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April 2, 2001

Florida Department of State
DIVISION OF CORPORATIONS
Post Office Box 6327
Tallahassee, Florida 32314

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*****78.75 *****78.75

Re: Versailles of Winter Park Condominium Association, Inc.

TO WHOM IT MAY CONCERN:

Enclosed are duplicate original Articles of Incorporation for the above referenced corporation. Also enclosed is a check in the amount of \$78.75 to cover filing fees in the amount of \$35.00, cost for a certified copy in the amount of \$8.75 and cost for designation of registered agent in the amount of \$35.00.

If the Articles of Incorporation are in order, would you please cause the certified copy to be returned to the attention of the undersigned.

Thank you for your assistance and cooperation.

Very truly yours,

POWELL, CARNEY, GROSS, MALLER & RAMSAY, P.A.

James N. Powell
James N. Powell

JNP/lj

Enclosures: a/s

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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ARTICLES OF INCORPORATION

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of

SECRETARY OF STATE
TALLAHASSEE FLORIDA

**VERSAILLES OF WINTER PARK
CONDOMINIUM ASSOCIATION, INC.**

I, the undersigned, by and under the provisions of statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation not-for-profit, do hereby declare as follows:

**ARTICLE I.
NAME OF CORPORATION**

The name of this corporation shall be **VERSAILLES OF WINTER PARK CONDOMINIUM ASSOCIATION, INC.**, hereinafter referred to as the Association.

**ARTICLE II.
PRINCIPAL OFFICE**

The principal office of the corporation shall initially be at 200 South Interlachen Avenue, Winter Park, Florida 32789. The corporation may change its principal office from time to time as permitted by law.

**ARTICLE III.
PURPOSES OF CORPORATION**

The purpose of the Association shall be to operate and manage the affairs and property of the condominium known as **VERSAILLES OF WINTER PARK, A CONDOMINIUM**, located at 200 South Interlachen Avenue, Winter Park, Orange County, Florida 32789, and to perform all acts provided in the Declaration of Condominium of said condominium and the Condominium Act, Chapter 718, *Florida Statutes* (1999).

**ARTICLE IV.
POWERS**

The Association shall have all of the statutory powers of a corporation not-for-profit and all of the powers and duties set forth in the Condominium Act and the Declaration of Condo-

minium of Versailles of Winter Park, A Condominium. As more particularly set forth in the Declaration of Condominium of Versailles of Winter Park, A Condominium, the Association may acquire leasehold, membership and other possessory or use interests (whether or not such interests relate to property contiguous to the lands of the condominium) intended to provide for the enjoyment, recreation, or other use or benefit of the Association members, and the Association may acquire, convey, lease and mortgage Association property.

**ARTICLE V.
MEMBERS**

All persons owning a vested present interest in the fee title to a condominium unit in Versailles of Winter Park, A Condominium, which interest is evidenced by a duly recorded proper instrument in the Public Records of Orange County, Florida, shall be members of the Association. Membership shall terminate automatically and immediately at the time a member's vested interest in the fee title terminates, except that upon the termination of the condominium the membership of a unit owner who conveys his unit to the trustee as provided in the Declaration of Condominium shall continue until the trustee makes a final distribution of such unit's share of the funds collected and held by the trustee.

After the Association approves of a conveyance of a condominium unit as provided in the Declaration of Condominium, the change of membership in the Association shall be evidenced in the Association records by delivery to the Association of a copy of the recorded deed or other instrument of conveyance.

Prior to the recording of the Declaration of Condominium of Versailles of Winter Park, A Condominium, the subscriber hereto shall constitute the sole member of the Association.

**ARTICLE VI.
VOTING RIGHTS**

The voting rights of each unit shall be determined on an equal basis. That is, each unit shall be entitled to one (1) vote. When more than one person owns a unit in the condominium, the vote for that unit shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any one unit, and the vote shall not be divided among the owners of any one unit. If one owner owns more than one unit, such owner shall have the one vote for each unit owned. If units are joined together and occupied by one owner, such owner shall have a separate vote for each unit owned.

**ARTICLE VII.
INCOME DISTRIBUTION**

No part of the income of the Association shall be distributable to its members, except as compensation for services rendered.

**ARTICLE VIII.
EXISTENCE**

The Association shall exist perpetually unless dissolved according to law. Notwithstanding anything to the contrary herein, if for any reason the Association is terminated, dissolved or liquidated, the responsibility for the operation and maintenance of the surface water or stormwater management system must be transferred to and accepted by an entity which would comply with the rules and regulations of the Florida Administrative Code, Section 40C-42.027 and be approved by the St. John's River Water Management District prior to any such termination, dissolution or liquidation.

**ARTICLE IX.
REGISTERED OFFICE AND REGISTERED AGENT**

The registered office of the Association shall be at 3804 East Colonial Drive, Orlando, Florida 33803, and the registered agent at such address shall be Richard Mosseri, until such time as another registered agent is appointed by resolution of the board of directors.

**ARTICLE X.
NUMBER OF DIRECTORS**

The business of the corporation shall be conducted by a board of directors which shall consist of not less than three (3) persons, as shall be elected or appointed as set forth in the Bylaws.

**ARTICLE XI.
BOARD OF DIRECTORS AND OFFICERS**

The names and mailing addresses of the initial board of directors and officers are as follows:

<u>Name</u>	<u>Address</u>
Richard Mosseri	3804 East Colonial Drive, Orlando, FL 32803
Yardena Mosseri	3804 East Colonial Drive, Orlando, FL 32803
Michael Mosseri	3804 East Colonial Drive, Orlando, FL 32803
Alice Mosseri	3804 East Colonial Drive, Orlando, FL 32803

ARTICLE XII.
RECALL AND REMOVAL OF DIRECTORS

Subject to the provisions of Article X hereof, and the provisions of the Condominium Act, Chapter 718, *Florida Statutes*, and the rules and regulations promulgated pursuant thereto, directors may be recalled from office with or without cause, by the affirmative vote of a majority of the voting interests of the Association.

ARTICLE XIII.
INDEMNIFICATION OF OFFICERS AND DIRECTORS

All officers and directors shall be indemnified by the Association to the extent required by Florida law. The Association may purchase and maintain insurance on behalf of all officers and directors against any liability asserted against them or incurred by them in their capacity as officers and directors or arising out of their status as such.

ARTICLE XIV.
RIGHTS OF DEVELOPER

As more particularly set forth in Section 718.301, *Florida Statutes*, Denarich Construction Company, a Florida corporation, which is the developer of Versailles of Winter Park, A Condominium, and which is referred to herein as the Developer, shall have the right to appoint all of the directors of the Association (which directors need not be unit owners), subject to the following:

A. When fifteen percent (15%) or more of the units in the condominium are conveyed to owners other than the Developer, such unit owners shall be entitled to elect not less than one-third (1/3) of the directors.

B. Unit owners other than the Developer shall be entitled to elect not less than a majority of the directors upon the occurrence of the earliest of the following:

1. Three (3) years after fifty percent (50%) of the units that will be operated ultimately by the Association have been conveyed to owners other than the Developer; or

2. Three (3) months after ninety percent (90%) of the units that will be operated ultimately by the Association have been conveyed to owners other than the Developer; or

3. When all of the units that will be operated ultimately by the Association have been completed, some of them have been conveyed to owners other than the Developer, and none of the others are being offered for sale by the Developer in the ordinary course of business; or

4. When some of the units have been conveyed to owners other than the Developer and none of the others are being constructed or offered for sale by the Developer in the ordinary course of business; or

5. Seven (7) years after recordation of the Declaration of Condominium for Versailles of Winter Park, A Condominium in the Public Records of Orange County, Florida.

C. When the Developer no longer holds for sale in the ordinary course of business at least five percent (5%) of the units that will be operated ultimately by the Association, unit owners other than the Developer shall be entitled to elect all of the directors.

Any director appointed by the Developer may be removed and replaced by the Developer at any time, subject only to the foregoing rights of the unit owners.

**ARTICLE XV.
BYLAWS**

The first Bylaws of the Association shall be adopted by the board of directors and may be altered, amended or rescinded in the manner provided in such Bylaws.

**ARTICLE XVI.
SUBSCRIBERS**

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

Richard Mosseri, 3804 East Colonial Drive, Orlando, FL 32803

**ARTICLE XVII.
AMENDMENT**

These Articles of Incorporation may be amended as provided by Chapter 617, *Florida Statutes*; provided, however, that any such amendment shall be approved by at least fifty-one

percent (51%) of the voting interests of the Association and by a majority of the board of directors. Notwithstanding anything to the contrary hereinabove, any amendment which would affect the surface water management system controlled by the Condominium Association, including the surface water or stormwater management system must first be transferred to and accepted by an entity which will comply with the rules and regulations of the Florida Administrative Code, Section 40C-42.027 and be approved by the St. John's River Water Management District.

IN WITNESS WHEREOF, I, the undersigned subscriber hereby adopt these Articles of Incorporation, and hereunto set my hand and seal this 4th day of April, 2001.

Richard Mosseri (SEAL)
Richard Mosseri

01 APR 11 PM 3:31
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

STATE OF FLORIDA)
COUNTY OF Orange)

The foregoing instrument was acknowledged before me this 4th day of April, 2001, by **RICHARD MOSSERI**, who is personally known to me or has produced a Florida driver's license or _____ as identification.

My Commission Expires:

Karen S. Indiveri
Notary Public (SEAL)
KAREN S. INDIVERI
(Legibly print name of notary public on this line)



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts designation as registered agent of the foregoing corporation. The undersigned is familiar with, and accepts, the obligations of that position.

Richard Mosseri
Richard Mosseri