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LAW OFFICES  
GILLER & ATTORNEYS, P. A.

FILED

GILLER BUILDING - PENTHOUSE 975 ARTHUR GODFREY ROAD  
MIAMI BEACH, FLORIDA 33140-3342  
TELEPHONE (305) 673-9399 FAX (305) 673-9499

99 DEC 29 PM 2: 02

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

01/01/00

20 December, 1999

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

000003082970--9  
-12/29/99--01059--011  
\*\*\*\*\*122.50 \*\*\*\*\*78.75

RE: 69<sup>th</sup> Street Condominium Association, Inc.  
Our File No.: 1304-001

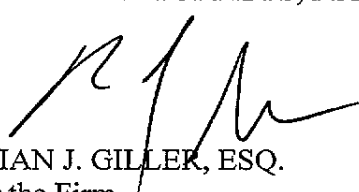
Dear Sir/Madam:

Enclosed herewith is our trust account check no. 7506 payable to the Secretary of State in the amount of \$122.50. In addition, we have enclosed the original and one copy of the Articles of Incorporation. Please file the original Articles of Incorporation and return the copy, duly certified, to this office.

We have enclosed a stamped, self-addressed envelope for your use.

Thank you for your cooperation in this matter.

GILLER & ATTORNEYS, P.A.

  
BRIAN J. GILLER, ESQ.  
For the Firm  
/lb

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PH 1/5/2000✓

**ARTICLES OF INCORPORATION**

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**69TH STREET CONDOMINIUM ASSOCIATION, INC.**  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

The undersigned person, hereby associate for the purpose of forming a Corporation not for profit under the laws of the State of Florida, pursuant to Florida States 617 Et Seq., and hereby certifies as follows:

**ARTICLE I.**  
**NAME**

EFFECTIVE DATE  
01/01/00

The name of this Corporation shall be: 69th Street Condominium Association, Inc. For convenience, the corporation may be referred to as the "Association."

**ARTICLE II.**  
**PURPOSE**

The general purpose of this Corporation shall be as follows: To be the "Association" (as defined in the Condominium Act of the State of Florida, F.S. 718, as amended from time to time,) for the operation of the Condominium located in Miami-Dade County, Florida, to be created pursuant to the provisions of the Condominium Act, and as such Association, to operate, administer and perform the functions and duties of the Condominium, established by the Declaration of Condominium.

The 69TH STREET CONDOMINIUM ASSOCIATION, INC., may also be the Association for the operation of additional condominium property which may be created by a phased development described in the Declaration of Condominium. The Board of Directors shall be the authority, in their sole discretion, to designate the above Corporation as the Association for additional Condominiums and, in such instances, the provisions hereafter in these Articles of Incorporation shall be interpreted in such a manner as to include such additional Phases.

**ARTICLE III.**  
**MEMBERS**

Membership in the Corporation shall be limited to all persons or legal entities who are Owners of 69th Street Condominium parcels, and said membership shall become effective upon recording the Unit Owners interest. Such owners shall automatically be members of this Corporation. Such membership shall automatically terminate when such person or legal entity is no longer an Owner of a Condominium Parcel.

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**ARTICLES OF INCORPORATION - 69th Street Condominium Association, Inc.**

**ARTICLE IV.  
TERM**

The commencement of Corporate existence shall be as of January 1, 2000.

This Corporation shall have perpetual existence.

**ARTICLE V.  
SUBSCRIBERS**

The name and address of the subscriber to these Articles of Incorporation is as follows:

Herman Bischoff  
975 Arthur Godfrey Road  
Miami Beach, Florida 33140

**ARTICLE VI.  
BOARD OF DIRECTORS**

The affairs of the Corporation shall be managed and governed by a Board of Directors composed of not less than three (3) nor more than five (5) members. Subsequent to the first Board of Directors, the Directors shall be elected at the annual meeting of the membership, for a term of one (1) year, or until their successors have been elected and qualified.

The following persons shall constitute the first Board of Directors and shall serve until the first election of the Board of Directors at the first annual meeting of the membership:

Herman Bischoff  
975 Arthur Godfrey Road  
Miami Beach, Florida 33140

Doug Bischoff  
975 Arthur Godfrey Road  
Miami Beach, Florida 33140

Greg Bischoff  
975 Arthur Godfrey Road  
Miami Beach, Florida 33140

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ARTICLE VII.  
OFFICERS

The Officers of the Corporation shall be: President; Vice President; Secretary; and Treasurer (the last two officers may be combined) who shall be elected in the manner set forth in the By-Laws of the Corporation.

The names of the first Officers who are to serve until the first annual meeting of the membership:

President and Secretary: Herman Bischoff  
975 Arthur Godfrey Road  
Miami Beach, Florida 33140

Vice President: Doug Bischoff  
975 Arthur Godfrey Road  
Miami Beach, Florida 33140

Treasurer: Greg Bischoff  
975 Arthur Godfrey Road  
Miami Beach, Florida 33140

ARTICLE VIII.  
BY-LAWS

The By-Laws of the Corporation shall initially be made and adopted by its first Board of Directors.

The By-Laws may be amended, altered, supplemented or modified by the membership at the annual meeting, or at a duly convenient special meeting of the membership, by vote, as provided in the By-Laws.

ARTICLE IX.  
DISSOLUTION

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal, State, or Local government for exclusive public purpose, unless a court of competent jurisdiction determines that a distribution may be made to all of the members of the Corporation, as provided by law.

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**ARTICLES OF INCORPORATION - 69th Street Condominium Association, Inc.**

**ARTICLE X.  
AMENDMENTS**

Amendments to these Articles of Incorporation may be proposed by any member or Director and shall be adopted in the same manner as provided for the Amendment of the By-Laws. Said Amendment(s) shall be effective when a certified copy thereof, has been filed with the Department of State, and accepted by said Department, and upon further compliance with the "Florida General Corporation Act."

**ARTICLE XI.  
POWERS**

This Corporation shall have all of the powers set forth in Florida General Corporation Act, all of the powers set forth in the Condominium Act of the State of Florida, and all powers granted to it by the Declarations of Condominium and Exhibits annexed thereto, including the power to contract for the management of the Condominiums and recreational facilities.

**ARTICLE XII.  
DIVIDENDS**

There shall be no dividends paid to any of the members, nor shall any part of the income of the Corporation be distributed to its Board of Directors or Officers. In the event there are any excess receipts over disbursements as a result of performing services, such excess shall be applied against future expenses. The Corporation may pay compensation in a reasonable amount to its members, Directors and Officers for services rendered, may confer benefits upon its members in conformity with its purposes, and upon dissolution or final liquidation, may make distribution to its members as is permitted by the Court having jurisdiction thereof, and no such payment, benefit or distribution shall be deemed to be a dividend or distribution of income.

This Corporation shall issue no shares of stock of any kind or nature whatsoever. Membership in the Corporation and the transfer thereof, as well as the number of members, shall be upon such terms and conditions as provided for in the Declarations of Condominium and By-Laws. The voting rights of the Owners of Parcels in said Condominium property shall be as set forth in the Declarations of Condominium and/or By-Laws.

**ARTICLE XIII.  
REGISTERED AGENT**

The name of the initial registered agent and the street address of the initial registered agent is

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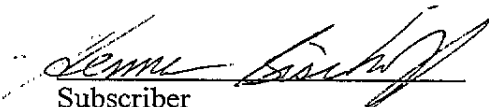
ARTICLES OF INCORPORATION - 69th Street Condominium Association, Inc.

Herman Bischoff, 975 41st Street, Miami Beach, Florida 33140.

ARTICLE IV.  
INDEMNIFICATION

Every Director and every Officer of the Association shall be indemnified by the Association against all expenses and liabilities, including legal and counsel fees reasonably 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 of the Association, or any settlement thereof, whether or not he is a Director or Officer at the time such expenses are incurred, except in such cases wherein the Director or Officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement, the indemnification herein shall apply only when the Board of Directors holding office at the time of the proposed settlement, approves such settlement 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 Director or Officer may be entitled.



IN WITNESS WHEREOF, the Subscribing persons have hereunto set their hands and seals this 20<sup>th</sup> day of December, 1999.

  
Subscriber

STATE OF FLORIDA            )  
  ) SS:  
COUNTY OF MIAMI-DADE )

The foregoing instrument was acknowledged before me, this 20<sup>th</sup> day of Dec, 1999 by Herman Bischoff as subscriber to the Articles of Incorporation of 69th Street Condominium Association Inc., for the purposes set forth therein, on behalf of the proposed corporation.

Article2... 01108030.M File# 1304-001

  
 Brian J. Giller  
Commission # 00705799  
Expires DEC. 10, 2002  
RECORDED THRU  
ATLANTIC SURETY CO., INC.

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**69TH STREET CONDOMINIUM ASSOCIATION, INC.**  
**CERTIFICATE DESIGNATING REGISTERED AGENT UPON**  
**WHOM PROCESS MAY BE SERVED WITHIN THIS STATE**

FILED

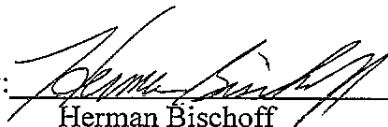
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091 of the Florida Statutes, the following is submitted, in compliance with said Act:

First that 69th Street Condominium Association, Inc. a Florida corporation qualified to do business under the laws of this State, with its principal office at Miami-Dade County, Florida has appointed Herman Bischoff, 975 41st Street, Miami Beach, Florida 33140, as its agent to accept service of process within this State.

Having been named to accept service of process of 69th Street Condominium Association, Inc., at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By:

  
Herman Bischoff  
Resident Agent