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non
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EXPERTISE PROFESSIONAL CENTER CONDOMINIUM ASSOCIATIO

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**FLORIDA DEPARTMENT OF STATE****Katherine Harris
Secretary of State****October 18, 2000****EMPIRE****SUBJECT: EXPERTISE PROFESSIONAL CENTER CONDOMINIUM ASSOCIATION, INC.
REF: WD0000024974**

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

THE NAME MUST BE IDENTICAL THROUGHOUT THE ARTICLES NOTE IN ARTICLE II.

If you have any further questions concerning your document, please call (850) 487-6926.

Gina Bullock
Document Specialist

FAX Aud. #: H00000054466
Letter Number: 700A00054325

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION
OF
EXPERTISE PROFESSIONAL CENTER CONDOMINIUM ASSOCIATION, INC.

The undersigned hereby associate themselves for the purpose of forming a corporation not for profit under Chapter 617, Florida Statutes, as amended, and certify as follows:

ARTICLE I - NAME

The name of the corporation shall be **EXPERTISE PROFESSIONAL CENTER CONDOMINIUM ASSOCIATION, INC.**, and shall be hereinafter referred to as the Association.

ARTICLE II - PURPOSE

The purpose for which the Association is organized is as follows:

A. A Condominium known as **EXPERTISE PROFESSIONAL CENTER CONDOMINIUM ASSOCIATION, INC.** constructed on certain lands in Miami-Dade County, Florida, being more particularly described as:

THE WEST 10 FEET OF THE NORTH 125 FEET OF LOT 2, AND ALL OF LOT 3, IN BLOCK 4, OF IDEAL VILLA HOME TRACT, ACCORDING TO THE PLAT THEREOF, AS RECORDED IN PLAT BOOK 6, AT PAGE 188, OF THE PUBLIC RECORDS OF MIAMI-DADE COUNTY, FLORIDA,

hereinafter called the Land.

B. The documents creating the condominium provide for the construction of Commercial Condominium Units, together with certain other improvements. The Association is organized to provide a means of administering the Condominium by the owners thereof.

C. The Association shall make no distribution of income to its member, directors or officers.

ARTICLE III - POWERS

The powers of the Association shall be governed by the following provisions:

A. The Association shall have all the common law and statutory powers of a corporation not for profit which are not in conflict with the terms of these Articles, as well as the power provided for in Florida Statute 718.111(2)(3), et seq.

B. The Association shall have all of the powers reasonably necessary to implement the purposes of the Association, including, but not limited to:

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Ana Maria Camacho, Esq.
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1. To make and collect assessments against members to defray the cost of the Condominium.
 2. To use the proceeds of assessments in the exercise of its powers and duties.
 3. The maintenance, repair, replacement and operation of the Condominium property.
 4. The rebuilding of improvements after casualty and the further improvement of the property.
 5. To make and amend reasonable regulations respecting the use of the property in the condominium, provided, however, that all such regulations and amendments thereto shall be approved by not less than fifty-one (51%) percent of the voting interests of the Association before such shall become effective.
 6. To enforce by legal means, the provisions of the condominium Documents, these Articles, the By-Laws of the Association, and the regulations for use of the property in the Condominium.
 7. To contract for the management and maintenance of the condominium property and to authorize a management agent to assist the Association in carrying out its powers and duties by performing such functions as the submission of proposals, collection of assessments, preparation of records, enforcement of rules and maintenance, repair and replacement of the common elements with funds as shall be made available by the Association for such purposes. The Association and its officers shall, however, retain at all times the powers and duties granted by the Condominium Documents and the Condominium Act, including, but not limited to the making of assessments, promulgation of rules and execution of contracts on behalf of the Association.
- C. All funds and the titles of all properties acquired by the Association and the proceeds thereof shall be held in trust for the membership in accordance with the Condominium Documents.
- D. The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the Declaration of Condominium which govern the use of the land.

ARTICLE IV - MEMBERS

The qualifications of members, the manner of their admission and voting by such members shall be as follows:

- A. All owners of units shall be members of the Association, and no other person or entities shall be entitled to membership.
- B. Membership in the Association shall be established by recording in the Public Records of Miami-Dade County, Florida, of a deed or other instrument establishing a change of recorded title to a unit in the Condominium and the delivery to the Association of a copy of such instrument, the new owner designated by such instrument, thereby becoming a member of the association, the membership of the prior owner shall be thereby terminated.
- C. The share of a member in the funds and assets of the Association cannot be assigned, pledged or transferred in any manner except as an appurtenance to the units in the Condominium.
- D. Members of the Association shall be entitled to one (1) vote for each residential unit owned by such member. Voting rights shall be exercised in the manner provided by the By-Laws of the Association.

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ARTICLE V - ADMINISTRATORS

A. The affairs of the Association will be managed by a Board of not less than three (3) nor more than five (5) Administrators, as shall be determined by the By-Laws.

B. The Administrators of the Association shall be appointed or elected at the annual meeting of the members in the manner set out in the By-Laws. Administrators may be removed and vacancies of the Board of Administrators shall be filled as set out in the By-Laws.

C. The names and addresses of the members of the first Board of Administrators who shall hold office until their successors are elected and have qualified are as follows:

ANDRES R. NUNEZ, as Director and President - ROBERTO NUNEZ, as Director - GLORIA NUNEZ, as Director
Address for all Directors: 13431 S.W. 32nd Street, Miami, Florida 33175

One person may hold more than one office, except that the President may not hold any other office in the Association. This provision does not limit an Administrator from serving as an Officer.

ARTICLE VII - INDEMNIFICATION

Every Administrator and Officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him/her in connection with any proceeding to which he/she may be a party, or in which he/she may become involved, by reason of his/her being or having been an Officer or Administrator in the Association, or any settlement thereof, whether or not he/she is an Administrator or an Officer at the time such expenses are incurred, except in such cases wherein the Administrator or Officer is adjudged guilty of willful misfeasance in the performance of his/her duties, provided that in the event of a settlement the indemnification herein shall apply only when the Board of Administrators approve 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 other rights to such Administrator or Officer may be entitled.

ARTICLE VIII - BY-LAWS

The By-Laws of the Association shall be accepted by the Board of Administrators and may be altered, amended or rescinded by all of the votes of the entire Board of Administrators and fifty-one (51%) percent of the votes of the unit owners.

ARTICLE IX - AMENDMENTS

Amendments to the Articles of Incorporation shall be adopted in the following manner:

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

B. A resolution approving a proposed amendment may be proposed by either the Board of Administrators or by the membership of the Association, and after being proposed and approved by one of such bodies, it must be approved by the other. Such approvals must be by not less than fifty-one (51%) percent of the Administrators and not

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less than sixty-seven (67%) of the members of the Association. Administrators and members not present at the meeting considering the amendment may express their approval in writing.

C. A copy of each amendment shall be filed with the Secretary of State as provided by law and a certified copy thereof filed in the Public Records of Dade County, Florida. No amendment to the Articles of Incorporation shall be effective until the amendment to the Articles of Incorporation is actually recorded with identification on the first page thereof of the book and page number of the Public Records where the Declaration of Condominium operated by the Association is recorded.

ARTICLE X - TERM

The term of the Association shall be for the life of the Condominium unless the Association is terminated sooner by the unanimous action of its members. The Association shall be terminated by the termination of the Condominium in accordance with the Condominium documents.

ARTICLE - XI

From the inception of the Association, the Association shall maintain the records required to be maintained pursuant to Florida Statute 718.111(12). These records shall be maintained within the State and shall be made available to the unit owner within five (5) working days after receipt of written request by the Board or its designee. Inspection may be made available by the Association on the Condominium property or Association property. The right to inspect the records includes the rights to make or obtain copies at the reasonable expense, if any, of the Association member.

ARTICLE - XII

Within sixty (60) days following the end of the fiscal or calendar year, or annually, or such date as is otherwise provided in the Bylaw of the Association, the Board of Administration shall mail or furnish by personal delivery to each unit owner and to the Department of Business and Professional Regulation, a complete financial report of actual receipts and expenditures for the previous twelve (12) months. The report shall show the amount of receipts by accounts and receipt classifications and shall show the amounts of expenses by account and expenses classification, including, if applicable, but not limited to, the following:

- (a) Costs for security;
- (b) Professional and management fees and expenses;
- (c) Taxes;
- (d) Costs for recreation facilities;
- (e) Expenses for refuse collection and utility services;
- (f) Expenses for lawn care;
- (g) Costs for building maintenance and repair;
- (h) Insurance costs;
- (i) Administrative and salary expenses; and
- (j) General reserves, maintenance reserves, and depreciation reserves.

ARTICLE XIII - PRINCIPAL OFFICE

The principal office of the Association is at 13431 S.W. 32nd Street, Miami, Florida 33175.
The name of the Registered Agent at that address is: ANDRES R. NUNEZ

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IN WITNESS WHEREOF, the Subscriber has hereunto set his hand and seal this 13 day of OCTOBER, 2000.

Signed, sealed and delivered
in the presence of:

ANA M. Camacho
Witness:

ANA M. Camacho
Printed Signature:

Prabel VPNA
Witness:

Prabel VPNA
Printed Signature:

Andres R. Nunez
ANDRES R. NUNEZ, as President

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

I hereby Certify that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Andres R. Nunez known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon the following form of identification of the above-named person: D.L. # Personal Knowledge and that an oath (was) (was not) taken.

Witness my hand and seal in the County and State last aforesaid this 13th day of October, 2000.

My commission expires:

NOTARY PUBLIC - STATE OF FLORIDA
ANA M. CAMACHO
COMMISSION # CC774103
EXPIRES 02/7/2003
BONDED THRU ASA 1-800-NOTARY1

ANA M. Camacho
Notary Signature
ANA M. Camacho
Printed Notary Signature

CERTIFICATE OF DESIGNATION 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.

First - That EXPERTISE PROFESSIONAL CENTER CONDOMINIUM ASSOCIATION, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in these Articles of Incorporation has named Andres R. Nunez located at 13431 S.W. 32nd Street, Miami, Florida, 33175 City of Miami, County of Miami-Dade, State of Florida, as its agent to accept service of process within this state.

SIGNATURE: Andres R. Nunez
ANDRES R. NUNEZ
as Registered Agent
Title: President
Date: October 13, 2000

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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.

SIGNATURE: _____

ANDRES R. NUNEZ

as Registered Agent

Title: President

Date: October 13, 2000

STATE OF FLORIDA)

) SS:

COUNTY OF MIAMI-DADE)

I hereby Certify that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared ANDRES R. NUNEZ known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon the following form of identification of the above-named person: D.L. # Personal Knowledge and that an oath (was) (was not) taken.

Witness my hand and seal in the County and State last aforesaid this 13 day of October, 2000.

NOTARY PUBLIC - STATE OF FLORIDA
ANA M. CAMACHO
COMMISSION # C0774193
EXPIRES 02/1/2002
BONDED THRU ASA 1-585-NOTARY1

Notary Signature _____

ANA M. CAMACHO

Printed Notary Signature

My commission expires:

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