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**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**LEHIGH PROFESSIONAL CENTER ASSOCIATION, INC.**

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ARTICLES OF INCORPORATION  
of  
LEHIGH PROFESSIONAL CENTER ASSOCIATION, INC.  
(A Florida Corporation Not for Profit)

ARTICLE I  
NAME

The name of this corporation shall be LEHIGH PROFESSIONAL CENTER ASSOCIATION, INC. (hereinafter referred to as the 'Association').

ARTICLE II  
MAILING & PRINCIPAL ADDRESS

The principal place of business of the Association shall be:

260 Beth Stacey Boulevard, Lehigh Acres FL 33936

and the mailing address of the Association shall be:

260 Beth Stacey Boulevard, Lehigh Acres FL 33936

ARTICLE III  
PURPOSES

The purposes for which this Association is organized are to operate and manage the affairs and property of the Association and to perform all acts provided in the Declaration of Condominium for LEHIGH PROFESSIONAL CENTER, a Condominium, (the 'Declaration') and applicable Florida laws. All capitalized terms not otherwise defined herein shall have the meaning ascribed to such terms in the Declaration. The Association is not organized for profit and no part of the net earnings, if any, shall inure to the benefit of any Member or any individual person, firm or corporation.

ARTICLE IV  
CORPORATE EXISTENCE

The Association shall have perpetual existence.

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## ARTICLE V BOARD OF DIRECTORS

The affairs of the Association shall be managed and conducted by a Board of Directors consisting of not less than three (3) members. The method of election of directors is as stated in the Bylaws. The number of directors may be increased or decreased from time to time as the Board of Directors may determine; however the number of directors shall not be less than three (3). The names and addresses of the members of the first Board of Directors, who shall hold office until their successors are elected, qualified and seated, are as follows:

Name	Address
Robert G Strathman	260 Beth Stacey Boulevard, Lehigh Acres FL 33936
Steven B. Sager	260 Beth Stacey Boulevard, Lehigh Acres FL 33936
William W. Richardson	260 Beth Stacey Boulevard, Lehigh Acres FL 33936
Michael P. Gross	260 Beth Stacey Boulevard, Lehigh Acres FL 33936
Jerold S. Goldstein	260 Beth Stacey Boulevard, Lehigh Acres FL 33936
William Harwin	260 Beth Stacey Boulevard, Lehigh Acres FL 33936
Howard N. Barrow	260 Beth Stacey Boulevard, Lehigh Acres FL 33936

## ARTICLE VI SOLE INCORPORATOR

The name and street address of the sole Incorporator is:

Richard W. Winesett  
2248 First Street  
Fort Myers FL 33901

## ARTICLE VII INDEMNIFICATION OF OFFICERS AND DIRECTORS

The Association may indemnify and hold harmless every Director and every Officer, their heirs, executors and administrators (the 'Indemnitees'), against all loss, cost and expenses reasonably incurred in connection with any action, suit or proceeding to which such Director or Officer may be made a party by reason of being or having been a Director or Officer of the Association, including reasonable counsel fees and paraprofessional fees at all levels of proceeding. This indemnification shall not apply to matters wherein the Director or Officer shall be finally adjudged in such action, suit or proceeding to be liable for or guilty of gross negligence or willful misconduct.

The Association shall have the power to purchase and maintain insurance on behalf of any person who is a Director or Officer of the Association against any liability asserted against him/her and incurred by him/her in any such capacity or arising out of his/her status as such whether or not the Association would have the power to indemnify him/her against such liability under the provisions of this Article.

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## ARTICLE VIII POWERS

The Association shall have all the common law and statutory powers of a corporation not for profit which are not in conflict with these Articles, and further shall have all the powers to accomplish all purposes and goals authorized and set forth herein and in the Declaration, as amended from time to time. By way of example and not of limitation, such powers shall include the power to:

- A. Own and convey property.
- B. Establish rules and regulations.
- C. Assess members and enforce Assessments.
- D. Sue and be sued.
- F. Contract for services of a maintenance or management company.
- F. Require all the Condominium Unit Owners to be members and limit membership to owners of a Condominium Unit in LEHIGH PROFESSIONAL CENTER, a Condominium.
- G. Take any other action necessary for the purposes for which the Association is organized.
- H. Borrow money and pledge Assessments as security for a loan.

## ARTICLE IX AMENDMENT TO ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended in the following manner:

- A. The Board of Directors, by majority vote, shall adopt a resolution setting forth the proposed Amendment and direct that it be submitted to vote at a meeting of the Members.
- B. Notice of the subject matter of the proposed Amendment shall be included in the notice of any meeting (special or annual) at which such proposed Amendment is to be considered by the Members. Such notice shall set out in full the proposed amended article, section, subsection or paragraph of a subsection.
- C. Such proposed Amendment shall be submitted to and approved by the Members at such meeting. Any number of Amendments may be submitted to the Members and voted upon at one (1) meeting. The proposed Amendment shall be adopted upon receiving the affirmative vote of at least a majority of the votes of the

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Members present, in person or by proxy, at such meeting at which a quorum has been attained.

D. An Amendment to these Articles of Incorporation may be made by a written statement signed by all Members eligible to vote in lieu of the above procedure.

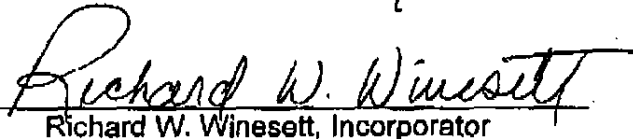
F. An Amendment to these Articles of Incorporation must be recorded with identification on the first page thereof of the Instrument Number in the public records where the Declaration is recorded.

F. Notwithstanding anything contained herein to the contrary, prior to Turnover, an Amendment to these Articles of Incorporation may be made solely upon a majority vote of the Board of Directors, without the need for a vote of Members.

ARTICLE X  
DESIGNATION OF REGISTERED AGENT

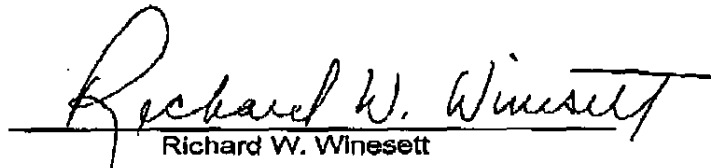
Richard W. Winesett is hereby designated as the Association's Registered Agent for service of process within the State of Florida, and his street address is 2248 First Street, Fort Myers FL 33901. The initial registered office shall be the office of the Association's Registered Agent at 2248 First Street, Fort Myers FL 33901.

IN WITNESS WHEREOF, the undersigned has executed these these Articles of Incorporation this 28th day of January, 2008.

  
Richard W. Winesett, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Richard W. Winesett, whose street address is 2248 First Street, Fort Myers FL 33901, hereby consents to his designation as Registered Agent in the foregoing Articles of Incorporation for LEHIGH PROFESSIONAL CENTER ASSOCIATION, INC., and states that he is familiar with, and accepts the obligations of that position as provided for in Section 617.0501, Florida Statutes.

  
Richard W. Winesett

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