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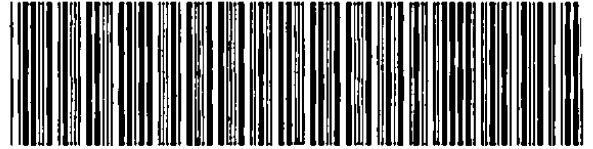
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DEC 20 2020

December 10, 2020

Via FEDEX

Florida Department of State  
Division of Corporations  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303

RE: Articles of Incorporation of  
Nautical Landing Homeowners Association, Inc.

Dear Sir or Madam:

Enclosed please find the original Articles of Incorporation of Nautical Landing Homeowners Association, Inc. to be filed with your office. Also enclosed is a check in the amount of ☒\$70.00 for the filing fee or ☐\$78.75 for the filing fee and certificate of status.

If you have any questions, please do not hesitate to contact me.

Sincerely,



Lucas R. Henderson  
*Associate General Counsel*  
ADAMS HOMES  
3000 Gulf Breeze Parkway  
Gulf Breeze, FL 32563  
Tel: 850-934-0470  
lhenderson@adamshomes.com

20 DEC 11 PM 4:51  
U.S. DEPARTMENT OF JUSTICE  
FEDERAL BUREAU OF INVESTIGATION  
WASHINGTON, D.C. 20535

RECORDED  
11 PM 4:51  
ASSOCIATION

ARTICLES OF INCORPORATION  
OF  
NAUTICAL LANDING HOMEOWNERS ASSOCIATION, INC.

In compliance with the requirement of Chapter 617 of the Florida Statutes, the undersigned have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I  
NAME

The name of this corporation is NAUTICAL LANDING HOMEOWNERS ASSOCIATION, INC. ("Association")

ARTICLE II  
PRINCIPLE OFFICE

The principal office is located at: \_\_\_\_\_

5508 B North W Street

Pensacola, Florida 32505

ARTICLE III  
REGISTERED AGENT

The individual who is hereby appointed as the initial registered agent of this Association is:

Name: \_\_\_\_\_ Ronnie Rainwater

Address: \_\_\_\_\_ 5508 B North W Street Pensacola, Florida 32505

ARTICLE IV  
PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation, and architectural control of the residence Lots and Common Areas within that certain tract of property described as follows: Nautical Landing, a subdivision, as recorded in the Public Records of Escambia County, Florida. In addition, it is the Association's purpose to promote the health, safety and welfare of the residents within the above described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

- a. exercise all of the powers and privileges and to 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 or to be recorded in the Office of Escambia County Clerk of the Circuit Court for Escambia County, Florida and as the same may be amended

from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

- 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 fifty percent (50%) of each class of 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 fifty percent (50%) of each class of members, agreeing to such dedication, sale or transfer;
- f. participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and Common Area, provided such merger, consolidation or annexation shall have the assent of fifty percent (50%) of each class of members;
- g. maintain, repair, replace, operate and manage the above described property and any improvements therein including the right to reconstruct improvements owned by the association after casualty and to make further improvements of the property or to purchase additional property and improvements;
- h. enter into contracts for management, insurance coverage, maintenance and to delegate all of the powers and duties of the association except those the delegation of which may be required by the Declaration to have approval of the board of directors or membership of the Association;
- i. enforce the provisions of the proposed Declaration, these Articles of Incorporation, the Bylaws of the Association which may be hereafter adopted, and the rules and regulations governing the use of the property and the improvements thereon as same may be hereafter established;
- j. exercise, undertake, and accomplish all of the rights, duties and obligations which may be granted to or imposed upon the association pursuant to the Declaration;

- k. operate, maintain, and manage the stormwater management system(s) in a manner consisted with the requirements of the Environmental Resource Permit and other applicable rules of the Water Management District; and
- l. have and to exercise any and all powers, rights, and privileges which a corporation organized under Chapter 617 of the Florida Statutes regarding corporations not for profit may now or hereafter have or exercise together with all other powers reasonably necessary to effectuate the purpose of the association as set out herein.

The Association is organized and shall be operated exclusively for the purposes set forth above. The activities of the Association will be financed by assessments against members as provided in the Declaration and no part of any net earnings of the Association will inure to the benefit of any member.

## ARTICLE V MEMBERSHIP

The Declarant, to the extent provided in the Declaration, and every person or entity who is a record Owner of a fee or undivided fee interest in any residential lot which is subject by the Declaration to assessment by the Association 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 performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any unit which is subject to assessment by the Association.

## ARTICLE VI VOTING RIGHTS

The Association shall have two (2) classes of Ownership, Class "A" and Class "B" Owners, if any, as follows:

- a. Class "A". Class "A" Owner shall be all Owners, with the exception of Class "B" Owners, if any. Class "A" Owners owning residential units shall be entitled to one (1) vote for each residential unit in which they hold the interest required for Ownership under the Declaration, there shall be only one (1) vote per unit;
- b. Class "B". Class "B" Owner shall be the Declarant and Builder (as defined in the Declaration) as well as any successor of Declarant or Builder who takes title for the purpose of development and sale, and who is designated as such in a recorded instrument executed by Declarant or Builder. The Class "B" Owner shall be entitled to ten (10) votes per Lot owned; provided, however, that the Class "B" membership shall cease and convert to Class "A" membership on the happening of any of the following events, whichever shall first occur:
  - i. Three (3) months after ninety percent (90%) of the Lots in the Community that will ultimately be operated by the Association have been conveyed to Class "A" Members; or

- ii. Declarant, in its sole and absolute discretion, elects to terminate its Class "B" membership by written notice of such election delivered to the Association (whereupon the Class "A" Members shall be obligated to elect the Board and assume control of the Association).

Notwithstanding that there shall be two (2) classes of voting membership in the Association, voting shall be based upon the votes cast by the membership as a whole; not on votes cast by or within each class of voting membership.

From and after the happening of these events, whichever occurs earlier, the Class "B" Owner shall be deemed to be a Class "A" Owner entitled to one (1) vote for each residential Lot in which it holds the interest required for Ownership under the Declaration. At such time, the Declarant shall call a meeting, as provided in the Bylaws of the Association for special meetings, to advise the Ownership of the termination of Class "B" status and conduct a turn-over meeting. Declarant's failure to conduct such meeting shall not affect or nullify Declarant's termination of any of its rights or obligations.

#### ARTICLE VII INITIAL OFFICES AND/OR DIRECTORS

The affairs of this Association shall be managed by a Board of three (3) Directors who need not be members of the Association. The number of Directors may be changed by amendment of the Bylaws of the Association. The names and addresses of the persons who are to act in the capacity of Directors until the selection of their successors are:

NAME	ADDRESS
Ronnie Rainwater - President	5508 B North W Street Pensacola, Fl. 32505
James Ray - Secretary	5508 B North W Street Pensacola, Fl. 32505
Andrea DeLaCerna - Treasurer	5508 B North W Street Pensacola, Fl. 32505

The officers of this Association shall be a President, a Vice-President, both of whom shall at all times be members of the Board of Directors, a Secretary and a Treasurer, and such other officers as the Board may from time to time by resolution create.

#### ARTICLE VIII BYLAWS

The Bylaws of the Association shall be adopted by a vote of a majority of the members of the Board of Directors. The Bylaw may be amended or altered at a regular or special meeting of the members, by a vote of a majority of a quorum of members present in person or by proxy, in the manner and subject to any other condition set forth in the Bylaws.

#### ARTICLE IX DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of members as set forth in the Declaration of Covenants, Conditions and Restrictions. 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 to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purposes. This procedure shall be subject to court approval on dissolution pursuant to Florida Statutes 617.05.

Upon any such termination, any stormwater management system or discharge facility for which the Association is responsible shall be accepted by and maintained by local government units, including county or municipal service taxing unit, an active water control district, a drainage district created by special act, a community development district created under Chapter 190, Florida Statutes, a special assessment district created under Chapter 170, Florida Statutes, a state or federal agency, any duly constituted communication, water, sewer, electrical or other public utility, any entity acceptable to the Department of Environmental Regulation or its successor under its rules and regulations.

#### ARTICLE X EXISTENCE

The corporation shall exist perpetually.


#### ARTICLE XI AMENDMENTS

Amendment of these Articles shall require the assent of seventy-five (75%) percent of the entire membership.

*[Signatures appear on following page]*

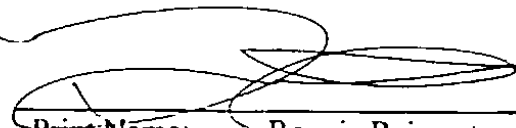
IN WITNESS WHEREOF, for the purposes of forming this corporation under the laws of the State of Florida, the undersigned, constituting the incorporator of this Association, has executed these Articles of Incorporation, this 8 day of December, 2020.

FILED  
20 DEC 11 PM 4:51  
TALLAHASSEE, FLORIDA

  
Print Name: Ronnie Rainwater  
Title: Incorporator  
Date: 12-8-20

### OATH OF RESIDENT AGENT

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF 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. FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

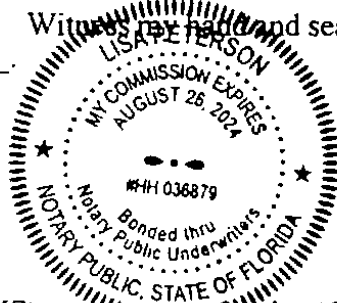
  
Print Name: Ronnie Rainwater  
Title: Register Agent  
Date: 12-8-20

STATE OF FLORIDA

COUNTY OF ESCAMBIA

I HEREBY CERTIFY that on this day, before me a notary public duly authorized in the State and County above named to take acknowledgments, personally appeared Ronnie Rainwater to me well known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he subscribed to these Articles of Incorporation.

Witness my hand and seal in the County and State aforesaid this 8<sup>th</sup> day of December, 2020.



  
Notary Public

[Signature page for the ARTICLES OF INCORPORATION OF NAUTICAL LANDING HOMEOWNERS ASSOCIATION, INC.]