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FLORIDA PROFIT/NON PROFIT CORPORATION
Admirals Row South Condominium Association, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$70.00

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**ARTICLES OF INCORPORATION
OF
ADMIRALS ROW SOUTH CONDOMINIUM ASSOCIATION, INC.**

ARTICLE I. NAME AND PRINCIPAL PLACE OF BUSINESS

The name of this corporation is ADMIRALS ROW SOUTH CONDOMINIUM ASSOCIATION, INC., a Florida not for profit corporation (the "Association"), and its principal place of business initially will be 3250 West Navy Blvd., Pensacola, FL 32505.

ARTICLE II. PURPOSE

This corporation is organized as a Florida not for profit corporation under FS Chapter 617, for the purpose of providing an entity pursuant to FS 718.111, for the operation of Admirals Row South, a Condominium, located in the City of Pensacola, Escambia County, Florida and to perform the duties of the Association as defined in the Declaration of Condominium for Admirals Row South, a Condominium (the "Declaration"). Further, the Association shall operate and maintain any stormwater management system and any stormwater discharge facility exempted or permitted by the applicable state or local agencies on the Condominium Property and shall have all powers necessary to establish rules and regulations, assess members, and contract for services for the maintenance and operation thereof. In addition, the Association shall maintain any other similar improvements or environmental requirements on the Condominium Property as may be directed by the State of Florida, Escambia County, City of Pensacola, or other governmental authority from time to time.

ARTICLE III. DEFINITIONS

The terms used in these Articles shall have the same definitions and meanings as those set forth in the Declaration unless herein provided to the contrary or unless the context otherwise requires.

ARTICLE IV. TERM

The term of the Association shall be the life of the Condominium, unless the Association is terminated by the termination of the Condominium in accordance with the provisions of the Declaration. Upon any such termination, any stormwater management system or discharge facility for which the Association is responsible shall be maintained by local government units, including the City of Pensacola, Escambia County or any municipal service taxing unit, an active water control district, a drainage district created by special act, a community development district created under FS Chapter 190, a special assessment district created under FS Chapter 170, a state or federal agency, any duly constituted communication, water, sewer, electrical or other public utility, or any entity acceptable to the Department of Environmental Protection or its successor under its rules and regulations.

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ARTICLE V. INCORPORATOR

The name and address of the Incorporator is Stephen R. Moorhead, 127 Palafox Place, Suite 200, Pensacola, Florida 32502.

ARTICLE VI. DIRECTORS

1. The affairs of the Association will be managed by a Board consisting of the number of directors (individually, each is a "Director;" collectively, they are the "Directors") as shall be determined by the Bylaws, but not less than three Directors and in the absence of such determination shall consist of three Directors.

2. Directors of the Association shall be elected at the annual meeting of the members in the manner determined by the Bylaws. Directors may be removed, and vacancies of the Board shall be filled in the manner provided in the Bylaws.

3. Pursuant to FS 718.301(1), if Unit Owners other than the Developer own 15 percent or more of the Units, the Unit Owners other than the Developer are entitled to elect at least one-third of the Directors. Unit Owners other than the Developer are entitled to elect at least a majority of the Directors, upon the first to occur of any of the following events: (i) three years after 50 percent of the units that will be operated ultimately by the Association have been conveyed to purchasers; (ii) three months after 90 percent of the Units that will be operated ultimately by the Association have been conveyed to purchasers; (iii) when all the Units that will be operated ultimately by the Association have been completed, some of them have been conveyed to purchasers, and none of the others are being offered for sale by the Developer in the ordinary course of business; (iv) when some of the Units have been conveyed to purchasers and none of the others are being constructed or offered for sale by the Developer in the ordinary course of business; (v) when the Developer files a petition seeking protection in bankruptcy; (vi) when a receiver for the Developer is appointed by a circuit court and is not discharged within 30 days after such appointment, unless the court determines within 30 days after appointment of the receiver that transfer of control would be detrimental to the Association or its members; or (vii) seven years after the date of the recording of the certificate of a surveyor and mapper pursuant to FS 718.104(4)(e) or the recording of an instrument that transfers title to a unit in the Condominium which is not accompanied by a recorded assignment of Developer rights in favor of the grantee of such unit, whichever occurs first. The Developer is entitled to elect at least one member of the Board as long as the Developer holds for sale in the ordinary course of business at least five percent (5%) of the Units. After the Developer relinquishes control of the Association, the Developer may exercise the right to vote any developer-owned units in the same manner as any other Unit Owner except for purposes of reacquiring control of the Association or selecting the majority of the Directors. Within 75 days after the Unit Owners other than the Developer are entitled to elect the Directors, the Association shall call, and give not less than 60 days' notice of an election for the Directors. The election shall proceed as provided in FS 718.112(2)(d). The notice may be given by any Unit Owner if the Association fails to do so. Upon election of the first Unit Owner other than the Developer to the Board, the Developer shall forward to the division the name and mailing address of the unit owner board member.

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4. The names and addresses of the three Directors of the first Board who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

Director 1: Thomas M. Bizzell
3250 W. Navy Blvd.
Pensacola, FL 32505

Director 2: Robert A. Fabbro
3881 N. Palafox St.
Pensacola, FL 32505

Director 3: Sara Whitesell
3250 W. Navy Blvd.
Pensacola, FL 32505

ARTICLE VII. OFFICERS

The affairs of the Association shall be administered by the officers elected by the Board at its first meeting following the annual meeting of the members of the Association, which officers shall serve at the pleasure of the Board. The names and addresses of the officers who shall serve until their successors are designated by the Board are as follows:

President: Thomas M. Bizzell
3250 W. Navy Blvd.
Pensacola, FL 32505

Vice President Robert A. Fabbro
3881 N. Palafox St.
Pensacola, FL 32505

Secretary Robert A. Fabbro
3881 N. Palafox St.
Pensacola, FL 32505

Treasurer Robert A. Fabbro
3881 N. Palafox St.
Pensacola, FL 32505

ARTICLE VIII. INDEMNIFICATION OF OFFICERS AND DIRECTORS

The Association shall and does hereby indemnify and hold harmless every Director and every officer, their heirs, executors and administrators, against all loss, cost and expenses

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reasonably incurred in connection with any action, suit or proceeding to which such Director or officer may be made a party by reason of being or having been a Director or officer of the Association, including reasonable attorney fees and paraprofessional fees at all levels of proceeding. This indemnification shall not apply to matters wherein the Director or officer shall be finally adjudged in such action, suit or proceeding to be liable for or guilty of recklessness or willful misconduct. The foregoing rights shall be in addition to, and not exclusive of, all other rights to which such Director or officers may be entitled.

ARTICLE IX. TRANSACTIONS IN WHICH DIRECTORS OR OFFICERS ARE INTERESTED

No contract or transaction between the Association and one (1) or more of its Directors or officers or Developer, or between the Association and any other corporation, partnership, or other organization in which one (1) or more of its officers or Directors are officers, directors or employees or otherwise interested shall be invalid, void or voidable solely for this reason, or solely because the officer or Director is present at, or participates in, meetings of the Board thereof which authorized the contract or transaction, or solely because said officers' or Directors' votes are counted for such purpose. No Director or officer of the Association shall incur liability by reason of the fact that such Director or officer may be interested in any such contract or transaction. Interested Directors shall disclose the general nature of their interest and may be counted in determining the presence of a quorum at a meeting of the Board which authorizes the contract or transaction.

ARTICLE X. BYLAWS

The first Bylaws of the Association shall be adopted by the Board and may be altered, amended or rescinded in the manner provided by the Bylaws.

ARTICLE XI. AMENDMENTS

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

1. Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is considered.
2. A resolution approving a proposed amendment may be proposed by either the Board or by the members of the Association. Directors and members of the Association not present in person or by proxy at the meetings considering the amendment may express their approval in writing, providing such approval is delivered to the secretary at or prior to the meeting.
3. Approval of an amendment must be by not less than two-thirds (2/3) of the votes of the entire membership of the Association.
4. No amendments shall make any changes in the qualifications for membership nor the voting rights of members of the Association.

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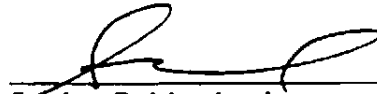
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5. A copy of each amendment shall be certified by the Secretary of State and recorded in the Public Records of Escambia County, Florida.

ARTICLE XII. REGISTERED AGENT

The Association has named Stephen R. Moorhead, whose address is 127 Palafox Place, Suite 200, Pensacola, FL 32502, as registered agent to accept service of process within the State of Florida.

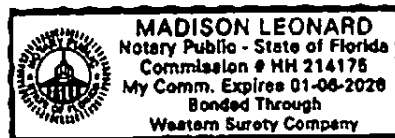
IN WITNESS WHEREOF, the subscriber has hereunto affixed his signature this 26th day of March, 2024.



Stephen R. Moorhead

STATE OF FLORIDA
COUNTY OF ESCAMBIA

THE FOREGOING INSTRUMENT was acknowledged before me by means of ☒ physical presence or ☐ online notarization on this 26th day of March, 2024, by Stephen R. Moorhead, who ☒ is personally known to me or ☐ has produced _____, as identification.

[SEAL]




NOTARY PUBLIC
Print Name: Madison Leonard
My Commission Expires: 1/6/2026

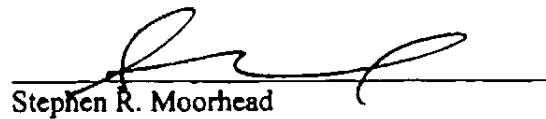
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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, Stephen R. Moorhead, hereby accept the appointment as registered agent for ADMIRALS ROW SOUTH CONDOMINIUM ASSOCIATION, INC. as set forth in its articles of incorporation being filed simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 26th day of March, 2024.


Stephen R. Moorhead

2024

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