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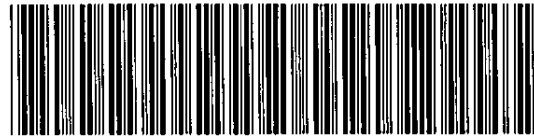
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08 MAR 24 AM 9:35  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

VH



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March 24, 2008

**CORPORATION NAME (S) AND DOCUMENT NUMBER (S):**

250 Congress Avenue Condominium Association, Inc.

**Filing Evidence**

- ☒ Plain/Confirmation Copy
- ☐ Certified Copy

**Retrieval Request**

- ☐ Photocopy
- ☐ Certified Copy

**Type of Document**

- ☐ Certificate of Status
- ☐ Certificate of Good Standing
- ☐ Articles Only
- ☐ All Charter Documents to Include  
Articles & Amendments
- ☐ Fictitious Name Certificate
- ☐ Other

NEW FILINGS	
X	Profit
	Non Profit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of RA Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Reports
	Fictitious Name
	Name Reservation
	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Liability
	Reinstatement
	Trademark
	Other

**ARTICLES OF INCORPORATION FOR  
250 CONGRESS AVENUE CONDOMINIUM ASSOCIATION, INC.**

**FILED**  
08 MAR 24 AM 9:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We, the undersigned, for the purpose of forming a not-for-profit corporation in accordance with the laws of the State of Florida, acknowledge and file these Articles of Incorporation in the Office of the Secretary of the State of Florida.

**I.**  
**NAME**

The name of this corporation shall be the 250 CONGRESS AVENUE CONDOMINIUM ASSOCIATION, INC. For convenience, the corporation shall herein be referred to as the "Association".

**II.**  
**PURPOSES AND POWERS**

The Association shall have the following powers:

A. To manage, operate and administer 250 CONGRESS AVENUE CONDOMINIUM, a Condominium (referred to herein as the "Condominium"), and to undertake the performance of, and to carry out the acts and duties incident to the administration of the Condominium in accordance with the terms, provisions, conditions and authorizations contained in these Articles, the Association's By-Laws and the Declaration of Condominium recorded among the Public Records of Palm Beach County, Florida.

B. To borrow money and issue evidences of indebtedness in furtherance of any or all of the objects of its business, to secure the same by mortgage, deed of trust, pledge or other lien.

C. To carry out the duties and obligations and receive the benefits given the Association by the Declaration of Condominium.

D. To establish By-Laws and Rules and Regulations for the operation of the Association and to provide for the formal administration of the Association; to enforce the Condominium Act of the State of Florida, the Declaration of Condominium, the By-Laws and the Rules and Regulations of the Association.

E. To contract for the management of the Condominium.

F. To acquire, own, operate, mortgage, lease, sell and trade property, whether real or personal, as may be necessary or convenient in the administration of the Condominium.

G. The Association shall have all of the common law and statutory powers and duties set forth in Chapter 718, Florida Statutes, as amended (the "Condominium Act") and the Declaration of Condominium for the Condominium and all other powers and duties reasonably necessary to operate the Condominium pursuant to its Declaration of Condominium, as same may be amended from time to time.

**III.**  
**MEMBERS**

A. Each Unit Owner in the Condominium and the Subscribers to these Articles shall automatically be members of the Association. Membership of the Subscribers shall terminate upon the entire Board of Directors of the Association being selected by Unit Owners other than the Developer.

B. Membership, as to all members other than the Subscribers shall commence upon the acquisition of record title to a unit as evidenced by the recording of a deed of conveyance amongst the Public Records of Palm Beach County, Florida or, as provided in the Declaration of Condominium, upon transfer of title upon the death of a member and membership shall terminate upon the divestment of title to said unit.

C. On all matters as to which the membership shall be entitled to vote, the Association shall have two classes of voting members as follows:

Class A. Class A members shall be all Owners owning Units, with the exception of the Declarant, and shall be entitled to one (1) vote for each Unit owned. When more than one person holds an interest in a given Unit, all such persons shall be members and the vote for such Unit shall be exercised as they may determine among themselves. In no event shall more than one (1) vote be cast with respect to any Unit owned by Class A members.

Class B. The Class B member shall be Declarant, who shall be entitled to exercise four (4) votes for each Unit owned. The Class B membership shall cease upon sale of the last Unit.

D. The share 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.

#### **IV.** **EXISTENCE**

The Association shall have perpetual existence.

#### **V.** **SUBSCRIBERS**

The names and addresses of the Subscribers to these Articles of Incorporation are as follows:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Henri Hage	801 W. McNab Road Pompano Beach, FL 33060
Mike Soueid	801 W. McNab Road Pompano Beach, FL 33060
David R. Roy	4209 N. Federal Hwy. Pompano Beach, FL 33064

#### **VI.** **DIRECTORS**

A. The Condominium and Association affairs shall be managed by a Board of Directors initially composed of three persons, in accordance with Article III of the Association's By-Laws.

B. The number of Directors to be elected, the manner of their election and their respective terms shall be as set forth in Article III of the Association's By-Laws.

The following persons shall constitute the initial Board of Directors and they shall hold office for the term and in accordance with the provisions of Article III of the Association's By-Laws:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Henri Hage	801 W. McNab Road Pompano Beach, FL 33060

Mike Soueid

801 W. McNab Road  
Pompano Beach, FL 33060

David R. Roy

4209 N. Federal Hwy.  
Pompano Beach, FL 33064

**VII.**  
**OFFICERS**

The affairs of the Association shall be administered by the Officers designated in the By-Laws, who shall serve at the pleasure of said Board of Directors. The names and addresses of the Officers who shall serve until the first election of Officers pursuant to the provisions of the By-Laws are as follows:

<b><u>NAME</u></b>	<b><u>POSITION HELD</u></b>	<b><u>ADDRESS</u></b>
Henri Hage	President/Treasurer	801 W. McNab Road Pompano Beach, FL 33060
Mike Soueid	Vice-President/Secretary	801 W. McNab Road Pompano Beach, FL 33060

**VIII.**  
**BY-LAWS**

The By-Laws of the Association shall be adopted by the initial Board of Directors. The By-Laws may be amended in accordance with the provisions thereof, except that no portion of the By-Laws may be altered, amended, or rescinded in such a manner as would prejudice the rights of the Developer of the Condominium or mortgagees holding mortgages encumbering the units in the Condominium, without their prior written consent.

**IX.**  
**AMENDMENTS TO ARTICLES**

Amendments to these Articles shall be proposed and adopted in the following manner:

A. Notice of the subject matter of any proposed amendment shall be included in the notice of the meeting at which the proposed amendment is considered.

B. A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors, acting upon the vote of a majority of the Board of Directors, or by the members of the Association having a majority of the votes in the Association. In order for any amendment or amendments to be effective, same must be approved by an affirmative vote of 66-2/3% of the entire Board of Directors and by an affirmative vote of members having no less than 51% of the total votes in the Association. Notwithstanding the foregoing, until such time as the Developer sells the last unit and the Class B Membership ceases to exist, the Developer shall retain the right to amend the Articles of Incorporation upon an affirmative vote of 66-2/3% of the entire Board of Directors only.

C. No amendment shall make any changes in the qualifications for membership nor in the voting rights of members of the Association, without approval in writing by all members and the joinder of all record owners of mortgages encumbering condominium units. No amendment shall be made that is in conflict with the Condominium Act or the Declaration of Condominium.

D. A copy of each amendment adopted shall be filed within ten (10) days of adoption with the Secretary of State, pursuant to the provisions of applicable Florida Statutes.

**X.**  
**INDEMNIFICATION**

Every Director and every Officer of the Association shall be indemnified by the Association and by each member of the Association against all expenses and liabilities, including counsel fees reasonably incurred by or imposed upon the Director(s) or Officer(s) in connection with any proceeding or any settlement thereof to which the Director(s) or Officer(s) may be a party, or in which the Director(s) or Officer(s) may become involved by reason of the Director(s) or Officer(s) being or having been a Director(s) or Officer(s) of the Association, whether or not a Director(s) or Officer(s) at the time such expenses are incurred, except in such cases wherein the Director(s) or Officer(s) is adjudged guilty of wilful misconduct in the performance of such Director(s) or Officer(s) duty; provided that in the event of a settlement, the indemnification set forth herein shall apply only when the Board of Directors, exclusive of any Director(s) seeking indemnification, approves such settlement and reimbursement as being for the best interest of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all of the rights to which such Director(s) or Officer(s) may be entitled.

**XI.**  
**INITIAL REGISTERED OFFICE, AGENT AND ADDRESS**

The principal office of the Association shall be at: 801 W. McNab Road, Pompano Beach, FL 33060, or at such place, within or without the State of Florida as may be subsequently designated by the Board of Directors. The initial registered office of the Association is at 4209 N. Federal Hwy., Pompano Beach, FL 33064, and the initial registered agent is David R. Roy.

SIGNATURES AND NOTARY ACKNOWLEDGMENT ON THE FOLLOWING PAGE

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 21 day of MARCH, 2008.

Signed, Sealed and Delivered in the Presence of:

Lucretia Warren  
Print Name: Lucretia Warren

Alexis Camejo  
Print Name: Alexis Camejo

Lucretia Warren  
Print Name: Lucretia Warren

Alexis Camejo  
Print Name: Alexis Camejo

Lucretia Warren  
Print Name: Lucretia Warren

Alexis Camejo  
Print Name: Alexis Camejo

Henri Hage  
HENRI HAGE

Mike Soueid  
MIKE SOUEID

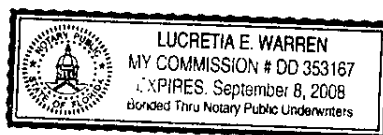
David R. Roy  
DAVID R. ROY

STATE OF FLORIDA                     )  
  ) SS:  
COUNTY OF BROWARD                )

The foregoing instrument was acknowledged before me this 21 day of MARCH, 2008, by Henri Hage, Mike Soueid and David R. Roy, who are personally known to me or who have produced \_\_\_\_\_ as identification.

My Commission Expires:

Lucretia Warren  
Notary Public, State of Florida



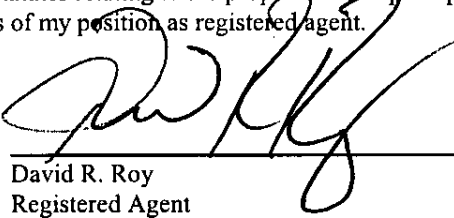
**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Sections 607.0501, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office in the State of Florida.

1. The name of the corporation is 250 Congress Avenue Condominium Association, Inc..
2. The name and address of the registered agent and office is:

David R. Roy, P.A.  
4209 N. Federal Hwy.  
Pompano Beach, FL 33064

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.

  
\_\_\_\_\_  
David R. Roy  
Registered Agent

**FILED**  
08 MAR 24 AM 9:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA