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NAME: SOUTH PABLO BEACH CONDOMINIUM ASSOCIATION, I AUDIT
NUMBER.....H98000000393 DOC TYPE.....FLORIDA NON-PROFIT CORPORATION CERT.
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**ARTICLES OF INCORPORATION
FOR
SOUTH PABLO BEACH CONDOMINIUM
ASSOCIATION, INC.
A FLORIDA NOT FOR PROFIT CORPORATION**

The undersigned, acting as incorporator for the purpose of forming a Not For Profit Corporation, pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of the corporation is the **SOUTH PABLO BEACH CONDOMINIUM ASSOCIATION, INC.**, hereinafter referred to as the "Association". The street and mailing address of the Association is c/o Frederick W. Carlson, 2409 Pine Island Court, Jacksonville, FL 32224.

**ARTICLE II
REGISTERED AGENT**

The Registered Agent of the Association is Frederick W. Carlson. The street address of the Registered Agent is 2409 Pine Island Trail, Jacksonville, FL 32224. The Association may appoint a new Registered Agent from time to time.

**ARTICLE III
PURPOSES**

The Association does not contemplate pecuniary gain or profit to its members. The Association's specific purposes are to provide for the maintenance and preservation of the Condominium in accordance with its Declaration, recorded or to be recorded in the public records of Duval County, Florida (the "Declaration") for the mutual advantage and benefit of the members of the Association, who shall be owners of Units within the Condominium. To promote the health, safety and welfare of the owners of Units, the Association shall have and exercise the following authority and powers:

- (a) To 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, which is hereby incorporated by reference.
- (b) To acquire, by gift, purchase or otherwise, own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association.

Prepared by: Carolyn Herman, Esq., 1831 N. Third Street, Jacksonville Beach, FL 32250, Florida Bar No. 976563, tel. No. 904/247/9420.

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(c) To borrow money and to mortgage, pledge or hypothecate any and all of its real or personal property as security for money borrowed or debts incurred.

(d) To participate in mergers and consolidations with other nonprofit corporations organized for similar purposes.

(e) To have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Florida and serving as a condominium association under Chapter 718, Florida Statutes, as it may be amended from time to time (the "Condominium Act") may now or hereafter have or exercise.

**ARTICLE IV
MEMBERSHIP**

Every person or entity who is a record owner of a Unit within the Condominium shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership of any Unit.

**ARTICLE V
VOTING RIGHTS**

Each Unit is assigned one vote, to be exercised as determined by the owners of that Unit. However, until the occurrence of certain events as described in Section 6.3 of the Declaration, the developer of the Condominium shall have the right to elect a majority of the members of the Board.

**ARTICLE VI
BOARD OF DIRECTORS**

The affairs of the Association shall be managed by a Board of Directors, who do not need to be members of the Association. The following individuals shall serve as the first Board of Directors:

Name	Address
Fred Carlson	2409 Pine Island Court, Jacksonville, FL 32224
Kevin Carlson	2409 Pine Island Court, Jacksonville, FL 32224
Michael Hall	2409 Pine Island Court, Jacksonville, FL 32224

In the future, Directors shall be elected as provided in the Bylaws.

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**ARTICLE VII
TERM OF EXISTENCE**

This corporation shall have perpetual existence unless sooner dissolved in accordance with the provisions herein contained or in accordance with the laws of the State of Florida.

**ARTICLE VIII
DISSOLUTION**

If the Condominium is terminated, the Association may be dissolved in accordance with the laws of the State of Florida.

**ARTICLE IX
OFFICERS**

Subject to the direction of the Board, the affairs of this Association shall be administered by its officers, as designated in the Bylaws of this Association. Said Officers shall be elected annually by the Board in accordance with the Bylaws.

**ARTICLE X
BYLAWS**

The Bylaws of this Association shall be adopted by the first Board and recorded in the public records of Duval County, Florida. The Bylaws may be altered, amended, modified or repealed by

(a) a majority of the Directors if ratified by a majority of those members present at any duly called meeting of the members of the Association; or

(b) assent in writing of two-thirds of the members. Any such modification shall be effective upon recording in the public records of Duval County.

**ARTICLE XII
SUPREMACY**

These Articles and the Bylaws are subject to the Declaration and in the event of a conflict, the Declaration shall govern. In the event of a conflict between the Articles and Bylaws, the Articles shall govern.

ARTICLE XIII

This Association shall indemnify and hold harmless any and all of its present or former directors, officers, employees or agents, to the full extent permitted by law. Said indemnification shall include but not be limited to the expenses, including the cost of any judgments, fines,

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settlements and counsel's fees actually and necessarily paid or incurred in connection with any action, suit or proceeding, whether civil, criminal, administrative or investigative, and any appeal thereof, to which any such persons or his legal representative may be made a party or any be threatened to be made a party by reason of his being or having been a director, officer, employee or agent. The foregoing right of indemnification shall not affect any other rights to which any director, officer, employee or agent may be entitled as a matter of law or which he may be lawfully granted.

ARTICLE XIV
EXPANSION OF DUTIES

The declaration reserves to the developer the right to create additional condominiums and to expand the responsibility of the Association to include any such new condominium development, if the developer elects to expand the responsibilities of the Association in such fashion, then every person or entity who is a record owner of a Unit within any of the condominiums served by this Association shall be a member of the Association. Each unit shall have one vote. The powers and duties of the Association shall be expanded to include all condominiums to be served by the Association in accordance with their various declarations of condominium.

ARTICLE XV
INCORPORATOR

The incorporator of the corporation, Frederick W. Carlson, a natural person who is competent to contract and whose address is 2409 Pine Island Trail, Jacksonville, FL 32224 has executed these Articles of Incorporation this 16 day of January, 1998.


FREDERICK W. CARLSON
Incorporator

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/agent, in the State of Florida.

1. The name of the corporation is: SOUTH PABLO BEACH CONDOMINIUM ASSOCIATION, INC.

2. The name and address of the registered agent and office are: Frederick W. Carlson, 2409 Pine Island Trail, Jacksonville, Florida 32224.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


Frederick W. Carlson

Date: 1/6/98

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