

NO20000000687

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City/State/Zip Phone #

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

1. _____ (Corporation Name) (Document #)

2. _____ (Corporation Name) (Document #) 600004830096--0
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NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

2002 JAN 28 PM 1:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

Examiner's Initials *g*
1/31/02

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ARTICLES OF INCORPORATION
OF
VICTORY REEF WAREHOUSES CONDOMINIUM ASSOCIATION, INC.

2002 JAN 28 PM 1:50

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a corporation not-for-profit under the laws of the State of Florida, hereby adopts the following articles of incorporation:

ARTICLE I - NAME OF CORPORATION

The name of the Corporation shall be Victory Reef Warehouses Condominium Association, Inc., and shall hereinafter be referred to as the Corporation.

ARTICLE II - OFFICE OF THE CORPORATION

The principal office of the Corporation shall be at 8725 SW. 129th Street, Miami, FL 33176 and the mailing address of the Corporation shall be the same.

ARTICLE III - PURPOSE OF THE CORPORATION

The purpose for which the Corporation is organized is to provide an entity pursuant to the Florida Corporation Act for the operation of a condominium located in Miami-Dade County, Florida known as Victory Reef Warehouses, a condominium.

ARTICLE IV - POWERS OF THE CORPORATION

1. The Corporation 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.

2. The Corporation shall have all the powers granted by Chapter 718, Florida Statutes, as amended from time to time.

3. The Corporation shall have all the powers reasonably necessary to implement the purposes of the Corporation, and all of the powers granted to it in the Declaration of Condominium when said Declaration is recorded in the public records of Miami-Dade County, Florida.

ARTICLE V - MEMBERS

1. All unit owners shall be members of the Corporation and no other person or entity shall be entitled to membership.

2. Membership in the Corporation shall be established by recording in the public records of Miami-Dade County, Florida a deed or other instrument of conveyance establishing a record title holder to a condominium parcel in the condominium and notification in writing to the Corporation of such recording information as provided in the Declaration of Condominium. The membership of the prior owner shall cease upon recording of the instrument of conveyance.

3. The share of the member in the funds and assets of the Corporation shall not be assigned, pledged or transferred in any manner except as an appurtenance to the individual condominium parcel.

4. Members shall be entitled to one vote for each condominium unit owned by such member. Voting rights shall be exercised in the manner provided in the Bylaws of the Corporation.

ARTICLE VI - DIRECTORS

1. The affairs of the Association shall be managed by a Board of Directors consisting of 3 persons. Two of the Directors must be members of the Association, but the third Director need not be a member of the condominium association.

2. In the event that a unit is owned by a corporation or by more than one person, (such as a husband and wife), the unit owner shall appoint an individual to exercise its voting rights.

3. Directors shall be elected in the manner stated in the Bylaws.

ARTICLE VII - OFFICERS

The officers of the Association shall be chosen by, and from amongst, the members of the Board of Directors. The officers shall be a President, Vice-President/Secretary (held by the same person), and Treasurer. The officers shall serve at the pleasure of the Board.

ARTICLE VIII - INDEMNIFICATION

Every Director and Officer of the Association shall be indemnified by the Association against all expenses and liabilities, including attorney fees reasonably incurred 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 an officer or director, except in such cases where the director or officer is adjudged guilty of any type of willful wrongdoing in the performance of his duties. 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.

ARTICLE IX - BY-LAWS

The Bylaws of the Corporation shall be those Bylaws set forth as an Exhibit to the Declaration of Condominium and may only be altered, amended or rescinded in the manner provided by the said Bylaws by an affirmative vote of seventy-five percent (75%) of the members of the Association.

ARTICLE X - AMENDMENTS

These Articles may be amended by an affirmative vote of seventy-five percent (75%) of the members of the Association.

ARTICLE XI - TERM

The term of the Corporation shall be the life of the Condominium. Termination of the corporation shall require the unanimous action of the Members.

ARTICLE XII - INCORPORATOR

The name and address of the incorporator is Jim Larson, 8725 SW. 129th Street, Miami, FL 33176.

ARTICLE XIII - REGISTERED AGENT

The resident agent of the Corporation shall be Michael E. Rehr, Esq., 9500 S. Dadeland Blvd - Suite 550, Miami, FL 33156.

IN WITNESS WHEREOF, these Articles of Incorporation have been executed this 24 day of January, 2002.

Jim Larson

STATE OF FLORIDA)
: COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that on the 24 day of January, 2002, before me, the undersigned authority, personally appeared Jim Larson, who is personally known to me or has produced _____ as identification and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same for the purposes therein expressed.

NOTARY PUBLIC - STATE OF FLORIDA

My commission expires Michael E. Rehr
MY COMMISSION # CC774782 EXPIRES
September 13, 2002
BONDED THRU TROY FAIN INSURANCE, INC



Michael E. Rehr
Michael E. Rehr

ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

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 agree to comply with the provisions of said act relative to keeping open said office.

DATED: January 24, 2002.

Michael E. Rehr
Michael E. Rehr
Registered Agent

This instrument was prepared by:
Michael E. Rehr, Esq.
9500 S. Dadeland Blvd - Suite 550
Miami, FL 33156

FILED
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TALLAHASSEE, FLORIDA