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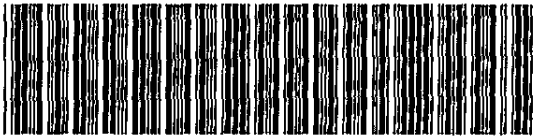
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DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

10/11/05 9/26/05

BOOKER & ASSOCIATES, P.A.
ATTORNEYS AT LAW

KIM C. BOOKER

2582 SOUTH VOLUSIA AVENUE
ORANGE CITY, FLORIDA 32763
PHONE (386) 774-6532
FAX (386) 774-1442

September 20, 2005

Ms. Glenda E. Hood
Secretary of State
Corporate Records
Post Office Box 6327
Tallahassee, Florida 32314

RE: *1377 South Leavitt Avenue Condominium Association, Inc.*

Dear Ms. Hood:


Enclosed herein please find the Articles of Incorporation for **1377 South Leavitt Avenue Condominium Association, Inc.**, to be filed with the Secretary of State, along with check in the amount of \$78.75 for the filing fee.

Thank you for your assistance in this filing. If you have any questions regarding this matter, please do not hesitate to contact my office.

Sincerely,

Booker & Associates, P.A.

By



Kim C. Booker, Attorney at Law

KCB:mrm

Enclosures

ED
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STATE
FLORIDA

**ARTICLES OF INCORPORATION
OF
1377 SOUTH LEAVITT AVENUE CONDOMINIUM ASSOCIATION, INC.**

In order to form a corporation under the provisions of Chapter 617 of the laws of the State of Florida for the Formation of Corporations Not For Profit, I, the undersigned, hereinafter referred to as a Developer, and hereby creates a corporation for the purpose and with the powers hereinafter mentioned.

**ARTICLE I
NAME**

The name of this corporation shall be **1377 SOUTH LEAVITT AVENUE CONDOMINIUM ASSOCIATION, INC.** (hereinafter referred to as the "Association").

**ARTICLE II
PURPOSE**

The purposes and objects of the Association shall be to serve as an entity pursuant to Section 718.111, Florida Statutes, hereinafter called the Condominium Act, and to administer the operation and management of the "Condominium" to be established in accordance with the Condominium Act by the recording of a Declaration of Condominium with respect to the following described property, situated, lying and being in Volusia County, Florida, to-wit:

See Exhibit A

and to undertake the performance of the acts and duties incident to and administration of the operation and management of the Condominium in accordance with the terms, provisions, conditions and authorizations contained in the formal Declaration of Condominium which will be recorded in the Public Records of Volusia County, Florida; and to own, operate, lease, sell, trade and otherwise deal with such property, whether real or personal, as may be necessary or convenient in the administration of the Condominium. The Association shall be conducted as a non-profit organization for the benefit of its members, and the Association shall make no distributions of income to its members, directors or officers.

**ARTICLE III
POWERS**

The Association shall have the following powers:

1. The Association shall have all of the powers and privileges granted to Corporations Not For Profit under the law pursuant to which this Association is chartered and not in conflict with the Condominium Act of the State of Florida or these Articles of Incorporation.

2. The Association shall have all of the powers and duties set forth in the Condominium Act except as limited by these Articles of Incorporation and the Declaration of Condominium.

3. The Association shall have all of the powers reasonable necessary to implement and effectuate the purposes of the Association, including but not limited to, the following:

(a) To make and establish reasonable rules and regulations governing the use of the Units and Common Elements in the Condominium as said terms may be defined in said Declaration of Condominium to be recorded.

(b) To buy, sell, lease, mortgage or otherwise deal with and any all property, whether real or personal.

(c) To levy and collect assessments against members of the Association to defray the common expenses of the Condominium as are defined and may be provided in said Declaration of Condominium and in the Bylaws of this Association which may be hereafter adopted, including the right to levy and collect assessments for the purposes of acquiring, operating, leasing, managing and otherwise trading and dealing with such property, whether real or personal, including Units in the Condominium.

(d) To maintain, repair, replace, operate and manage the Condominium and the property comprising same, including the right to reconstruct improvements after casualty and to make further improvements of the Condominium property.

(e) To contract for the management of the Condominium and to delegate to such contractor all of the powers and duties of the Association except those which may be required by the Declaration of Condominium to have approval of the Board of Directors or membership of the Association.

(f) To enforce the provisions of said Declaration of Condominium, these Articles of Incorporation, the Bylaws of the Association which may be hereafter adopted, and the Rules and Regulations governing the use of the Condominium as may be hereafter established.

(g) To approve or disapprove the transfer, lease, mortgage and ownership of Units as may be provided by the Declaration of Condominium and by the Bylaws.

(h) To execute, undertake and accomplish all of the rights, duties and obligations which may be granted to or imposed upon the Association pursuant to the Declaration of Condominium aforementioned.

(i) All funds and the titles to all property acquired by the Association, and their proceeds shall be held in trust for the members in accordance with the provisions of the Declaration of Condominium, these Articles of Incorporation and the Bylaws of the Association.

ARTICLE IV MEMBER QUALIFICATION

The qualification of the members, the manner of their admission to membership and termination of such membership and voting by members shall be as follows:

1. The record owners of all Units in the Condominium shall be members of the Association, and no other persons or entities shall be entitled to membership except as provided in item 5 of Article IV hereof.

2. Membership shall be acquired by recording in the Public Records of Volusia County, Florida, a deed or other instrument establishing record title to a Unit in 1377 South Leavitt Avenue Condominium, the owner designated by such instrument thus becoming a member of the Association, and the membership of the prior owner being thereby terminated, provided, however that any party who owns more than one Unit shall remain a member of the Association so long as he shall retain title to or a fee ownership interest in any Unit.

3. The interest of a member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner, except as an appurtenance to his Unit. The funds and assets of the Association shall belong solely to the Association subject to the limitation that the same be expended, held or used for the benefit of the membership and for the purpose authorized herein, in the Declaration of Condominium, and in the Bylaws which may be hereafter adopted.

4. On all matters on which the membership shall be entitle to vote, there shall be only those votes for each Unit as set forth in the Declaration of Condominium, notwithstanding the fact that the Unit is owned by more than one person, and such vote or votes may be exercised by the owner or owners of each Unit in such manner as may be provided in the Bylaws hereafter adopted by the Association. Should any owner or owners own more than one Unit, such owner or owners shall be entitled to exercise or cast as many votes as are allocated to the particular Units owned, in the manner provided by the Bylaws.

5. Until such time as the land described in Article II shall be submitted to a plan of condominium ownership by the recordation of a Declaration of Condominium, the membership of the Association shall be comprised of the subscriber to these Articles.

**ARTICLE V
PERPETUAL EXISTENCE**

The Association shall have perpetual existence.

**ARTICLE VI
PRINCIPAL OFFICE**

The principal office of the Association shall be located at 690 A East Rhode Island Avenue, Orange City, Volusia, Florida 32763 but the Association may maintain offices and transact business in such other places within or without the State of Florida as may from time to time be designated by the Board of Directors; furthermore, the Board of Directors may from time to time relocate the aforesaid principal office.

**ARTICLE VII
BOARD OF DIRECTORS**

1. The Affairs of the Association shall be managed by a Board of Directors. The number of persons which will constitute the entire Board of Directors shall be three (3).

Unit Owners, other than Developer, shall be entitled to elect members of the board of directors in accordance with Section 718.301(1) of the *Florida Statutes*.

2. The number of directors constituting the initial Board of Directors of the Corporation is three (3). The names and addresses of said persons who are to serve on the initial Board of Directors are:

<u>Name</u>	<u>Address</u>
Terry C. Williams as President of TYDY, Inc.	690 A East Rhode Island Avenue Orange City, Florida 32763
Lynnea M. Polizzi	1377 Units 103 and 104, South Leavitt Avenue Orange City, Florida 32763
Sean Berry as President of Quality Care Roofing, Inc.	1377 Unit 101 South Leavitt Avenue Orange City, Florida 32763

**ARTICLE VIII
CORPORATE OFFICERS**

The affairs of the Association shall be administered by the officers in accordance with the Bylaws. The president and such other officers and assistant officers as the Board of Directors may from time to time designate and shall constitute the officers of the Association. The officers of the Association 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>Name</u>	<u>Office</u>	<u>Address</u>
Terry C. Williams as President of TYDY, Inc.	Director	690 A East Rhode Island Ave. Orange City, Florida 32763
Lynnea M. Polizzi	President	1377 Units 103 & 104, S. Leavitt Ave. Orange City, Florida 32763
Sean Berry as President of Quality Care Roofing, Inc.	Sec/Treasurer	1377 Unit 101 S. Leavitt Ave. Orange City, Florida 32763

**ARTICLE IX
BYLAWS**

The first Bylaws of the Association shall be adopted by the Board of Directors and may be altered, amended or rescinded by the Board of Directors and the members of this Association.

**ARTICLE X
INDEMNIFICATION**

Every director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities including counsel fees, reasonable incurred by or imposed upon him in connection with 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 at the time such expenses are incurred except in such cases wherein the director or officer is adjudged guilty or willful misfeasance of malfeasance in the performance of his duties; provided that in the event of any claim for reimbursement or indemnification herein shall only apply if the Board of Directors approves such settlement and reimbursement as being in the best interests of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such directors or officers may be entitled.

The Board of Directors may, and shall if the same is reasonable available, purchase liability insurance to insure all directors, officers or agents, past and present, against all expenses and liabilities as set forth above. The premiums for such insurance should be paid by the Unit owners as part of the common expense.

ARTICLE XI AMENDMENTS

An amendment or amendments to these Articles of Incorporation may be proposed by the Board of Directors of the Association acting upon a vote of at least two-thirds (2/3) of the directors, or by the members of the Association owning at least two-thirds (2/3) of the Units whether meeting as members or by instrument in writing signed by them. Upon any amendment or amendments to these Articles of Incorporation being proposed by said Board of Directors or members, such proposed amendment or amendments shall be transmitted to the president of the Association, or other officer of the Association in the absence of the president, who shall thereupon call a special meeting of the members of the Association for a date not sooner than fifteen (15) days nor later than thirty (30) days from the receipt of him of the proposed amendment or amendments, and it shall be the duty of the secretary to give to each member written or printed notice of such meeting stating the time and place of the meeting and reciting the proposed amendment or amendments in reasonably detailed form, which notice shall be mailed or presented personally to each member not less than five (5) days nor more than seven (7) days before the date set for such meeting. If mailed, such notice shall be deemed to be properly given when deposited in the United States mail, addressed to the member at his post office address as it appears in the records of the Association and the postage thereon prepaid. Any member, may by written waiver of notice signed by such member, waive such notice, and such waiver when filed in the records of the Association whether before or after the holding of the meeting shall be deemed equivalent to the giving of such notice to such member. At such meeting, the amendment or amendments proposed must be approved by an affirmative vote of at least two-thirds (2/3) of the Board of Directors and an affirmative vote of at least two-thirds (2/3) of the Units in order for such amendment or amendments to be effective. Thereupon, such amendment or amendments of these Articles of Incorporation shall be transcribed and certified in such form as may be necessary to register the same in the office of the Secretary of the State of Florida and upon the registration of such amendment or amendments with the said Secretary of State, a certified copy thereof shall be recorded in the Public Records of Volusia County, Florida, within fifteen (15) days from the date on which the same are so registered. At any meeting held to consider such amendment or amendments of these Articles of Incorporation, the written vote of any member of the Association shall be recognized, if such member is not in attendance at such meeting or represented there by proxy, provided such written vote is delivered to the secretary of the association at or prior to such meeting.

Provided, however, that no amendment shall make changes in the qualifications for membership nor the voting rights of the members, without approval in writing of all members and the joinder of all record owners of mortgages on the Units, including the Developer. No amendment shall be made that is in conflict with the Condominium Act of the Declaration of Condominium.

Notwithstanding the foregoing, any amendment signed by the owners of all the Units shall become immediately effective.

**ARTICLE XII
FRAUD**

In the absence of fraud, no contractor or other transaction between the Association and any other person, firm, corporation or partnership shall be affected or invalidated by reason of the fact that any director or officer of the Association is pecuniarily or otherwise interested therein.

**ARTICLE XIII
SUBSCRIBER**

The name and address of the subscribers to these Articles of Incorporation are as follows:

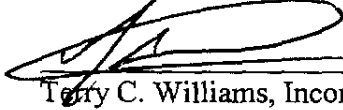
<u>Name</u>	<u>Address</u>
Terry C. Williams	690 A East Rhode Island Avenue Orange City, FL 32763

ARTICLE XIV

The initial registered agent of the Association is Kim C. Booker, and the street address of the initial registered offices of the Association is 2582 South Volusia Avenue, Orange City, Florida 32763. This corporation shall have the right to change such registered agent and office from time to time as provided by law.

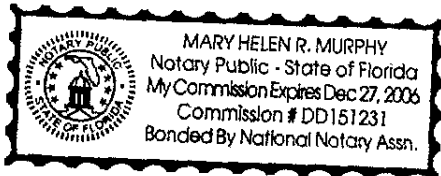
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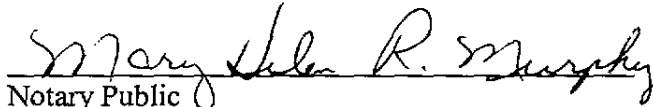
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 13 day of September, 2005.


Terry C. Williams, Incorporator

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 13 day of September 2005 by **Terry C. Williams**, who has produced a Florida drivers license as identification and who did not take an oath.




Notary Public
Seal

Registered Agent's Certification

Having been named as registered agent for the above mentioned Corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of, Section 607.0505 of the Florida Statutes.



Kim C. Booker

Date: Sept 20, 2005

FILED
05 SEP 23 PM 2:48
STATE
TALLAHASSEE, FLORIDA

EXHIBIT "A"

Lot 2, Williams Industrial Center, as recorded in Map Book 48, Pages 154 and 155,
Public Records of Volusia County, Florida.