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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**Cobblestone @ Cordova Owners Association, Inc.**

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**ARTICLES OF INCORPORATION  
OF**

**COBBLESTONE @ CORDOVA OWNERS ASSOCIATION, INC.**  
(A Corporation Not For Profit)

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**ARTICLE I - NAME**

This corporation shall be known as COBBLESTONE @ CORDOVA OWNERS ASSOCIATION, INC., hereinafter referred to as the "ASSOCIATION." The principal office of the ASSOCIATION shall be located at 1401 East Belmont Street, Pensacola, Florida 32501, but meetings of the members and directors may be held at such places within the State of Florida, County of Escambia, as may be designated by the Board of Directors.

**ARTICLE II - REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office is 1401 East Belmont Street, Pensacola, Florida 32501. The Board of Directors may from time to time change the principal office of the ASSOCIATION to any other address in the State of Florida. The name of the initial registered agent is Anthony L. Terhaar.

**ARTICLE III - PURPOSES AND POWERS**

The purpose for which this ASSOCIATION is organized is to create an entity which can provide for enforcement of covenants, maintenance and architectural control of the Subdivision and common properties and architectural control of the Lots within that certain tract of property described as follows, to-wit:

For legal description, see the attached Exhibit "A," consisting of one page and made a part hereof by reference.

and to promote the business, safety and welfare of the Owners within the Subdivision and to:

a. Exercise all of the powers and privileges and perform all of the duties and obligations of the ASSOCIATION as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration," applicable to the property and recorded in the Public Records of Escambia County, Florida, as same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

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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, convey, sell, lease, transfer, dedicate for public use, or otherwise dispose of real or personal property in connection with the affairs of the ASSOCIATION;

d. Borrow money and, with the assent of all 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 for such purposes and subject to such conditions as may be agreed to by the members; no such dedication or transfer shall be effective unless an instrument has been signed by all of the members agreeing to such dedication, sale, or transfer;

f. Have and exercise any and all powers, rights and privileges which a corporation not for profit organized under the Florida law may now or hereafter have or exercise by law.

#### **ARTICLE IV - QUALIFICATION AND MANNER OF ADMISSION OF MEMBERS**

Every person or entity who is a record owner of a Lot, either individually or jointly with others which is subject by covenants of record to assessment by the ASSOCIATION, including a contract seller, 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.

A member, unless acting in the capacity of a duly elected officer of the Association, does not have the authority to act for the Association solely by virtue of being a member.

#### **ARTICLE V - VOTING RIGHTS/TRANSITION OF CONTROL**

Every Owner of a Lot shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership of any Lot. When more than one (1) person or entity holds fee title in any Lot, all such persons or entities shall be members. Members shall be entitled to one (1) vote for each Lot owned, except as set forth in Article III, Section 2 of the Declaration. When more than one (1) person or entity holds fee title to any Lot, the vote for such Lot shall be exercised as they among themselves determine.

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**ARTICLE VI - TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VII - INCORPORATOR**

The name and address of the Incorporator is Anthony L. Terhaar, 1401 East Belmont Street, Pensacola, Florida 32501.

**ARTICLE VIII - BOARD OF DIRECTORS**

The business affairs of this ASSOCIATION shall be managed by the Board of Directors, which shall initially consist of three (3) members. The number of Directors may be increased or decreased from time to time as provided in the Bylaws, but shall never be less than three (3). The members of the Board of Directors need not be members of the ASSOCIATION and shall serve for a term as set forth in the Bylaws. Members of the Board of Directors shall be elected and hold office in accordance with the Bylaws. Notwithstanding anything to the contrary herein or in the Bylaws, the Owner of Lot 7, or the westernmost portion of any re-subdivision of Lot 7, shall have the right to remove and replace Bryan Lee as a Director, until December 31, 2007.

The names and street addresses of the persons who are to serve as the first Board of Directors of the corporation are:

1. Anthony L. Terhaar  
1401 East Belmont Street  
Pensacola, Florida 32501
2. James D. Cronley  
1401 East Belmont Street  
Pensacola, Florida 32501
3. Bryan Lee  
c/o Select Medical Corporation  
2021 Church Street  
Suite 202  
Nashville, TN 37203-2016

**ARTICLE IX - OFFICERS**

The officers of this ASSOCIATION shall be a President, who shall at all times be a member of the Board of Directors, a Vice President, a Secretary and a Treasurer, and such other officers as the Board of Directors may from time to time create. The offices of Secretary and Treasurer may be held by the same person.

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The names of the persons who are to serve as officers of this ASSOCIATION until the first election are:

President:	Anthony L. Terhaar
Vice President:	James D. Cronley
Secretary/Treasurer	Bryan Lee

The officers shall be selected at the annual meeting of the Board of Directors as provided in the Bylaws and each shall hold office until he shall sooner resign or shall be removed or otherwise disqualified to serve. Officers shall serve at the pleasure of the Directors. Notwithstanding anything to the contrary herein or in the Bylaws, the Owner of Lot 7, or the westernmost portion of any re-subdivision of Lot 7, shall have the right to remove and replace Bryan Lee as a Director, until December 31, 2007.

#### ARTICLE X - DISSOLUTION

The ASSOCIATION may only be dissolved with the assent given in writing and signed by two-thirds (2/3) of the 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 or to another non-profit corporation, association, trust or other organization to be used for purposes similar to those for which this ASSOCIATION was created.

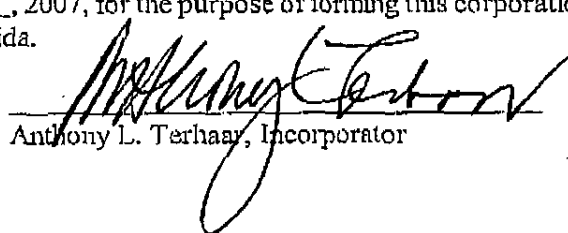
#### ARTICLE XI - AMENDMENTS

These Articles of Incorporation may be amended by a vote of three fourths (3/4) of the membership, at a regular or special meeting duly called for this purpose, provided that the three fourths (3/4) majority required by this Article shall mean three fourths (3/4) of all votes that can be cast by all members, as opposed to those members present at the meeting.

#### ARTICLE XII - DEFINITIONS

The terms used herein shall have the same definition as set forth in the Declaration of Covenants, Conditions and Restrictions and the Bylaws.

IN WITNESS WHEREOF, I, the undersigned subscribing incorporator, have hereunto set my hand and seal this 5th day of March, 2007, for the purpose of forming this corporation not for profit under the laws of the State of Florida.

  
Anthony L. Terhaar, Incorporator

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STATE OF FLORIDA  
COUNTY OF ESCAMBIA

The foregoing was acknowledged before me this 5<sup>th</sup> day of March, 2007, by  
Anthony L. Terhaar, who personally appeared before me and is personally known to me or produced  
\_\_\_\_\_ as identification.

Anna M. Palmer  
NOTARY PUBLIC



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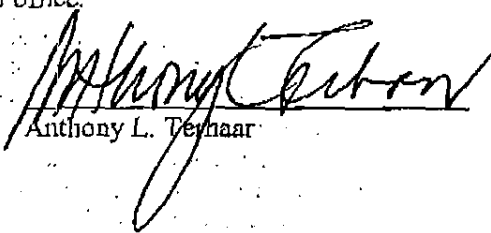
RESIDENT AGENT'S CERTIFICATE

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

COBBLESTONE @ CORDOVA OWNERS ASSOCIATION, INC., a Florida Corporation Not For Profit, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, in Pensacola, Escambia County, Florida, has named Anthony L. Terhaar as its agent to accept service of process within this State.

Acknowledgment and Acceptance

Having been named to accept service of process for the above stated corporation at the place designated in this Certificate, I hereby accept such designation and agree to comply with the provisions of said Act relative to keeping open said office.

  
Anthony L. Terhaar

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EXHIBIT "A"LEGAL DESCRIPTION:

Begin at the Northeast corner of Creek Station, a subdivision as recorded in Plat Book 13 at Page 51 of the public records of Escambia County, Florida; thence South 25 degrees 43'40" West along the East line of said subdivision for a distance of 267.31 feet; thence South 65 degrees 10'36" East for a distance of 187.04 feet; thence South 53 degrees 02'13" East for a distance of 570.00 feet; thence South 61 degrees 59'09" East for a distance of 360.00 feet; thence North 50 degrees 28'58" East for a distance of 558.00 feet; thence North 62 degrees 17'10" East for a distance of 639.05 feet to the westerly right of way line of College Parkway (60' R/W), said point being on a circular curve concave to the northwest, having a radius of 460.45 feet and delta angle of 00 degrees 02'20"; thence Northeasterly (this course and the next course along said westerly right of way line) along the arc of said curve for an arc distance of 0.31 feet chord distance of 0.31 feet and chord bearing of North 01 degrees 29'35" East) to the point of tangency; thence North 01 degrees 09'39" East for a distance of 68.19 feet; thence South 62 degrees 17'10" West for a distance of 672.13 feet; thence North 30 degrees 40'19" West for a distance of 668.00 feet to the southerly right of way line of Airport Boulevard (105' R/W); thence South 59 degrees 18'05" West (this course and the next course along said southerly right of way line) for a distance of 21.62 feet to the point of curvature of a circular curve concave to the North having a radius of 1200.92 feet and a delta angle of 43 degrees 03'15"; thence Southwesterly along the arc of said curve and right of way line for an arc distance of 902.42 feet (chord distance of 881.53 feet and chord bearing of South 80 degrees 49'43" West) to the point of Beginning.

All lying and being in Sections 33, Township 1 South, Range 30 West, Escambia County, Florida; Containing 17.69 acres, more or less.

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