

**SMITH
SAUER
& DEMARIA**

ATTORNEYS AT LAW

N 01800004060

June 4, 2001

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

800004375818--6
-06/07/01--01084--003
*****78.75 *****78.75

RE: Filing articles of incorporation

Dear Sir/Madam:

Enclosed are the original articles of incorporation for Club Cabana at Pensacola Condominium Association, Inc. I have enclosed our firm check for \$78.75 for the filing fees and for a certified copy of the filed articles. Thank you for your assistance and please call our office if you have any questions regarding this request.

Sincerely,

Brenda Sauer

BRENDA SAUER
Legal Assistant to
JEFFREY T. SAUER

:bs
Encls.

FILED
01 JUN -7 AM 10:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*6-12-01
WC*

FILED
01 JUN -7 AM 10:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
CLUB CABANA AT PENSACOLA CONDOMINIUM ASSOCIATION, INC.
(A NONPROFIT FLORIDA CORPORATION)

ARTICLE I

The name of this corporation is **Club Cabana At Pensacola Condominium Association, Inc.**

ARTICLE II

The purpose for which this corporation is organized is to act as the governing association of the proposed Club Cabana Condominium, located at Pensacola, Florida. The initial principal address of the corporation is 13785 Perdido Key Drive, Pensacola, FL 32507.

ARTICLE III

The qualification of members and the manner of their admission shall be as follows: Any approved person or persons who hold title in fee simple to a Condominium unit in the Condominium shall by virtue of such ownership be a member of this corporation. Provided however, that transfer of membership shall be made only as a part of and incident to the transfer of ownership of a condominium unit with such transfers being subject to and controlled by the transfer procedures set forth in the Declaration of Condominium. After receiving approval of the Association required by the Declaration of Condominium, change of membership in the Association shall be established by recording in the Public Records of Escambia County, Florida, a deed or other instrument establishing record title to a unit in the condominium and the delivery of a copy of the recorded instrument to the Association within a reasonable time following such recordation. Such delivery is not required for

initial conveyances by the Developer. The owner designated by such instrument thereby becomes a member of the Association and the membership of the previous owner is thereby terminated.

ARTICLE IV

This corporation shall exist perpetually.

ARTICLE V

The name and residence of the Incorporator is as follows:

**William B. Lagman
13785 Perdido Key Drive
Pensacola, Florida 32507**

The rights and interests of the incorporator shall automatically terminate when these Articles are filed with the Secretary of State.

ARTICLE VI

The affairs of the corporation are to be managed initially by a Board of three Directors (which may be expanded to seven) who will be appointed by the Developer as provided for in the By-Laws. Subsequent Boards may be composed of three to seven Directors, as determined by the method set forth in the By-laws.

ARTICLE VII

The names of the Officers who are to serve until the first election or appointment under the Articles of Incorporation are:

William P. Lagman - President

Ralph W. Brockman - Vice President

Steve Shannon - Secretary/Treasurer

ARTICLE VIII

The number of persons constituting the first Board of Administration shall be three, and their names and addresses are as follows:

William P. Lagman
13785 Perdido Key Drive
Pensacola, Florida 32507

Ralph W. Brockman
2812 Armand Street
Monroe, LA 71201

Steve Shannon
645 Gulf Shores Parkway
Gulf Shores, AL 36542

ARTICLE IX

After turnover, the By-Laws of the corporation are to be made, altered or rescinded by 67% of the voting interests of the corporation; prior to turnover by a majority of the Directors alone.

ARTICLE X

Amendments to these Articles of Incorporation may be proposed and adopted as follows:

After turnover, an Amendment may be proposed by either the Board of Administration or by Twenty-five Percent (25%) of the voting interests and may be considered at any meeting of the owners, regular or special, of which due notice has been given according to the By-Laws, which includes a notice of the substance of the proposed Amendment; prior to turnover by a majority of the Directors alone.

After turnover, the Amendment must be approved by a vote of 67% of the voting interests of the corporation; prior to turnover, by the Directors alone.

ARTICLE XI

Each unit in the Condominium shall have one full indivisible vote.

ARTICLE XII

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation.

ARTICLE XIII

This corporation shall have all the powers permitted by law together with such additional specific powers as are contained in the Declaration and By-Laws.

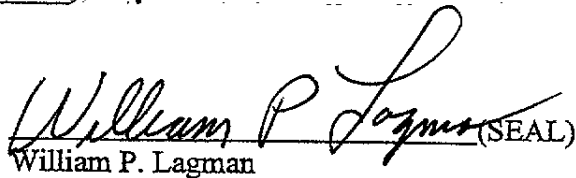
ARTICLE XIV

No part of the net earnings of this corporation shall inure to the benefit of any member or individual, except through the acquisition, construction, management, maintenance or care of Association property or through the rebate of the excess membership dues, fees or assessments.

ARTICLE XV

The name of the resident agent and place for service of process shall be **William P. Lagman**, whose address is: **13785 Perdido Key Drive, Pensacola, Florida 32507**.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 4TH day of JUNE, 2000.

 (SEAL)
William P. Lagman

STATE OF FLORIDA

COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 4th day of JUNE, 2000, by William P. Lagman who is personally known to me.



JEFFREY T. SAUER
COMMISSION # CC 649245
EXPIRES JUL 30, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.

NOTARY PUBLIC:

(Sign) *Jeffrey T. Sauer*

(Print) JEFFREY T. SAUER

STATE OF FLORIDA AT LARGE (SEAL)

My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby 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.

William P. Lagman
William P. Lagman