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Beggs and Lane 850 469 3331 >> 850-617-6381

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FLORIDA PROFIT/NON PROFIT CORPORATION
FLORENCE MARINA ASSOCIATION, INC.

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ARTICLES OF INCORPORATION
OF
FLORENCIA MARINA ASSOCIATION, INC.

In compliance with the requirements of Florida Statute Section 617 (2022), the undersigned, all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I

The name of the corporation is Florencia Marina Association, Inc., hereafter called the "Association."

ARTICLE II

The principal office of the Association is located at 14900 River Road, Unit 903, Pensacola, Florida 32507.

ARTICLE III

Charles K. Breland, whose address is 14900 River Road, Unit 903, Pensacola, Florida 32507 is hereby appointed the initial registered agent of this Association.

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ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the Members thereof. The Association is being formed to provide for the maintenance, repair, improvement and insuring of a certain twenty-three (23) slip docking facility in Old River located behind the Florencia Condominium, 14900 River Road, Pensacola, Florida 32507, with said docking facility being described as follows (the "Marina")

A parcel of sovereignty submerged land in Section 34, Township 03 South, Range 32 West, in Old River, Escambia County, Florida containing 7,765 square feet, more or less as is more particularly described on Attachment A, dated July 14, 2005.

and 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 Sovereignty Submerged Lands Lease (herein the "Lease") for the Marina as the same may be amended from time to time as therein provided, said Lease being incorporated herein as if set forth herein at length. It is further intended that Florencia Development, Inc., the current holder of the Lease, will endeavor to cause the Board of Trustees of the Internal Improvement Trust Fund of the State of Florida Assign the Lease to the Association;

(b) enforce provisions of the Lease and fix, levy, collect and enforce payment by any lawful means, all charges or assessments necessary to maintain, repair, improve and insure the Marina and to comply with the Lease; 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 Marina;

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(c) 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 by law may now or hereafter have or exercise.

ARTICLE V

MEMBERSHIP

Every individual or entity who is assigned the exclusive right to use one of the twenty-three boat slips in the Marina shall be a Member of the Association. Provided however, that pursuant to paragraph 4.04 of that certain Declaration of Condominium of Florencia Condominium recorded in the Official Records of Escambia County, Florida at Book 5810, Page 1, each Member of the Association shall also be required to be a Member of Florencia Condominium Association, Inc. Notwithstanding the foregoing, a Member of the Association may form an entity to hold his or her slip, so long as the owner(s) of said entity is also a Member of the Association and a Member of Florencia Condominium Association, Inc.

ARTICLE VI

VOTING RIGHTS

Section 1. The Association shall have two classes of voting membership:

Class A. Class A Members shall be the Owners of Slips 1, 2, 3, 4, 5, 6, 7, 8, 9, 10, 14, 15, 16, 17, 18, 19, 20, 21, 22, and 23 on Attachment A and shall be entitled to one vote for each Slip owned. When more than one person owns an interest in any one Slip, all such persons shall be Members. The vote for such Slip shall be exercised as the owners determine, but in no event shall more than one vote be cast with respect to any one Slip.

Class B. The Class B Member shall be the Owners of Slips 11, 12 and 13 and shall be entitled to two votes for each Slip owned. When more than one person owns an

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interest in any one Slip, all such persons shall be Members. The vote for such Slip shall be exercised as the owners determine, but in no event shall more than two votes be cast with respect to any one Slip.

ARTICLE VII

BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of not less than three (3) nor more than five (5) directors, the exact number to be determined by a majority vote of the Members. There shall be three initial Directors. All Directors shall be members in good standing of the Association. The number of Directors may be changed by amendment of the By-Laws of the Association. The Directors shall be elected at the annual meeting of the members of the Association. The names and addresses of the persons who are to act in the capacity of Directors until the election of their successors are:

<u>NAME</u>	<u>ADDRESS</u>
Charles K. Breland,	14900 River Road, Unit 903, Pensacola, Florida 32507
Monty Warren,	P.O. Box 51381, Lafayette, LA 70505
Scott Anderson,	14900 River Road, Unit 608, Pensacola, Florida 32507

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ARTICLE VIII

OFFICERS

The affairs of the Association shall be administered by the Officers and shall be a President, Vice President, a Secretary, a Treasurer and such other officers as may be provided in the By-Laws. The same person can hold the office of both Secretary and Treasurer. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Association and shall serve at the pleasure of the Board of Directors. The names and addresses of

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the officers who shall serve until their successors are designated by the Board of Directors are as follows:

<u>OFFICE</u>	<u>NAME AND ADDRESS</u>
President	Charles K. Breland
Vice President	Monty Warren
Secretary/ Treasurer	Scott Anderson

ARTICLE IX

MEMBERS' MEETINGS

The annual members' meetings shall be held within the first quarter of each year as determined by the Board of Directors and shall be held for the purpose of electing directors and transacting any other business authorized to be transacted by the Members. Special members' meetings shall be held in accordance with the By-Laws. The Board of Directors shall have the authority to schedule the annual members' meeting for such other time and date as it determines to be appropriate, provided that appropriate notice of the meeting is provided to the members.

ARTICLE X

AMENDMENTS

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

Section 1. Notice of subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is considered.

Section 2. A resolution for the adoption of a proposed amendment may be provided either by the Board of Directors or by the members of the Association. Directors and members not

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present in person or by proxy at the meeting considering the amendment may exercise their approval in writing, provided such approval is delivered to the Secretary at or prior to the meeting. Such approvals must be by not less than two-thirds (2/3) of the votes of the entire membership of the Association.

ARTICLE XI

BY-LAWS

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

ARTICLE XII

DURATION

The corporation shall exist perpetually.

ARTICLE XIII

DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by each and every Member of the Association. 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 non-profit corporation, association, trust or other organization to be devoted to such similar purposes.

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BEGGS AND LANE ASSOCIATION

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ARTICLE XIV

SUBSCRIBERS

The name and residence of the subscriber to these Articles are:

NAMERESIDENCE ADDRESS

Charles K. Breland

14900 River Road, Unit 903, Pensacola, Florida 32507

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, the undersigned, constituting the incorporators of this Association, have executed these Articles of Incorporation on this 25 day of July, 2023.



CHARLES K. BRELANDJUL 25 2023
ALL AMERICAN
FLORIDA

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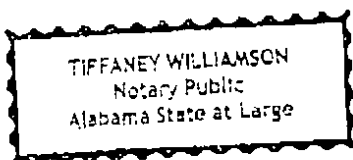
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STATE OF ~~FLORIDA~~ AlabamaCOUNTY OF ~~ESCAMBIA~~ Baldwin

Before the undersigned subscriber, a Notary Public, personally appeared by means of X physical presence or _____ online notarization, CHARLES K. BRELAND, known to me to be the individual described in and who executed the foregoing instrument, and acknowledged that he executed the same for the uses and purposes therein set forth. He is personally known to me.

Given under my hand and official seal this 25th day of July, 2023.



My Commission Expires
November 8, 2025

Signature of Notary Public

Tiffany Williamson
Print Name: Tiffany Williamson
State of ~~Florida~~ at Large Alabama
My Commission Expires: 11/08/2025
Commission Number: N/A

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EXHIBIT "A"

2023 JUL 25 AM 9:04
FALL KISSING ORIGIN

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BK: 7479 PG: 1540

NORTHWEST FLORIDA LAND SURVEYING, INC. <small>2600 N. 9th Street Panama, FL 32304 (904) 432-1042</small>		A PROFESSIONAL SERVICE ORGANIZATION
PREPARED FOR: THOMPSON ENGINEERING REQUESTED BY: JAKE GIBBS		JOB NO.: 18443-2 DATE: 7/7/05
PROPERTY ADDRESS: OLD RIVER		SCALE: 1" = 50'
CERTIFIED TO BOARD OF TRUSTEES STATE OF FLORIDA BOUNDARY SURVEY		
SHEET 1 OF 3 "MEASUREMENTS MADE TO UNITED STATES STANDARDS"		
DESCRIPTION: SEE PAGE THREE		
SEC. 34, TWP. -3-S, RGE. -31-W, ESCAMBIA COUNTY, STATE OF FLORIDA. RECORDS: PLAT BOOK 4, PAGE 52. "THE ENCROACHMENTS ARE AS SHOWN" FIELD DATE: 8/20/98 FIELD BOOK: G-263, PG. 25-28		
NORTHWEST FLORIDA LAND SURVEYING, INC. FLORIDA CORPORATION NUMBER 7277 FRED R. THOMPSON PROFESSIONAL LAND SURVEYOR FLORIDA REGISTRATION NUMBER 3027 STATE OF FLORIDA		REVISIONS: 1/1/05 REVE ENCLOSURE IS CLIENTS REVIEW 1/21/05 REVE ENCLOSURE NAME
		NOT VALID WITHOUT THE SIGNATURE AND THE ORIGINAL RAISED SEAL OF A FLORIDA LICENSED PROFESSIONAL LAND SURVEYOR

Attachment A
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 SSLL NO. 170036201

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