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FLORIDA PROFIT/NON PROFIT CORPORATION
35th Street Warehouse Condominiums Owners'
Association, INC.

Certificate of Status	0
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Page Count	07
Estimated Charge	\$70.00

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Handwritten signature and date: 4-2-21

ARTICLES OF INCORPORATION
OF
35TH STREET WAREHOUSE CONDOMINIUMS
OWNERS' ASSOCIATION, INC.

In compliance with the laws of the State of Florida the undersigned hereby associate themselves together for the purpose of forming a corporation not-for-profit under Chapter 617, Florida Statutes, 1997, as amended, and do hereby certify:

ARTICLE 1.

Section 1.1 The name of the Association is **35TH STREET WAREHOUSE CONDOMINIUMS OWNERS' ASSOCIATION, INC.** and the mailing address of the Association 2603 SE 17th Street, Suite A, Ocala, FL 34471..

ARTICLE 2.

Section 2.1 **Duration.** Existence of the Association shall commence with the filing of these Articles of Incorporation with the Secretary of State, Tallahassee, Florida. The Association shall exist in perpetuity.

ARTICLE 3.

Section 3.1 **Definitions.** All definitions in the Declaration of Condominium of 35th Street Warehouse Condominiums, a Commercial Condominium as recorded in the Public Records of Marion County, Florida (the "*Declaration*") to which a copy of these Articles are attached as **Exhibit "A"** are incorporated herein and by reference made a part hereof.

ARTICLE 4.

Section 4.1 **Purpose.** The primary purpose of this Association is to create an entity to provide a forum for discussion and communication among the Unit Owners of 35th Street Warehouse Condominiums, to levy, collect, hold, and disburse Assessments as contemplated by the Declaration, and facilitate and assure the maintenance and operation of the Common Elements and such property as may be subjected to the terms of the Declaration and for which the Association is responsible pursuant to the terms of the Declaration, including but not limited to any Stormwater Management System, and to otherwise enforce the Declaration. Without limiting the foregoing, the Association shall operate, maintain and manage the Stormwater Management System(s) in a manner consistent with requirements of any Permit issued by the WMD and applicable Agency Rules, and shall assist in the enforcement of the Restrictions and covenants contained in the Declaration and herein.

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OWNERS' ASSOCIATION, INC.**

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Section 4.2 **Nonprofit Character of Association.** The Association does not contemplate pecuniary gain or profit, direct or indirect, to its Members. The Association shall make no distributions of income to its Members, Directors or Officers.

ARTICLE 5.

The Association shall have all the powers and duties reasonably necessary to operate and maintain the Association including the following:

- Section 5.1** To exercise all the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Declaration of Condominium of 35th Street Warehouse Condominium as recorded in the Public Records of Marion County, Florida, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length.
- Section 5.2** As provided for in the Declaration to be used for, among other things, the maintenance, repair, replacement and cost associated with the ownership of, or easement rights in, the Common Elements, including easement rights with regard to Units including the Stormwater Management System, as well as all other property or improvements for which the Association, by rule, regulation, Declaration, or contract has a right or duty to provide maintenance, repair or replacement. Without limiting the foregoing, the Association shall levy and collect adequate Assessments against Unit Owners for the cost of maintenance and operation of the Stormwater Management System.
- Section 5.3** To manage, operate, maintain, repair and improve the Common Elements or any property owned by another third party for which the Association by rule, regulation, contract or pursuant to the Declaration of Condominium of 35th Street Warehouse Condominiums has a right or duty to provide such services.
- Section 5.4** To operate and maintain the Stormwater Management System.
- Section 5.5** To contract for services to provide for operation and routine custodial maintenance of the Common Elements, including the Stormwater Management System.
- Section 5.6** To establish rules and regulations, including with regard to the Common Elements.

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ARTICLE 6.

The Developer and every Unit Owner as defined in the Declaration of Condominium of 35th Street Warehouse Condominium shall be a Member of the Association. All Members agree to be bound by the terms and provisions of these Articles of Incorporation and such Bylaws and operating procedures as may be promulgated by the Association from time to time.

ARTICLE 7.

The Association shall have a single class of voting Members. Each Owner, including the Developer for each Unit owned by the Developer, shall be entitled to one (1) vote for each percentage interest it owns in the Common Elements. When more than one (1) person holds an interest in any Unit, all such persons shall be Members. The vote for such Unit shall be exercised as they determine, but in no event shall more than one (1) vote be cast with respect to each percentage interest owned in the Common Elements.

ARTICLE 8.

Section 8.1 Cumulative Voting. At all elections of Directors of this Association, each Member shall be entitled to as many votes as shall equal the number of votes which (except for these provisions as to cumulative voting) he would be entitled to count for the election of Directors with respect to his shares and multiplied by the number of Directors to be elected, and he may count all such votes for a single director, or may distribute them among the number to be voted for, or any two or more of them as he may see fit.

ARTICLE 9.

Section 9.1 Bylaws. The power to adopt, alter or repeal Bylaws shall be vested in the Board of Directors, except where the Members specifically provide in any Bylaw made by them that such Bylaws shall not be altered, amended or repealed by the Board.

Section 9.2 Director Conflicts. Any contract or other transaction between the Association and one or more of its directors, a committee, Members or employees, in which they are interested, or between the Association and any corporation or association of which one or more of its directors and Members, members, directors, officers, or employees, or in which they are interested, shall be valid for all purposes, notwithstanding the presence of the director or directors at the meeting of the board of the Association that acts upon, or in reference to, the contract or transaction; provided, the interested party does not vote or participate in the action; that the interested party discloses his interest before action is taken, and the contract or

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ARTICLES OF INCORPORATION
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OWNERS' ASSOCIATION, INC.

transaction is fair and reasonable as to the Association at the time it is authorized by the board, a committee or its Members. This Section shall not be construed to invalidate any contract or other transaction that would otherwise be valid under the common and statutory law applicable to it.

Section 9.3 Indemnification and Related Matters. The Association shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

Section 9.4 Removal of Directors. At a special meeting of the Members called expressly for that purpose, directors may be removed in the manner provided by the Bylaws.

Section 9.5 Amendment of Articles of Incorporation. The Association reserves the right to amend the Articles in any manner now or hereafter permitted by the law upon majority vote of the Members, except that the voting rights of the Members and the assessment obligations of the Members under the Declaration cannot be changed, absent consent of any Member negatively affected thereby. Notwithstanding the foregoing, no amendment to these Articles affecting in any way the ownership, maintenance, or operation of any Stormwater Management System in the Condominium Property shall be effective without the written consent of the St. Johns River Water Management District.

ARTICLE 10.

Section 10.1 Organizing Directors. The initial Board of Directors shall consist of three (3) Directors. The number of Directors may be either increased or diminished from time to time by the Bylaws. The names and addresses of the initial Directors of this Association are:

<u>Name</u>	<u>Address</u>
Christopher S. Wiechens	2603 SE 17 th Street, Ste A Ocala, FL 34471
Kenneth O. Wiechens	2603 SE 17 th Street, Ste A Ocala, FL 34471
Jennifer L. Wiechens	2603 SE 17 th Street, Ste A Ocala, FL 34470

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ARTICLE 11.

Section 11.1 **Registered Agent and Registered Office.** The name and address of the initial Registered Agent of the Association is Christopher S. Wiechens, whose mailing address is 2603 SE 17th Street, Suite A, Ocala, FL 34471.

ARTICLE 12.

Section 12.1 **Incorporators.** The name and address of the person signing these Articles is Christopher S. Wiechens, whose mailing address is 2603 SE 17th Street, Suite A, Ocala, FL 34471.

ARTICLE 13.

Section 13.1 **Dissolution.** In the event of the dissolution of the Association, the assets of the Association, including the Stormwater Management System, and access thereto, shall be conveyed or dedicated to an appropriate governmental unit or public utility to be used for purposes similar to those for which this Association was created. In the event that acceptance of such dedication is refused, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust, or other organization to be used for such similar purposes. Notwithstanding any other provisions contained within this Article, the Association may be dissolved only as provided in the Declaration, the Bylaws of the Association, and the laws of the State of Florida. In the event of termination, dissolution or final liquidation of the Association, the right of access to, and the responsibility for the operation and maintenance of, the Stormwater Management System must be transferred to and accepted by a governmental entity or non-profit corporation or entity similar to the Association which would comply with any requirements of the St. Johns River Water Management District, including requirements of Chapter 62. of the Florida Administrative Code, and be approved by the St. Johns River Water Management District, prior to such termination, dissolution or liquidation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles this 21 day of March, 2021.

ARTICLES OF INCORPORATION
OF
35TH STREET WAREHOUSE CONDOMINIUMS
OWNERS' ASSOCIATION, INC.

CHRISTOPHER S. WIECHENS

STATE OF FLORIDA
COUNTY OF MARION

The foregoing Christopher S. Wiechens was sworn to, subscribed to and acknowledged before me by means of physical presence or online notarization, this 31st day of March, 2021, by **CHRISTOPHER S. WIECHENS**, who is:

- Personally known to me, OR
- Produced a driver's license as identification.



Print Name: Kristin L. Stockton
 Notary Public, State of Florida
 Commission Number: GG 236267
 Commission Expires: 10/3/2022

CERTIFICATE OF ACCEPTANCE BY REGISTERED AGENT

CHRISTOPHER S. WIECHENS, whose address is 2603 SE 17th Street, Suite A, Ocala, FL 34471, is the initial registered agent named in the Articles of Incorporation to accept service of process for **35TH STREET WAREHOUSE CONDOMINIUMS OWNERS' ASSOCIATION, INC.**, a corporation organized under the laws of the State of Florida hereby accepts such appointment as registered agent at the place designated in this certificate.

DATED this 31 of March, 2021.



CHRISTOPHER S. WIECHENS

2021