

# N01000008423

## ATTORNEYS' TITLE

Requestor's Name

660 E. Jefferson St.

Address

Tallahassee, FL 32301

City/St/Zip

850-222-2785

Phone #

FILED  
01 DEC -3 PM 12:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1- SOUTH BEACHES CASA BELLA OWNERS' ASSOCIATION, INC.

2-

3-

4-

☒ Walk-in

☐ Pick-up time ASAP

☒ Certified Copy

☐ Mail-out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

01 NOV 29 PM 2:51

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### NEW FILINGS

<input type="checkbox"/>	Profit
<input checked="" type="checkbox"/>	Non-Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

### AMENDMENTS

<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

### OTHER FILINGS

<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

### REGISTRATION/QUALIFICATION

<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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-11/30/01--01001--002  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

W01-27240

Examiner's Initials

J. BRYAN NOV 29 2001



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

November 29, 2001

ATTORNEYS' TITLE  
660 E. JEFFERSON ST.  
TALLAHASSEE, FL 32301

SUBJECT: SOUTH BEACHES CASA BELLA OWNERS' ASSOCIATION, INC.  
Ref. Number: W01000027240

RECEIVED  
01 DEC -3 AM 11:22  
DEPARTMENT OF STATE  
TALLAHASSEE, FL  
FILING SECTION

We have received your document for SOUTH BEACHES CASA BELLA OWNERS' ASSOCIATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

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

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6929.

Joey Bryan  
Document Specialist  
New Filing Section

Letter Number: 901A00063476

ARTICLES OF INCORPORATION  
FOR  
**SOUTH BEACHES CASA BELLA  
OWNERS' ASSOCIATION, INC.,**  
A FLORIDA NOT-FOR-PROFIT CORPORATION

FILED  
01 DEC -3 PM 12:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator, a Florida corporation and developer of the Townhomes to be known as the **SOUTH BEACHES CASA BELLA** (the "Townhomes"), hereby forms a not-for-profit corporation under the laws of the State of Florida.

ARTICLE I  
NAME

The name of the corporation is the **SOUTH BEACHES CASA BELLA OWNERS' ASSOCIATION, INC.**, hereinafter referred to as the "Association." The address of the Association is c/o Brown, Obringer, Beardsley & DeCandio, P.A., 12 East Bay Street, Jacksonville, Florida 32202.

ARTICLE II  
REGISTERED AGENT

The initial Registered Agent of the Association is Dale A. Beardsley. The street address of the Registered Agent is 12 East Bay Street. The Association may appoint a new Registered Agent from time to time.

ARTICLE III  
PURPOSES

The Association does not contemplate pecuniary gain or profit to its members. The Association's specific purposes are to provide for the maintenance and preservation of the Townhomes in accordance with its Declaration, recorded or to be recorded in the public records of Duval County, Florida (the "Declaration") for the mutual advantage and benefit of the members of the Association, who shall be owners of Units within the Townhomes. To promote the health, safety and welfare of the owners of Units, the Association shall have and exercise the following authority and powers:

(a) To exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Declaration, which is hereby incorporated by reference.

(b) To acquire, by gift, purchase or otherwise, own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association.

- (c) To borrow money and to mortgage, pledge or hypothecate any and all of its real or personal property as security for money borrowed or debts incurred.
- (d) To participate in mergers and consolidations with other nonprofit corporations organized for similar purposes.
- (e) To have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Florida may now or hereafter have or exercise.

#### ARTICLE IV MEMBERSHIP

Every person or entity who is a record owner of a Unit within the Townhomes shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership of any Unit.

#### ARTICLE V VOTING RIGHTS

Each Unit is assigned one vote, to be exercised as determined by the owners of that Unit. However, until the occurrence of certain events as described in Section 6.3 of the Declaration, the developer of the Townhomes shall have the right to elect a majority of the members of the Board

#### ARTICLE VI BOARD OF DIRECTORS AND ELECTION

The affairs of the Association shall be managed by a Board of Directors, who do not need to be members of the Association. The following individuals shall serve as the first Board of Directors:

Moises Solano  
Oscar Rodas  
Kathleen Daughtry

The address for all directors is c/o 12 East Bay Street, Jacksonville, Florida 32202. In the future, Directors shall be elected as provided in the Bylaws.

#### ARTICLE VII TERM OF EXISTENCE

This corporation shall have perpetual existence unless sooner dissolved in accordance with the provisions herein contained or in accordance with the laws of the State of Florida.

## ARTICLE VIII DISSOLUTION

The Association may be dissolved by assent in writing of a majority of the members. Otherwise, the Association may be dissolved with the assent in writing of not less than seventy five percent (75%) of the members.

## ARTICLE IX OFFICERS

Subject to the direction of the Board, the affairs of this Association shall be administered by its officers, as designated in the Bylaws of this Association. Said officers shall be elected annually by the Board in accordance with the Bylaws.

## ARTICLE X BYLAWS

The Bylaws of this Association shall be adopted by the first Board and recorded in the public records of Duval County, Florida. The Bylaws may be altered, amended, modified or repealed by (a) a majority of the Directors if ratified by a majority of those members present at any duly called meeting of the members of the Association, or (b) assent in writing of two-thirds of the members. Any such modification shall be effective upon recording in the public records of Duval County.

## ARTICLE XI AMENDMENTS

This Association may amend or repeal any of the provisions contained in these Articles by a seventy-five percent (75%) vote of the membership.

## ARTICLE XII SUPREMACY

These Articles and the Bylaws are subject to the Declaration and in the event of a conflict, the Declaration shall govern. In the event of a conflict between the Articles and Bylaws, the Articles shall govern.

## ARTICLE XIII INDEMNIFICATION

This Association shall indemnify and hold harmless any and all of its present or former directors, officers, employees or agents, to the full extent permitted by law. Said indemnification shall include but not be limited to the expenses, including the cost of any judgments, fines, settlements and counsel's fees actually and necessarily paid or incurred in connection with any action, suit or proceeding, whether civil, criminal, administrative or investigative, and any appeal thereof, to which any such persons or his legal representative may be made a party or may be threatened to be made a party by reason of his being or having been a director, officer, employee or agent. The

foregoing right of indemnification shall not affect any other rights to which any director, officer, employee or agent may be entitled as a matter of law or which he may be lawfully granted.

ARTICLE XIV  
INCORPORATOR

The incorporator of the corporation, Dale A. Beardsley, a natural person who is competent to contract and whose address is 12 East Bay Street, Jacksonville, Florida 32202, has executed these Articles of Incorporation this 28 day of NOVEMBER, 2001.

WITNESSES:

NAME

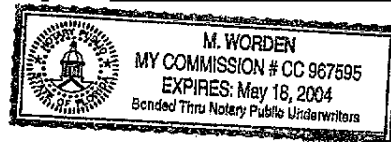
M. Worden  
Shirley A. Moore

[Signature]

STATE OF FLORIDA  
COUNTY OF DUVAL

The foregoing Articles of Incorporation were acknowledged before me this 28 day of NOVEMBER, 2001 by Dale A. Beardsley. He is personally known to me or has produced \_\_\_\_\_ as identification and did take an oath.

M. Worden  
Notary Public  
State of Florida at Large  
My Commission Expires: \_\_\_\_\_



REGISTERED AGENT CERTIFICATE

SOUTH BEACHES CASA BELLA OWNERS' ASSOCIATION, INC., a corporation duly organized under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in Duval County, Florida, has named Dale A. Beardsley as its agent to accept service of process within this state. The street address of the Registered Agent is 12 East Bay Street, Jacksonville, Florida 32202.

SOUTH BEACHES CASA  
BELLA ASSOCIATION, INC.

Date: 11/28/01

By: [Signature]  
Its Dale Beardsley, v.i. President

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

[Signature]  
Dale A. Beardsley

Date: 11/28/01

Corporat.e\south-beaches.casa bella.aoi

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01 DEC -3 PM 12:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA