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(Requestor's Name)

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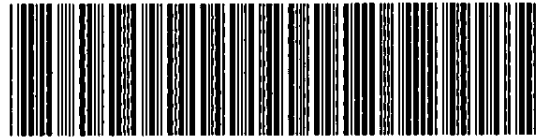
(Business Entity Name)

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DEPARTMENT OF STATE  
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2013 APR 15 PM 3:09  
TO ADDITIONAL  
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13 APR 15 PM 3:17  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Gardner Law

Requester's Name

1300 Thomaswood Drive

Address

Tallahassee FL

City/State/Zip

385-0070

Phone #

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**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. Fallschase Commercial Property owners Association  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

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**NEW FILINGS**

- ☐ Profit
- ☒ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

**OTHER FILINGS**

- ☐ Annual Report
- ☐ Fictitious Name

**AMENDMENTS**

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

**REGISTRATION/QUALIFICATION**

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

Examiner's Initials

## ARTICLES OF INCORPORATION

OF

**FALLSCHASE COMMERCIAL PROPERTY OWNERS ASSOCIATION, INC.,**  
a Florida corporation Not-for-Profit

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The undersigned, acting as Incorporator of a non-profit corporation under Chapter 617 of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

### ARTICLE I

The name of the corporation is **FALLSCHASE COMMERCIAL PROPERTY OWNERS ASSOCIATION, INC.** (hereinafter called the "Association").

The initial principal place of business and mailing address of the Association shall be 1300 Thomaswood Drive, Tallahassee, Florida 32308.

### ARTICLE II

The owners of:

- a. **Lots 2, 3, and 7 in FALLSCHASE COMMERCIAL** according to the *Corrected Replat* thereof recorded in Plat Book 20, Page 95, of the Public Records of Leon County, Florida, and
- b. **Lots 4.1, 4.2, 6.1, 6.2, 6.3, 6.4, and 6.5 in FALLSCHASE CENTER** (a replat of Lots 4 and 6 in *Fallschase Commercial*) according to the map or replat to be recorded in the public records of Leon County, Florida,

(hereinafter collectively referred to as the "Subdivision" shall be members of the Association.

The Subdivision is intended as a multi-phase development of real property as depicted on the above-identified plats.

The purposes for which the Association is formed are to own or have an

easement interest in certain Common Area in the Subdivision and to provide for the maintenance of the Common Area.

In furtherance of the purposes, the Association shall have power to:

(a) Perform all of the duties and obligations of the Association as set forth in *Declaration of Access Easements* (hereinafter referred to as the "Covenants") dated April 15, 2013, and to be recorded in the public records of Leon County, Florida upon recording of the Replat of **FALLSCHASE CENTER**;

(b) Affix, levy and collect and enforce payment by any lawful means of, all charges and assessments pursuant to, the terms of the Covenants; and pay all expenses in connection therewith, and all office and other expenses incidental to the conduct of the business of the Association;

(c) Acquire (by gift, purchase, or otherwise), own, hold and improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate to public use, or otherwise dispose of, real and personal property in connection with the affairs of the Association;

(d) Participate in mergers and consolidations with other non-profit corporations organized for the same purposes; or annex additional property or common areas, provided that any merger, consolidation or annexation shall have the assent by vote or written instrument as specified in the Covenants;

(e) Have and exercise any and all powers, rights, and privileges that a non-profit corporation organized under Chapter 617 of the Florida Statutes may now or hereafter have or exercise.

The activities of the Association will be financed by assessments against

members as provided in the Covenants, and no part of any net earnings of the Association will inure to the benefit of any member.

### **ARTICLE III**

Every person or entity who is a record owner of a fee or undivided fee interest in any lot which is within the Subdivision, but excluding persons or entities holding title merely as security for performance of an obligation, shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership of a lot.

### **ARTICLE IV**

The period of duration of the Association shall be perpetual.

### **ARTICLE V**

The name and address of the initial Registered Agent are:

Charles R. Gardner  
1300 Thomaswood Drive  
Tallahassee, Florida 32308

### **ARTICLE VI**

The affairs of the Association shall be managed by a Board of Directors, a President and Vice President [both of whom shall at all times be members of the Board of Directors], and a Secretary and Treasurer. The officers shall be elected at the first meeting of the Board of Directors following each annual meeting of members.

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

<u>President:</u>	Brian Shirken
<u>Vice-President:</u>	Daniel Stern
<u>Secretary:</u>	Tanya Nielsen
<u>Treasurer:</u>	Tanya Nielsen

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## ARTICLE VII

The number of persons constituting the first Board of Directors of the Association shall be three (3), and the names and addresses of the persons who shall serve as Directors until the first election are:

Brian Shirken	c/o Columbus Pacific Properties, Ltd. 429 Santa Monica Boulevard, Suite 600 Santa Monica, CA 90401
Daniel Stern	c/o Lormax Stern Development Company 6755 Daly Road West Bloomfield, MI 48322
Tanya Nielsen	c/o Columbus Pacific Properties, Ltd. 429 Santa Monica Boulevard, Suite 600 Santa Monica, CA 90401

The Board of Directors shall have the number of Directors specified in the By-Laws, and shall always have at least one (1).

## ARTICLE VIII

Subject to the rights of the Declarant expressed in the Covenants, the By-Laws of the Association may be made, altered, or rescinded at any annual meeting of the Association, or at any special meeting duly called for such purpose, on the affirmative vote of a majority of the members existing at the time of, and present at, such meeting except that the initial By-Laws of the Association shall be made and adopted by the Board of Directors.

## ARTICLE IX

Subject to the rights of the Declarant expressed in the Covenants, amendments to these Articles of Incorporation may be proposed by any member of the Association

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and these Articles may be amended at any annual meeting of the Association or at any special meeting duly called and held for such purpose, on the affirmative vote of the members existing at the time of, and present at, such meeting, as provided in the Covenants.

#### **ARTICLE X**

The Association shall have a single class of voting members. The members shall be entitled to vote as provided and conditioned in the Covenants. When more than one person holds an interest in any Lot, all such persons shall be members. However, the vote for such Lot shall be exercised as such members may determine among themselves.

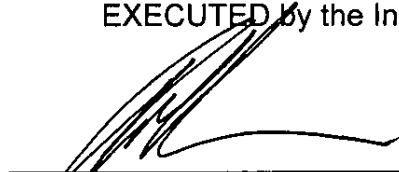
#### **ARTICLE XI**

On dissolution, the assets of the Association shall be distributed to an appropriate public agency to be used for purposes similar to those for which the Association was created. In the event such distribution is refused acceptance, such assets shall be granted, conveyed, and assigned to any non-profit corporation, association, trust, or other organization organized and operated for such similar purposes.

#### **ARTICLE XII**

The name of the Incorporator to these *Articles of Incorporation* is Charles R. Gardner and his street address is 1300 Thomaswood Drive, Tallahassee, Florida 32308

EXECUTED by the Incorporator on this 15<sup>th</sup> day of April, 2013.

  
\_\_\_\_\_  
Charles R. Gardner

STATE OF FLORIDA,  
COUNTY OF LEON.

The foregoing Articles of Incorporation were acknowledged before me this 15<sup>th</sup> day of April, 2013, by Charles R. Gardner as Incorporator. He further acknowledged he executed the Articles of Incorporation for the purposes expressed therein.

☒ He is personally known by me; or

☐ He produced his \_\_\_\_\_ as identification.



*Catherine L Betzoldt*  
NOTARY PUBLIC

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the Registered Office/Registered Agent, in the State of Florida:

1. The name of the corporation is:

**FALLSCHASE COMMERCIAL PROPERTY OWNERS ASSOCIATION, INC.**

2. The name and address of the Registered Agent and principal office are:

Charles R. Gardner  
1300 Thomaswood Drive  
Tallahassee, Florida 32308

DATED this 15<sup>th</sup> day of April, 2013.

FALLSCHASE COMMERCIAL  
PROPERTY OWNERS ASSOCIATION, INC.

By: \_\_\_\_\_

Charles R. Gardner  
Its: Incorporator

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

\_\_\_\_\_  
Charles R. Gardner  
Dated: April 15, 2013

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