

4. The current Articles of Incorporation of Cordova Square Owners' Association, Inc.



**ARTICLES OF INCORPORATION**

OF

**CORDOVA SQUARE OWNERS' ASSOCIATION, INC.**

FILED  
193 DEC -7 11 1953  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF ESCAMBIA

In compliance with the requirements of Chapter 617, Florida Statutes, the undersigned, all of whom are residents of the State of Florida, and 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  
NAME**

The name of this corporation is "Cordova Square Owners' Association, Inc.," hereafter called the "Association."

**ARTICLE II  
REGISTERED OFFICE AND REGISTERED AGENT**

The principal office of the Association is located at Suite 7, 4300 Bayou Boulevard, Pensacola, Florida 32503. Sam A. Viviano, whose address is 226 South Palafox Street, Pensacola, Florida 32501, is hereby appointed the initial registered agent of this Association. The Board of Directors may from time to time change the principal or registered office of the corporation as well as its registered agent, in the manner provided by law.

**ARTICLE III  
PURPOSE AND POWERS OF THE ASSOCIATION**

The corporation is formed exclusively for purposes for which a corporation may be formed under the not-for-profit corporation law of the State of Florida, and not for any pecuniary profit or financial gain. No part of the assets, income, or profit of the corporation shall be distributed to its members, trustees, or officers. The corporation shall not engage in any activity prohibited to a not-for-profit corporation under the laws of the State of Florida. Subject to the foregoing limitation, the general purposes for which this corporation is formed are to operate to provide for the maintenance, preservation, and architectural control of the lots and any common or other areas lying within that certain tract of land situated in Escambia County, Florida, and more particularly described as follows, to-wit:

Commence at the concrete monument at the most Northerly corner of MADISON PARK, according to the plat recorded in Plat Book 11, at Page 64, of the Public Records of Escambia County, Florida, for the point of beginning;

Thence South 40°39'20" West along the Westerly line of the said MADISON PARK for a distance of 873.46 feet to the Southwest corner of the said MADISON PARK; thence North 33°54'00" West along the Northerly right-of-way line of Bayou Boulevard, State Road Number S-296 (100 feet R/W), for a distance of 621.51 feet; thence North 56°06'00" East for a distance of 200.00 feet; thence North 33°54'00" West for a distance of 100.00 feet; thence North 56°06'00" East for a distance of 230.00 feet; thence North 33°54'00" West for a distance of 222.00 feet; thence North 56°06'00" East for a distance of 553.48 feet; thence South 33°54'00" East for a distance of 466.41 feet; thence North 68°03'20" East for a distance of 74.35 feet; thence South 09°11'20" West for a distance of 313.70 feet to the point of beginning;

and 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; and in pursuit of the foregoing purposes, the Association shall have the power to:

(a) Exercise all of the powers and privileges and perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereafter called the "Declaration," applicable to the property and to be recorded in the Public Records of Escambia County, Florida, as 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 two-thirds (2/3) 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 two-thirds (2/3) 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 property and Common Area, provided that any such merger, consolidation, or annexation shall have the assent of two-thirds (2/3) of each class of members; and

(g) Exercise any and all powers, rights, and privileges which a corporation organized under the nonprofit corporation law of the State of Florida by law may now or hereafter have or exercise.

#### ARTICLE V MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot or portion thereof which is subject by covenants of record to assessment by the Association, including a contract seller, 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 the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association.

#### ARTICLE VI VOTING RIGHTS

The Association shall have two classes of voting membership:

Class A. Class A members shall be all owners, with the exception of the Declarant (named in the Declaration), and shall be entitled to one vote for each platted subdivision lot owned. Any owner of a portion of a platted subdivision lot shall be entitled to a fractional portion of one vote in the same proportion as square footage owned bears to the total square footage of the platted lot. When more than one person shall hold an interest in a lot or portion thereof, all such persons shall be members and the vote for such Lot shall be exercised in accordance with the provisions of the Declaration, but in no event shall more than one vote be cast with respect to any lot.

Class B. Class B member(s) shall be the Declarant, and the voting rights attributable to Class B membership shall be as set forth in the Declaration. Class B membership shall cease and be converted to Class A membership pursuant to the terms and provisions of the Declaration.

#### ARTICLE VII BOARD OF 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 increased or diminished from time to time by Bylaws adopted by the members, but shall never be less than three (3). The names and street

addresses of the persons forming the first Board of Directors to serve until the first election of directors are:

JOHN BAARS CONNELL  
Suite 7  
4300 Bayou Boulevard  
Pensacola, FL 32503

JAMES D. CRONLEY  
140 Lurton Street  
Pensacola, FL 32505

SAM A. VIVIANO  
Post Office 12308  
Pensacola, FL 32581

#### ARTICLE VIII DISSOLUTION

Upon the dissolution of the corporation the directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner or to such organization or organizations which are operated exclusively for religious, charitable, educational, or scientific purposes as shall then qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law, as the directors may determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of Escambia County, Florida, exclusively for such purposes or to such organization or organizations as such Court shall determine, which are organized and operated exclusively for such purposes.

#### ARTICLE IX DURATION

The corporation shall exist perpetually.

#### ARTICLE X AMENDMENTS

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

#### ARTICLE XI SUBSCRIBERS

The names and addresses of the subscribers to these Articles of Incorporation are as follows:

JOHN BAARS CONNELL  
Suite 7  
4300 Bayou Boulevard  
Pensacola, FL 32503

JAMES D. CRONLEY  
140 Lurton Street  
Pensacola, FL 32505

#### ARTICLE XII OFFICERS

The Board of Directors shall elect the following officers: President, Vice President, Secretary, Treasurer, and such other officers as the Bylaws of this corporation may authorize the directors to elect from time to time. Officers shall be elected at the annual meeting of the Board of Directors. Until such election is held and their successors are qualified, the following persons shall serve as corporate officers:



OFFICE

President:  
Vice President:  
Secretary:  
Treasurer:


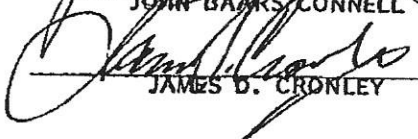
NAME

JOHN BAARS CONNELL  
JAMES D. CRONLEY  
JAMES D. CRONLEY  
JAMES D. CRONLEY

ARTICLE XIII  
BYLAWS

The power to adopt, alter, amend or repeal Bylaws of the Association shall be vested in the Board of Directors.

IN WITNESS WHEREOF, we, the undersigned, constituting all of the incorporators of this Association, have executed these Articles of Incorporation this 2d of December, 1983, for the purpose of forming this corporation under the laws of the State of Florida.

  
\_\_\_\_\_  
JOHN BAARS CONNELL  
  
\_\_\_\_\_  
JAMES D. CRONLEY

STATE OF FLORIDA  
COUNTY OF ESCAMBIA

Before the subscriber personally appeared JOHN BAARS CONNELL and JAMES D. CRONLEY, known to me, and known to me to be the individuals described by said names in and who executed the foregoing instrument, and acknowledged that they executed the same for the uses and purposes therein set forth.

Given under my hand and official seal this 2d day of December, 1983.

  
\_\_\_\_\_  
Notary Public

My Commission Expires: 5/19/85 .

RESIDENT AGENT'S CERTIFICATE

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First, **CORDOVA SQUARE OWNERS' ASSOCIATION, INC.**, a Florida non-profit corporation, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, in Pensacola, Florida, has named **SAM A. VIVIANO**, 226 South Palafox Street, Pensacola, Florida 32501, as its agent to accept service of process within this State.

**ACKNOWLEDGEMENT:**

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept such designation and agree to comply with the provisions of said Act relative to keeping open said office.

  
SAM A. VIVIANO