fix, levy, collect and enforce payment by any 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) acquire (by gift, purchase, or otherwise), own, hold, improve, build upon, operate, maintain, repair, convey, sell, lease, transfer, dedicate for public use, or otherwise dispose of real or personal property, in connection with the affairs of the Association, including, without limitation, the Common Areas described in the Plat and the Declaration;

(d) borrow money, and with the assent of two-thirds (2/3) of each class of members, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, or utility agreeing to hold and maintain the same for such purposes;

(f) have and to exercise any and all powers, rights, and privileges which a corporation organized under the Corporation Not For Profit Law of the State of Florida by law may now or hereafter have or exercise.

ARTICLE III. MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot (as defined in the Declaration) which is subject by covenants of record to assessment by the Association, including contract vendees under a contract for deed, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association.

ARTICLE IV. VOTING RIGHTS

The Association shall have two classes of voting membership;

Class A. Class A member(s) shall be all Lot owners, with the exception of the Declarant under the Declaration, Regal Oaks, Inc., and shall be entitled to one (1) 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 determine, but in no event shall more than one vote be cast with respect to any Lot.

Class B. The Class B member shall be the Declarant, Regal Oaks, Inc., and it shall be entitled to three (3) 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) when the total votes outstanding in the Class A membership equal or exceed the total votes outstanding in the Class B membership;
- (b) five (5) years after conveyance of the first Lot.

ARTICLE V. BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of at least three (3) 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 may not exceed nine (9) nor be less than three (3). The names and residence addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

Tod Odom	Wade Odom	Wayne Williams
P.O. Box 1540	P.O. Box 1540	P.O. Box 1540
Orange Beach, AL 36561	Orange Beach, AL 36561	Orange Beach, AL 36561

At the first annual meeting, the members shall elect at least three (3) directors and at each succeeding annual meeting, or at a special meeting called for the purpose of electing directors, the members shall elect the number of directors which may from time to time be designated by the By-Laws.

ARTICLE VI. DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets 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 nonprofit corporation, association, trust, or other organization to be devoted to such similar purposes.

ARTICLE VII. DURATION

The Association shall exist perpetually.

ARTICLE VIII. AMENDMENTS

Amendments to these Articles shall require the assent of two-thirds (2/3) of the entire membership. Amendments may be proposed by any member at any annual meeting or special meeting called for that purpose, and adopted by the members, in person or by proxy, at that or any subsequent meeting by the percentage of members set forth above. The By-Laws of the Association shall be made, altered, or rescinded, at a regular or special meeting of the members, by a vote of a majority of the members present in person or by proxy. The By-Laws may restrict the number of proxies to be voted by any person.

ARTICLE IX. OFFICERS

The affairs of the Association shall be managed by a President, Vice-President, Secretary, and Treasurer, who need not be members of the Association. They shall be elected at the first meeting of the Board of Directors following each annual meeting of the members. The President and Vice-President shall be Directors. Until the first election of officers, Tod Odom shall serve as

President of the Association, and Wade Odom shall serve as Vice-President, Secretary and Treasurer of the Association.

ARTICLE X. SUBSCRIBER

The subscriber to these Articles of Incorporation and his address is Tod Odom, P.O. Box 1540, Orange beach, Alabama 36561.

ARTICLE XI. INITIAL RESIDENT AGENT AND OFFICE

Corporation Service Company, whose address is 1201 Hays Street, Tallahassee, Florida 32301-2525, is hereby appointed as the initial Resident Agent of the corporation.

ARTICLE XII. INDEMNITY

Every officer and director of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or opposed upon him or her in connection with any proceedings to which he or she may be a party or in which he or she may become involved, by reason of his or her being or having been an officer or director of the Association whether or not he or she was an officer at the time such expenses are incurred, except in such cases wherein the officer is adjudged guilty of wilful misfeasance or malfeasance in the performance of his duties. The foregoing right to indemnification shall be in addition to and not exclusive of all other rights to which any such officer may be entitled.

IN WITNESS WHEREOF, the subscriber has executed this instrument this 17th day of
September, 1999.

Tod Odom
TOD ODOM

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 17th day of September, 1999,
by **Tod Odom**, who is personally known to me or who produced Ala. Driver's License as
identification.



SUE B. DICE
Notary Public - State of FL
Comm. Exp. Mar. 4, 2003
Comm. No. CC814439

[Seal]

Sue B. Dice
NOTARY PUBLIC
My Commission Expires: _____

ACCEPTANCE BY RESIDENT AGENT

The undersigned accepts the appointment as resident agent of the corporation, and agrees to
comply with all provisions of the law relating thereto.

DATED this 20th day of September, 1999.

Deborah D. Skipper

Resident Agent

Deborah D. Skipper
as its agent

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