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Patrick J. Fauchoux
Nancy L. Jones

December 1, 1997

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

400002360864--5
-12/02/97-01059-013
***122.50 ***122.50

Re: Bid-A-Wee Beach Park, Incorporated

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation of the above-referenced corporation together with the Acceptance of Resident Agent. Also enclosed is a check in the amount of \$122.50 to cover the filing fee. Please note the corporate existence should commence on December 1, 1997.

At your earliest convenience, please file these Articles and return a certified copy to me at the above address. Thank you for your assistance with this matter. If there are any questions, please do not hesitate to call collect.

Very truly yours,
FAUCHEUX & JONES, P.A.
Nancy L. Jones
Nancy L. Jones

NLJ:nj
Enclosures
cc: Jim Smith, President

FILED
97 DEC -9 AM 8:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Done
12/10/97*



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 4, 1997

FAUCHEUX & JONES, P.A.
845 JENKS AVENUE
PANAMA CITY, FL 32401

SUBJECT: BID-A-WEE BEACH PARK INCORPORATED
Ref. Number: W97000027134

We have received your document for BID-A-WEE BEACH PARK INCORPORATED and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must have original signatures.

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) 487-6933.

Dana Calloway
Document Specialist

Letter Number: 097A00057377

ARTICLES OF INCORPORATION

OF

BID-A-WEE BEACH PARK, INCORPORATED

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract and acting as incorporators of a corporation pursuant to Chapter 617, Florida Statutes, hereby associate themselves together to form a non-profit Corporation under the laws of the State of Florida and adopt the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation shall be: BID-A-WEE BEACH PARK, INCORPORATED .

ARTICLE II

Principal Place of Business and Mailing Address

The principal place of business and the mailing address of this corporation shall be: P.O. Box 9745, Panama City Beach, Florida 32417.

ARTICLE III

Purpose(s) And Nature of Business

The specific purpose(s) for which the corporation is organized is (are): In general, it is the object of this Corporation to perform all necessary acts relating to the preservation of the dedicated beach known as Bid-A-Wee Beach, described as follows: Beginning at the point of State Road No. 10, or Gulf Coast Highway where the western line of Nautilus Street joins the northern boundary of the right-of-way of said highway ; thence continuing in a straight line the extension of the west line of Nautilus Street shown on the Plat (Plat Book 2, page 23, Records of

Bay County, Florida) to the Gulf of Mexico; thence southeasterly along the shores of the Gulf of Mexico to a point on the shore line which would be the extension of the east line of Crane Street according to said Plat, extending to the shore of the Gulf; thence in a northeasterly direction along the extension of the east line of said Crane Street to a point where the east line of Crane Street joins the northern boundary of the right-of-way of said highway; thence westerly along the northern boundary of the right-of-way of said highway to point of beginning. Less and except the right-of-way for State Road 10, or Gulf Coast Highway. So as to maintain, as nearly as possible, the beach in its natural pristine state, as it was originally dedicated and described in the Bid-A-Wee Plat, in Bay County Records, Deed Book 93, Page 500.

Additionally, the purpose shall be; to establish and maintain the legal ownership of the dedicated beach as was originally dedicated and described in the Bid-A-Wee Plat, in Bay County Records, Deed Book 93, Page 500; to prevent and report to proper authorities any commercial activity on the dedicated property described above; to prevent and report to proper authorities any commercial activity on the dedicated beach including construction on the dedicated beach property, with exception of the construction deemed necessary such as cross walks, beach replenishment, planting of sea oats, and with the approval of the Officers and Board of Directors of the Bid-A-Wee Beach Park, Incorporated; to insure the property taxes on the dedicated beach, as described above and owed to Bay County, Florida are paid annually and in a timely manner.

ARTICLE IV

Qualification of Members and the Manner of Their Admission

Qualification of membership and the manner for admission as a member of the Corporation is to be determined as follows: The Officers and members of the Board of Directors of this Corporation shall all be property owners of Bid-A-Wee Beach Subdivision, Blocks A

through N. However, members representing Bid-A-Wee First Addition, Bid-A-Wee Court, Bid-A-Wee Lane, and Seaclusion Subdivisions may be elected as Advisors, non-voting members of the Board of Directors. The members of this Corporation who shall contribute the assessed contribution as set and determined by the Officers and Board of Directors and who reside in Bid-A-Wee Beach Subdivision, Blocks A through N, Bid-A-Wee First Addition, Bid-A-Wee Court, Bid-A-Wee Lane, and Seaclusion Subdivision shall be admitted as members in good standing by making the appropriate contribution. All residents of said Subdivisions who are members in good standing by making the appropriate contribution are privileged to attend the general membership meetings and retain the right to vote. These Articles of Incorporation shall not be changed or modified without the majority vote of the Officers and Board of Directors and the general membership. It is understood that all money collected by the Corporation is to go for the related purposes set forth in Article III above.

ARTICLE V

Corporate Powers and Terms of Existence

The corporate powers of this corporation shall be as provided in Section 617.0302, Florida Statutes. No corporate power shall be exercised in any manner that would permit any part of the income or profit of the corporation to be distributed to any member, director or officer of the corporation. This non-profit corporation is to exist perpetually and its existence shall begin and be effective December 1, 1997.

ARTICLE VI

Initial Registered Agent and Street Address

Nancy L. Jones, Esq, 845 Jenks Avenue, Panama City, Florida, 32401

ARTICLE VII

Incorporators

The names and the street addresses of the incorporators for these articles of incorporation

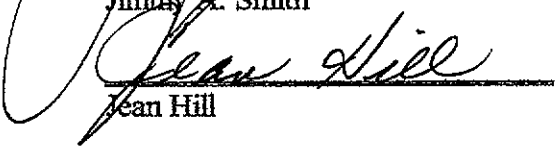
are:

- 1) Jimmy A. Smith
506 Tarpon Street
Panama City Beach, Florida 32413

- 2) Jean Hill
14107 Millcole Avenue
Panama City Beach, Florida 32413

The undersigned incorporators have executed these Articles of Incorporation this 1st day of December, 1997.



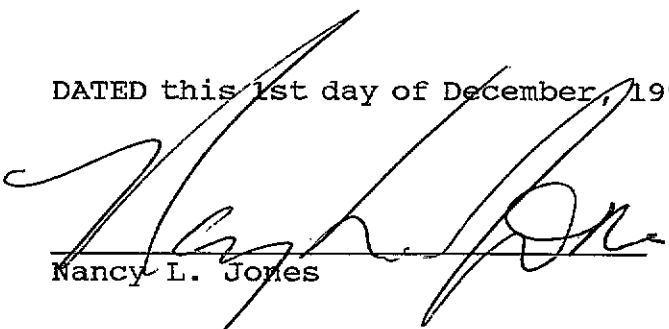
Jimmy A. Smith

Jean Hill

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT FOR
BID-A-WEE BEACH PARK, INCORPORATED

The undersigned, Nancy L. Jones, a Florida licensed attorney, on behalf of Bid-A-Wee Beach Park, Incorporated, hereby accepts the designation by BID-A-WEE BEACH PARK, INCORPORATED, a Florida a non-profit corporation organized under the laws of the State of Florida, and having its principle place of business at P.O. Box 9745, Panama City Beach, Florida 32413, as its registered agent pursuant to Chapter 617, Florida Statutes.

DATED this 1st day of December, 1997.




Nancy L. Jones

STATE OF FLORIDA
COUNTY OF BAY

BEFORE ME, the undersigned Notary Public, personally appeared
NANCY L. JONES who is:

Check one: Personally known to me
 Produced _____
as identification

and having been first duly sworn, she stated under oath that the foregoing is true and correct to the best of her knowledge and belief.



Notary Public
Printed Name:
Commission No:
Commission Exp:

