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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

WP2-35765

12-31-02

PK

**PERRY & KERN, P.A.**  
ATTORNEYS AT LAW

50 S.E. FOURTH AVENUE  
DELRAY BEACH, FLORIDA 33483

TELEPHONE 561.276.4146  
FACSIMILE 561.276.3859

December 19, 2002

MARK A. PERRY  
KEITH D. KERN

REAL ESTATE PARALEGAL  
MICHELLE D. EDWARDS

LEGAL ASSISTANTS  
KATHLEEN H. FARNHAM  
JENNIFER L. TORRENCE

**Via Federal Express**

Florida Department of State  
Division of Corporations  
403 E. Gaines St.  
P.O. Box 6327  
Tallahassee, FL 32314

RE: Downtown Lofts Condominium Associations, Inc.

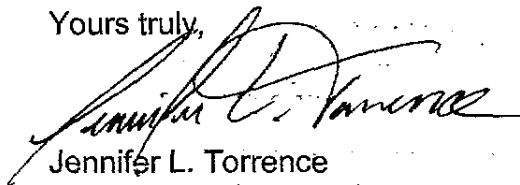
Ladies and Gentlemen:

Enclosed herewith please find an original and one photocopy of the Articles of Incorporation regarding the above-referenced corporation. Also enclosed is our trust account check in the amount of \$78.75 representing \$35.00 filing fee, \$8.75 certified copy fee, and \$35.00 designation.

If everything appears to be in order, please file the Articles and return a certified copy to this office using the pre-addressed Federal Express envelope provided herewith for your convenience.

If you should have any questions, please do not hesitate to contact me. Your assistance in this matter is greatly appreciated.

Yours truly,



Jennifer L. Torrence  
Assistant to Keith D. Kern

:jlt  
Enclosures



FLORIDA DEPARTMENT OF STATE

Jim Smith  
Secretary of State

December 24, 2002

KEITH D. KERN  
50 SE 4TH AVE  
DELRAY BEACH, FL 33483

SUBJECT: DOWNTOWN LOFTS CONDOMINIUM ASSOCIATION, INC.  
Ref. Number: W02000035765

We have received your document for DOWNTOWN LOFTS CONDOMINIUM ASSOCIATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain both the street address of the principal office and the mailing address of the entity.

The registered agent must sign accepting the designation.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

An effective date may be added to the Articles of Incorporation if a 2003 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6930.

Donna Graves  
Document Specialist  
New Filing Section

Letter Number: 802A00067289

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
DOWNTOWN LOFTS CONDOMINIUM ASSOCIATION, INC.**

The undersigned natural person competent to contract, acting as incorporator of a corporation not for profit under Chapter 617 of the Florida Statutes, adopts the following articles of incorporation.

**§ I. Name and Address**

The name and address of this corporation is DOWNTOWN LOFTS CONDOMINIUM ASSOCIATION, INC., 550 Fairway Drive, Suite 104, Deerfield, Florida 33441.

**§ II. Purposes**

The purposes and objects of the corporation are such as are authorized under Chapter 617 of the Florida Statutes and include providing for the maintenance, preservation, administration, and management of DOWNTOWN LOFTS CONDOMINIUM, a condominium under the Florida Condominium Act pursuant to a declaration of condominium established for such condominium, and by-laws, and as provided by law.

The corporation is organized and operated solely for administrative and managerial purposes. It is not intended that the corporation show any net earnings, but no part of any net earnings that do occur shall inure to the benefit of any private member. If, in any taxable year, the net income of the corporation from all sources other than casualty insurance proceeds and other non-recurring items exceeds the sum of (1) total common expenses for

which payment has been made or liability incurred within the taxable year, and (2) reasonable reserves for common expenses and other liabilities in the next succeeding taxable year, such excess shall be held by the corporation and used to reduce the amount of assessments that would otherwise be required in the following year. For such purposes, each unit owner will be credited with the portion of any excess that is proportionate to his or her interest in the common elements of the condominium.

### **§ III. Members**

Each condominium unit shall have appurtenant to it a membership in the corporation, which membership shall be held by the person or entity, or in common by the persons or entities owning such unit, except that no person or entity holding title to a unit as security for performance of an obligation shall acquire the membership appurtenant to the unit by virtue of the title ownership. In no event may any membership be severed from the unit to which it is appurtenant.

Each membership in the corporation shall entitle the holder or holders of it to exercise that proportion of the total voting power of the corporation corresponding to the proportionate undivided interest in the common elements appurtenant to the unit to which the membership corresponds, as established in the declaration.

### **§ IV. Initial Registered Office And Agent**

The street address of the initial registered office of the corporation is 50 SE 4<sup>th</sup> Avenue, Delray Beach, Florida 33483. The name of the initial registered agent at the office is: KEITH D. KERN, ESQ.

### **§ V. Incorporator**

The name and address of the incorporator of the corporation is as follows: JAMES SEIFERT, 550 Fairway Drive, Suite 104, Deerfield, Florida 33441.

### **§ VI. Directors**

The number of persons constituting the first board of directors is three. The names and addresses of the directors who are to serve until the first annual meeting of the

members or until their successors are elected and qualified are:

JAMES A. SEIFERT                      550 Fairway Drive, Suite 104, Deerfield, Florida 33441.

JEAN-CLAUDE CANTIN                500 SE 6<sup>th</sup> Terrace, Pompano, Florida 33060

LEON LEVIGNE                         4270 NW 19<sup>th</sup> Avenue, Ste. D, Pompano, Florida 33064

#### **§ VII. Officers**

The affairs of the corporation are to be managed by a president, vice president, secretary, and treasurer who will be accountable to the board of administration. Officers will be elected annually in the manner set forth in the bylaws.

The names of the officers who are to serve until the first election of officers are as follows:

|                 |                    |
|-----------------|--------------------|
| PRESIDENT:      | JAMES SEIFERT      |
| VICE PRESIDENT: | LEON LEVIGNE       |
| SECRETARY:      | JEAN-CLAUDE CANTIN |
| TREASURER:      | TODD BRENNER       |

#### **§ VIII. Bylaws**

Bylaws regulating operation of the corporation are annexed to the declaration. The bylaws may be amended by the first board of directors until the first annual meeting of members. Thereafter, the bylaws shall be amended by the members in the manner set forth in the bylaws.

#### **§ IX. Powers of Corporation**

To promote the health, safety, and welfare of the residents of DOWNTOWN LOFTS CONDOMINIUM the corporation may:

(1) Exercise all of the powers and perform all of the duties of the association as set forth in the declaration of condominium and in the bylaws attached thereto, as those documents may from time to time be amended.

(2) Determine, levy, collect, and enforce payment by any lawful means of all assessments for common charges, and pay such common charges as the same become due.

(3) Engage the services of a professional corporate management agent and delegate to the agent any of the powers or duties granted to the association of unit owners under the declaration or bylaws other than the power to engage or discharge the agent; the power to adopt, amend and repeal the provisions of it, or of the declaration, bylaws, or rules and regulations of the condominium.

(4) Take and hold by lease, gift, purchase, devise or bequest any property, real or personal, including any unit in the condominium, borrow money and mortgage any property to finance the acquisition of it, and transfer, lease, and convey any such property.

(5) Dedicate or otherwise transfer all or any portion of the common areas to any municipality, public agency, authority or utility on the approval of seventy-five percent of the members.

(6) Have and exercise any and all rights, privileges and powers which may be held or exercised by corporations not for profit generally under Chapter 617 of the Florida Statutes, or by associations of unit owners under the Condominium Act.

#### **§ X. Dissolution**

This corporation may be dissolved at any time with the written consent of all the members to it. On dissolution, the assets of the corporation shall be dedicated to an appropriate municipality, public agency or authority to be used for purposes similar to those for which the corporation is organized. In the event such dedication is not accepted, such assets shall be conveyed or assigned to any nonprofit corporation, association, or other organization devoted to purposes similar to those for which this corporation is organized.

IN WITNESS WHEREOF, I, the undersigned, being the incorporator of this corporation, have, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, executed these articles of incorporation on November 22, 2002.

WITNESSES:

Kacie Feeley  
Signature  
Kacie Feeley  
Printed name

Michelle D. Edwards  
Signature  
Michelle D. Edwards  
Printed name

[Signature]  
JAMES SEIFERT

STATE OF FLORIDA  
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State of Florida to take acknowledgements, the foregoing instrument was acknowledged before me by James Seifert, the incorporator described in and who executed the foregoing Articles of Incorporation of Downtown Lofts Condominium Association, Inc. freely and voluntarily. He is personally known to me or produced \_\_\_\_\_ as identification.

WITNESS my hand and official seal this 22 day of NOVEMBER, 2002.

[Signature]  
Notary Public

Print name: KEITH D. KERN

My Commission expires: \_\_\_\_\_

Keith D. Kern  
MY COMMISSION # C0921747 EXPIRES  
April 16, 2004  
BONDED THROUGH TROY FAIR INSURANCE, INC.





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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Having been named as registered agent for the above-named corporation, I hereby agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.0505, Florida Statutes, this 22 day of November, 2002.

  
\_\_\_\_\_  
KEITH D. KERN, Registered Agent