



Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of THE BERNATH HOMEOWNERS ASSOCIATION, INC., a corporation organized under the laws of the State of Florida, filed on November 9, 1995, as shown by the records of this office.

The document number of this corporation is N95000005346.



Given under my hand and the  
Great Seal of the State of Florida  
at Tallahassee, the Capital, this the  
Twenty-seventh day of February, 2019

  
Laurel M. Lee

Secretary of State

ARTICLES OF INCORPORATION

FILED

OF

THE BERNATH HOMEOWNERS ASSOCIATION, INC.

95 NOV -9 1981 27

The undersigned by these Articles associate themselves for the purpose forming a corporation not for profit under Chapter 617, Florida statutes, and certify as follows:

ARTICLE ONE

The name of the corporation is THE BERNATH HOMEOWNERS ASSOCIATION, INC., hereafter called the "Association".

ARTICLE TWO

The corporation shall have perpetual existence.

ARTICLE THREE

The principal office of the Association is located at 3188 Bernath Drive, Milton, FL 32583

ARTICLE FOUR

PURPOSE

This Association does not contemplate pecuniary gain or profit to the members thereof. The specific purposes for which it is formed are to provide for the improvement and maintenance of all common area, including the maintenance of the roads and adjacent swales, common pier(s) and boat slip for the use of the owners. Florida described as:

PARCEL A: Commencing at the Southwest corner of the Peter Philabert Grant, Section 35, Township 1 North, Range 29 West, Santa Rose County, Florida, lying on the North side of Bayou Mulatto, and running North following the Peter Philabert and Wilson Grant lines 104 rods; thence up the railroad 60 rods to a stake; thence Easterly 70 rods to the head of a branch; thence down said branch to the Philabert Creek; thence down said Creek to Bayou Mulatto to the POINT OF BEGINNING.

ARTICLE FIVE  
POWERS OF THE ASSOCIATION

When used in these Articles of Incorporation, words such as, for example, "Declarant", "Unit" and "Owner", shall have the same meaning as set forth in the Third Amended and Restated Declaration of Covenants, Conditions and Restrictions (hereafter called the "Declaration") or/in Florida Statute Chapter 617 (1993), unless the context shall prohibit.

Insofar as permitted by law, this corporation shall have the power to do anything that in the opinion of the Board of Directors of this Corporation, will promote, directly or indirectly, the recreation, health, safety, welfare, common benefit and enjoyment of the Owners and occupants of units or lots, including, but not limited to, the power:

- a. To purchase, accept by gift, lease, hold, sell, mortgage, convey or otherwise acquire or dispose of any real and personal property or necessary or proper for the carrying out of the purposes of the corporation.
- b. To own, acquire, construct, equip, operate and maintain amenities, services and facilities incident to the purposes of the corporation.
- c. To fix, levy and collect assessments as provided in the Declaration.
- d. To use the proceeds of assessments and charges in the exercise of its powers and duties.
- e. To buy or lease both real and personal property for Association use, and to sell or otherwise dispose of property so acquired.
- f. To maintain, repair, replace and operate the property acquired or leased by the Association for use by unit owners.
- g. To purchase insurance upon the property and insurance for the protection of the Association and its members as unit owners.
- h. To reconstruct and repair improvements after casualty and to construct additional improvements on the property.

- i. To enforce by legal means the provisions of the Homeowners Association Act, the Declaration, these Articles, the Bylaws of the Association and the Regulations for the use of the property in the Association.
- j. To contract for the management or operation of portions of the common elements susceptible to separate management or operation, and to grant leases of those portions for this purpose; and
- k. In general, to exercise all rights, powers, privileges and immunities as are provided and allowed in the Declaration and as are provided and allowed for similar corporations under the laws of Florida, including, but not limited to the Florida Homeowners Association Act and the Florida Nonprofit Corporation Code, subject, however, to any limitations set forth in the Declaration recorded or to be recorded in the office of the clerk of Court of Santa Rosa County, Florida.

The Association shall make no distribution of income to its members, directors or officers. No part of the net earnings of this Association inures (other than by acquiring, constructing, or providing management, maintenance, and care of association property, and other than by a rebate of excess membership dues, fees or assessments) to the benefit of any private shareholder or individual.

#### ARTICLE SIX MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot or Unit which is subject by covenants of record to assessment by the Association, including contract sellers, 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 or Unit which is subject to assessment by the Association.

## ARTICLE SEVEN 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, and shall be entitled to one vote for each Lot or Unit owned. When more than one person holds an interest in an Lot or Unit, all such persons shall be members and the vote for each lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any Lot or Unit.

Class B. The Class B member(s) shall be the Declarant (as defined in Article I of the Declaration), and shall be entitled to three (3) votes for each Lot or Unit owned. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

- (a) When the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership; or
- (b) Four months after 75% of the Lots in the project have been conveyed by Warranty Deed to Lot purchasers, or
- (c) Five years following conveyance of the first lot.

## ARTICLE EIGHT BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of not less than three (3) Directors, who need not be members 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:

KENNETH D. RAGAN  
3188 Bernath Drive  
Milton, FL 32583

GARY W. BRYAN  
4920 Ruby Ct.  
Pensacola, FL 32504

MONICA L. RIVERS  
3250 Hwy 97 South  
Cantonment, FL 32533

DONALD R. ESCO  
Crestview, FL

The number of Directors may be changed by amendment of the By-Laws of the Association.

Directors shall be elected and serve as provided in the By-Laws of this corporation.

a. Duties and powers. All of the duties and powers of the Association existing under the Homeowners Association Act, the Declaration and these Articles and By-Laws shall be exercised exclusively by the board of directors, its agents, contractors or employees, subject only to approval by unit owners when that is specifically required.

b. Election; removal. Directors of the Association shall be elected at the annual meeting of the members in the manner determined by the By-Laws and may be removed and vacancies on the board of directors shall be filled in the manner provided by the By-Laws.

#### ARTICLE NINE OFFICERS

The affairs of the Association shall be administered by the President, a Secretary and a Treasurer, together with such other officers as may be designated by the By-Laws of the Association. A person may hold more than one office; however, the President shall not also be the Secretary. The officers shall be elected by the Board of Directors at its annual meeting. The names and addresses of the officers to serve until their successors are designated by the Board of Directors are as follows:

President                    GARY W. BRYAN  
                                  4920 Ruby Ct.  
                                  Pensacola, FL 32504

Vice President            KENNETH D. RAGAN  
                                  3188 Bernath Drive  
                                  Milton, FL 32583

Secretary                   MONICA L. RIVERS  
                                  3250 Hwy 97 South  
                                  Cantonment, FL 32533

Treasurer                   DONALD R. ESCO  
                                  Crestview, FL

ARTICLE TEN  
INDEMNIFICATION

Every director and officer of the Association, and every member of the Association serving the Association at its request, shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding or any settlement of any proceeding to which he may be a party or in which he may become involved by reason of his being or having been a director or officer of the Association or by reason of his serving or having served the Association at its request, whether or not he is a director or officer or is serving at the time the expenses or liabilities are incurred; provided that in the event of a settlement before entry of judgment, and also when the person concerned is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties, the indemnification shall apply only when the board of directors approves the settlement and reimbursement as being for the best interest of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which that person may be entitled.

ARTICLE ELEVEN  
BY-LAWS

The first By-Laws of the Association shall be adopted by the board of directors and may be altered, amended or rescinded by the directors and members in the manner provided by the By-Laws.

ARTICLE TWELVE  
AMENDMENTS

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

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

Adoption. A resolution for the adoption of a proposed amendment may be proposed 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 express their approval in writing, providing the approval is delivered to the secretary at or prior to the meeting. The approvals must be either:

- a. by not less than 75% of the entire membership of the directors and by not less than 75% of the votes of the entire membership of the Association; or
- b. by not less than 80% of the votes of the entire membership of the Association.

Limitation. Provided, however, that no amendment shall make any changes in the qualifications for membership nor in the voting rights or property rights of members, nor any change of Article 5, entitled "Powers", without approval in writing by all members. No amendment shall be made that is in conflict with the Homeowners Association.

Recording. A copy of each amendment shall be accepted and certified by the Secretary of State and be recorded in the public records of Santa Rosa County, Florida.

#### ARTICLE THIRTEEN 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. 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.

ARTICLE FOURTEEN  
REGISTERED AGENT

The name and address of the initial registered agent of this corporation is:

MARY M. CALLAWAY  
1600 N. Palafox Street  
PENSACOLA, FL 32501

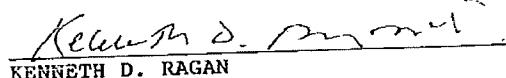
By signature below the registered agent accepts this designation.

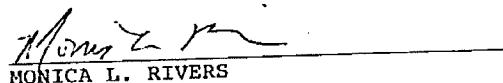
  
MARY M. CALLAWAY

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 this 3<sup>rd</sup> day of November, 1995.

THE BERNATH HOMEOWNERS ASSOCIATION, INC.

  
GARY W. BRYAN

  
KENNETH D. RAGAN

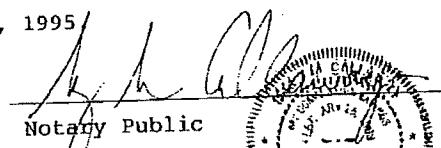
  
MONICA L. RIVERS

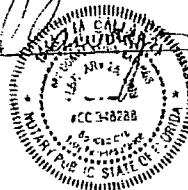
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STATE OF FLORIDA  
COUNTY OF ESCAMBIA

BEFORE ME, a notary public authorized to take acknowledgements in the state and County set forth above, personally appeared Kenneth D. Ragan and Gary W. Bryan, known to me and known by me to be the persons who executed the foregoing Articles of Incorporation and they acknowledged before me that they executed the Articles of Incorporation, for the uses and purposes therein.

IN WITNESS WHEREOF I have hereunto set my hand and official seal this 3rd day of November, 1995.

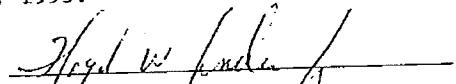
  
Notary Public



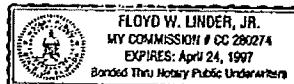
STATE OF FLORIDA  
COUNTY OF SANTA ROSA

BEFORE ME, a notary public authorized to take acknowledgements in the state and County set forth above, personally appeared Monica L. Rivers, known to me and known by me to be the person who executed the foregoing Articles of Incorporation and she acknowledged before me that she executed the Articles of Incorporation, for the uses and purposes therein.

IN WITNESS WHEREOF I have hereunto set my hand and official seal this 7 day of November, 1995.

  
Notary Public  
(Monica L. Rivers personally known to me)

prepared by:  
Mary M. Callaway, P.A.  
P.O. Box 36097  
Pensacola, FL 32516



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