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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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## COVER LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: CHARBAR APARTMENTS HOMEOWNER'S ASSOCIATION, INC.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

\$70.00  
Filing Fee

\$78.75  
Filing Fee &  
Certificate of  
Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

FROM: A. G. BOLTON  
Name (Printed or typed)

1113 VIA DELUNA DR  
Address

PENSACOLA BEACH FL 32561  
City, State & Zip

850 - 450 - 8943  
Daytime Telephone number

AGBOLT7@YAHOO.COM  
E-mail address: (to be used for future annual report notification)

**NOTE: Please provide the original and one copy of the articles.**

**ARTICLES OF INCORPORATION  
OF  
CHARBAR APARTMENTS HOMEOWNERS' ASSOCIATION, INC.**

In Compliance with Chapter 617, Florida Statutes, the undersigned, a citizen of the State of Florida, desiring to form a not for profit corporation certifies and acknowledges the following:

**ARTICLE I  
NAME**

The name of the corporation shall be: **CHARBAR APARTMENTS HOMEOWNERS' ASSOCIATION, INC.**, hereinafter called the "Association".

**ARTICLE II  
PRINCIPAL OFFICE**

The principal street address and mailing address shall be 1113 Via DeLuna Drive, Pensacola Beach, Florida 32561 or at such other place as may be subsequently designated by the Board of Directors of the Association.

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**ARTICLE III  
PURPOSE AND POWERS**

The purpose for which the corporation is organized is:

- A. To operate exclusively for the benefit of the owners and residents of units situated within the property situated in Escambia County, Florida described more particularly as follows:

**Charbar Apartments, a residential complex in Escambia County, Florida, located in Section 13, Township 2 S, Range 30 W and more fully described in Plat Book 5, at page 43 of the Public Records of Escambia County, Florida.**
- B. To provide for the maintenance, preservation and architectural control of the lots, common areas and improvements in accordance with the terms, conditions and authorizations contained in these Articles, the Association By-Laws and the Declaration of Covenants, Conditions and Restrictions of the Charbar Apartments, hereinafter referred to as the "Declaration", recorded among the Public Records of Escambia County, Florida. This Association does not contemplate pecuniary gain or profit to the members thereof and shall make no distributions of income to its members, directors or officers.

The Association shall have the following powers:

- A. The Association shall have all the common law and statutory powers and duties set forth under the laws of the State of Florida and the Declaration of Covenants, Conditions and Restrictions and By-Laws, and all other powers and duties reasonably necessary to comply with the Declaration and By-Laws as may be amended from time to time.
- B. To fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration and By-Laws; to pay all expenses in connection therewith and all other expenses related to the conduct of the business of the Association.
- C. To maintain, repair and operate the property of the Association.
- D. To establish By-Laws and Rules and Regulations for the operation of the Association and provide for the administration of the Association; to enforce by legal means the provisions of the Declaration, and the Articles of Incorporation and By-Laws of the Association.
- E. To borrow money in the furtherance of the business of the Association; to secure same by mortgage, deed of trust, pledge or other lien.
- F. To acquire, own, operate, mortgage, lease, sell and trade property, real or personal, as may be necessary or convenient in the administration of the Association.

#### **ARTICLE IV** **MEMBERS**

- A. Each owner of a Living Unit (Unit), as said term is defined in the Declaration, shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership of a unit.
- B. Membership shall commence upon the acquisition of record title to a Unit as evidenced by the recording of a deed of conveyance amongst the Public Records of Escambia County, Florida or upon transfer of title upon the death of a member. Membership shall terminate upon the divestment of title to said Unit.
- C. On all matters as to which the membership shall be entitled to vote, there shall be only one vote for each Unit, which vote shall be exercised in the manner provided in the Declaration and By-Laws.

#### **ARTICLE V**

### **MANNER OF ELECTION**

The directors of the Corporation shall be elected in accordance with methods and qualifications specified in the Declaration and By-Laws of the Corporation. In no event, shall the number of directors be fewer than three.

### **ARTICLE VI** **INITIAL DIRECTORS AND/OR OFFICERS**

The Association affairs shall be managed and governed by a Board of Directors consisting of a minimum of three (3) Directors who need not be members of the Association. The term of office for Directors shall be in accordance with the provisions of the Association By-Laws.

The following persons shall constitute the Board of Directors:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
A. G. Bolton, Jr	1113 Via DeLuna Dr Pensacola Beach, Fl 32561
Glenda Martin	612 S First Street, #26 Pensacola, Fl. 32507
Gerry Poulin	1810 Oak St South Pasadena, CA 91030-4850
Charlene Meyer	1113 Via DeLuna Dr Pensacola Beach, Fl 32561

The affairs of the Association shall be administered by the Officers. The Officers shall be elected or designated by the Board of Directors. The duties of the Officers shall be in accordance with the

Florida Statutes and as defined in the Declaration and By-Laws. The names and addresses of the Officers are as follows:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
A. G. Bolton, Jr	President	1113 Via DeLuna Dr Pensacola Beach, Fl 32561
Glenda Martin	Vice President	612 S First Street, #26 Pensacola, Fl. 32507
Gerry Poulin	Treasurer	1810 Oak St South Pasadena, CA 91030-4850
Charlene Meyer	Secretary	1113 Via DeLuna Dr Pensacola Beach, Fl 32561

**ARTICLE VII**  
**DURATION**

The duration of the Association shall be perpetual.

**ARTICLE VIII**  
**BY-LAWS**

The By-Laws of the Association shall be adopted by the Board of Directors and may be altered, amended or rescinded by a majority vote of all members.

**ARTICLE IX**  
**AMENDMENTS TO ARTICLES**

Amendments to these Articles shall be proposed and adopted in the following manner:

- A. Notice of the subject matter of any proposed amendment shall be included in the notice of the meeting at which the proposed amendment is to be considered.

- B. A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by the Members of the Association by a majority vote of approval.
- C. No amendment shall make any changes in the qualifications for membership, nor in the voting rights of members, without approval in writing of all members.
- D. A copy of each amendment adopted shall be filed with the Secretary of State pursuant to the provisions of applicable Florida Statutes.

**ARTICLE X**  
**INDEMNIFICATION**

Every Director and every Officer of the Association shall be indemnified by the Association and every Member of the Association against all expenses and liabilities, including council fees reasonably incurred by or imposed upon the Director(s) or Officer(s) in connection with any proceeding or any settlement thereof to which the Director(s) or Officer(s) may be a party, or in which the Director(s) or Officer(s) may become involved by reason of the Director(s) or Officer(s) being or having been a Director or Officer of the Association, whether or not a Director or Officer at the time such expenses are incurred, except in such cases where the Director(s) or Officer(s) is adjudged guilty of willful misconduct in the performance of such Director's or Officer's duty. The foregoing right of indemnification shall be in addition to and not exclusive of all the rights to which such Director(s) or Officer(s) may be entitled.

**ARTICLE XI**  
**INCORPORATOR**

The name and address of the Incorporator is:

**NAME** \_\_\_\_\_

A. G. Bolton, Jr

**ADDRESS**

1113 Via DeLuna Dr  
Pensacola Beach, Fl 32561

**ARTICLE XII**  
**INITIAL REGISTERED AGENT AND STREET ADDRESS**

The principal office of the Association shall be at 1113 Via DeLuna Dr, Pensacola Beach, Florida 32561 or at such other place, within or without the State of Florida as may be subsequently designated by the Board of Directors. The initial registered office of the Association is 1113 Via DeLuna Dr, Pensacola Beach, Florida 32561, and the initial registered agent therein is A. G. Bolton, Jr.

**ACCEPTANCE BY REGISTERED AGENT**

Having been appointed the Registered Agent of the Charbar Apartments Homeowners' Association, Inc. and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment 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.

**IN WITNESS WHEREOF**, the undersigned Registered Agent and Incorporator of this corporation has made and signed these Articles of Incorporation this 9<sup>th</sup> day of MARCH, 2010.

  
Signature/Registered Agent

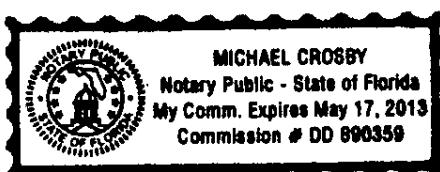
A. G. Bolton, Jr.

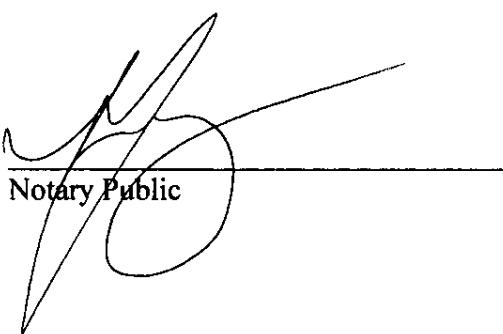
  
Signature/Incorporator

A. G. Bolton, Jr.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**SUBSCRIBED AND SWORN TO** before me this 9<sup>th</sup> day of MARCH, 2010, by A. G. Bolton, Jr.



  
Notary Public