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FLORIDA PROFIT/NON PROFIT CORPORATION
Bluewater Creek Estates Homeowner's Association, Inc

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Corporate Filing Menu

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ARTICLES OF INCORPORATION
OF
BLUEWATER CREEK ESTATES HOMEOWNER'S ASSOCIATION, INC.

In compliance with the requirements of Section 617, Florida Statutes (2023), 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 Bluewater Creek Estates Homeowner's Association, Inc., hereafter called the "Association."

ARTICLE II

The principal office of the Association is located at 3812 Crabtree Church Road, Molino, Florida 32577.

ARTICLE III

Susan J. Salamone, whose address is 501 Commendencia Street, Suite 1, Pensacola, Florida, 32502, 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, and the specific purposes for which it is formed are to provide for maintenance of the Subdivision and the Common Area, and architectural control of the Lots or Building Sites upon the land more particularly described on Exhibit A attached hereto and incorporated herein (the "Subdivision"), including the purchase of necessary insurance for the protection of the Association and the Owners, and to promote the health, safety and welfare of the residents within the Subdivision and any additions thereto as may hereafter be brought within the jurisdiction of this Association 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 Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration", applicable to the Subdivision and recorded or to be recorded in the public records of 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;

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(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 two-thirds (2/3) of the entire membership, 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 two-thirds (2/3) of the entire membership, 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 that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of the entire membership;

(g) 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 Owner of a Lot within the Subdivision shall be a Member of the Association. Membership shall be appurtenant to and may not be separated from ownership of any Lot.

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ARTICLE VI
VOTING RIGHTS

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

Class A. Class A Members shall be all Owners, with the exception of the Declarant (as defined in the Declaration) and shall be entitled to one vote for each Lot owned. When more than one person owns an interest in any Lot, all such persons shall be Members. The vote for such Lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any Lot.

Class B. The Class B Member shall be the Declarant, and shall be entitled to three (3) votes for each Lot owned. The Class B membership shall cease and shall be converted to Class A membership upon the transfer of the control of the Association as set forth in Section 2 below.

Section 2. Transfer of control of the Association from Declarant to the Members of the Association other than Declarant shall occur in accordance with applicable Florida law pertaining to and regulating the operation of homeowners' associations, in effect as of the date of the execution of this Declaration (currently Section 720.307, Florida Statutes). In the event applicable Florida law does not regulate such transfer of control, the Members other than Declarant shall be entitled to elect at least a majority of the members of the Board of Directors upon the earlier of the following: (i) three (3) months after ninety percent (90%) of all Lots which may ultimately be operated by the Association have been conveyed to third parties; or (ii) upon the recording of an instrument in the public records of the County stating that Declarant has relinquished its right to elect a majority of the members of the Board of Directors.

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The Declarant is entitled to elect at least one (1) member of the Board of Directors of the Association as long as the Declarant holds for sale in the ordinary course of business at least five percent (5%) of the Lots in the Subdivision. After the Declarant relinquishes control of the Association, the Declarant may exercise the right to vote any Declarant-owned voting interests in the same manner as any other Member, except for purposes of reacquiring control of the Association or selecting the majority of the members of the Board of Directors.

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 the existing Board of Directors at least thirty (30) days prior to the annual meeting. 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:

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<u>NAME</u>	<u>ADDRESS</u>
Eli H. Miller	3812 Crabtree Church Road Molino, Florida 32577
James E. Miller	3812 Crabtree Church Road Molino, Florida 32577
Allison Marabella	3812 Crabtree Church Road Molino, Florida 32577

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 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	Eli H. Miller 3812 Crabtree Church Road Molino, Florida 32577
Vice President	James E. Miller 3812 Crabtree Church Road Molino, Florida 32577
Secretary/Treasurer	Allison Marabella 3812 Crabtree Church Road Molino, Florida 32577

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ARTICLE IX

MEMBERS' MEETINGS

The annual members' meetings shall be held at the office of the corporation at 7:00 P.M., Central Standard Time, on the third Tuesday in January of each year for the purpose of electing directors and transacting any other business authorized to be transacted by the members; provided, if that day is a legal holiday, the meeting shall be held at the same hour on the next day that is not a holiday. 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 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. Except as elsewhere provided:

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- (a) Such approvals must be by not less than seventy-five percent (75%) of the entire membership of the Board of Directors and/or by not less than two-thirds (2/3) of the votes of the entire membership of the Association; or
- (b) Until the sale of the first subdivision lot covered by these Articles, only by all the Directors 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 a quorum of members present in person or by proxy.

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 not less than two-thirds (2/3) of the entire membership. 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

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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.

ARTICLE XIV

SUBSCRIBERS

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

NAME

RESIDENCE ADDRESS

Eli H. Miller

3812 Crabtree Church Road
Molino, Florida 32577

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 ^{10th} day of April, 2024.



Susan J. Salamone

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STATE OF FLORIDA

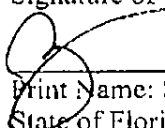
COUNTY OF ESCAMBIA

Before the undersigned subscriber, a Notary Public, personally appeared by means of X physical presence or _____ online notarization, Susan J. Salamone, 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. She is personally known to me.

Given under my hand and official seal this 10th day of April, 2024.



Signature of Notary Public


Print Name: Stephne L. Jay
State of Florida at Large
My Commission Expires: 4/22/2025
Commission Number: HH99888

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CERTIFICATE DESIGNATING REGISTERED OFFICE
AND REGISTERED AGENT FOR THE SERVICE OF PROCESS WITHIN
THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091 and Chapter 617.023, Florida Statutes, the following is submitted, in compliance with said Acts:

Bluewater Creek Estates Homeowner's Association, Inc., desiring to organize under the laws of the State of Florida, with its principal office at 3812 Crabtree Church Road, Molino, Florida 32577, has designated Susan J. Salamone as its Registered Agent and has designated 501 Commendencia Street, Suite 1, Pensacola, Florida, 32502, as its Registered Office, for accepting service of process within the State.

ACKNOWLEDGMENT: (Must be signed by Designated Agent)

Having been named to accept service of process for the above-named corporation, at the place designated in this Certificate, I hereby acknowledge that I am familiar with the obligations of this position, and I accept the obligations and agree to act in this capacity, and agree to comply with the provisions of said Statute relative to keeping open said office, along with all other obligations.



Susan J. Salamone
Registered Agent

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EXHIBIT A

LEGAL DESCRIPTION

Commence at a 4 inch x 4 inch St. Regis concrete monument at the Southeast corner of Section 20, Township 3 North, Range 31 West, Escambia County, Florida; thence go North 88 degrees 46 minutes 08 seconds West along the South line of said Section 20 a distance of 2877.42 feet to the Point of Beginning; thence continue North 88 degrees 46 minutes 58 seconds West along the South line of said Section 20 a distance of 2427.00 feet to a Plain 3 inch diameter concrete monument at the Southwest corner of said Section 20, being also the Southeast corner of Section 18, Township 3 North, Range 31 West of Escambia County, Florida; thence departing said South line go North 02 degrees 42 minutes 08 seconds East along the East line of said Section 19 a distance of 33.00 feet to the intersection of said East line and the North right-of-way line of Sunshine Hill Road (33 feet right-of-way); thence departing said East line go North 86 degrees 56 minutes 11 seconds West along said North right-of-way line a distance of 833.18 feet to the intersection of said North right-of-way line and the Easterly right-of-way line of State Road 97 (100 feet right-of-way); thence go North 28 degrees 06 minutes 15 seconds West along the Easterly right-of-way line of said State Road 97 a distance of 1930.00 feet; thence departing said Easterly right-of-way line go South 00 degrees 58 minutes 11 seconds East a distance of 1821.16 feet to a point on the East line of said Section 20; thence continue South 88 degrees 58 minutes 11 seconds East 180.00 feet to a point known as Point "A"; thence continue South 86 degrees 58 minutes 11 seconds East 100 feet, more or less, to the approximate centerline of a stream; thence meander Northeastly along said centerline a distance of 3062 feet, more or less to a point lying North 02 degrees 42 minutes 09 seconds East a distance of 3061 feet, more or less of the Point of Beginning; thence go South 02 degrees 42 minutes 09 seconds West approximately 101 feet to a point known as Point "B", said point lying North 54 degrees 52 minutes 31 seconds East a distance of 2844.88 feet from the aforementioned point "A"; thence continue South 02 degrees 42 minutes 09 seconds West a distance of 3460.00 feet to the Point of Beginning. The above described Parcel of land lying and being in Sections 19 and 20, Township 3 North, Range 31 West, Escambia County, Florida.

Being a portion of the property conveyed in that certain Statutory Warranty Deed dated November 3, 2006, between International Paper Company and RMS Timberlands L.L.C., recorded as Book 6077, Page 752, Escambia County, Florida records

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