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FLORIDA NON-PROFIT CORPORATION
COLONNADE MEDICAL PARK CONDOMINIUM ASSOCIATION, INC.

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**NOT FOR PROFIT ARTICLES OF INCORPORATION OF
COLONNADE MEDICAL PARK CONDOMINIUM ASSOCIATION, INC.**

The undersigned incorporator, for the purpose of forming a Not for Profit corporation in compliance with Chapter 617, F.S., hereby adopts the following Articles of Incorporation:

ARTICLE I NAME: The name of the corporation shall be:

COLONNADE MEDICAL PARK CONDOMINIUM ASSOCIATION, INC.

ARTICLE II PRINCIPAL PLACE OF BUSINESS: The principal place of business and mailing address of this corporation is: 5117 Castello Drive, Suite 2, Naples, FL 34103.

ARTICLE III PURPOSE AND POWERS: The purpose for which the Association is organized is to provide an entity pursuant to the Florida Condominium Act for the operation of Colonnade Medical Park Condominium, located in Bonita Springs, Lee County, Florida.

The Association is organized and shall exist on a non-stock basis as a corporation not for profit under the laws of the State of Florida, and no portion of any earnings of the Association shall be distributed or inure to the private benefit of any member, Director or Officer. For the accomplishment of its purposes, the Association shall have all of the common law and statutory powers and duties of corporation not for profit under the laws of the State of Florida, except as limited or modified by there Articles, the Declaration of Condominium, the Bylaws or the Florida Condominium Act and it shall have all of the powers and duties reasonably necessary to operate the Condominium pursuant to said Declaration as it may hereafter be amended, including but not limited to the following:

- A. To make and collect assessments against member os the Association to defray the costs, expenses and losses of the Association, and to use the funds in the exercise of its powers and duties.
- B. To protect, maintain, repair, replace, and operate the Condominium property.

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- C. To purchase insurance upon the condominium property and Association property for the protection of the Association and its members.
- D. To reconstruct improvements after casualty and to make further improvements of the condominium property.
- E. To make, amend and enforce reasonable rules and regulations governing the use of the common elements, and the operation of the Association.
- F. To approve or disapprove the transfer, leasing and occupancy of units, as provided in the Declaration of Condominium.
- G. To enforce the provisions of the Condominium Act, the Declaration of Condominium, these Articles, the Bylaws and any Rules and Regulations of the Association.
- H. To contract for the management and maintenance of the condominium and the condominium property, and to delegate any powers and duties of the Association in connection therewith except such as which are specifically required by the Declaration of Condominium to be exercised by the Board of Directors or the membership of the Association.
- I. To employ accountants, attorneys, architects, and other professional personnel to perform the services required for the proper operation of the Condominium.
- J. To enter into agreements, or acquire leaseholds, memberships, and other possessory and/or ownership or use interest(s) in land or facilities. It has this power whether or not the lands or facilities are contiguous to the lands of the Condominium, if they are intended to provide enjoyment, recreation, or other use or benefit to the unit owners.
- K. To borrow money, if necessary, to perform its other functions hereunder.

All funds and the title to all property acquired by the Association shall be held for the benefit of the members in accordance with the provisions of the Declaration of

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Condominium, these Articles of Incorporation and Bylaws.

ARTICLE III MEMBERSHIP:

- A. The members of the Association shall be the record owners of a fee simple interest in one or more units in the Condominium, as further provided in the Bylaws.
- B. The share of a member in the funds and assets of the Association matters. The manner of exercising voting rights shall be as set forth in the Bylaws.

ARTICLE IV TERM: The term of the Association shall be perpetual.

ARTICLE V DIRECTORS AND OFFICERS:

- A. The affairs of the Association shall be administered by a Board of Directors consisting of the number of Directors determined by the Bylaws, but not less than three (3) Directors, and in the absence of such determination shall consist of three (3) Directors.
- B. Directors of the Association shall be elected by the members in the manner determined by the Bylaws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the Bylaws.
- C. The business of the Association shall be conducted by the officers designated in the Bylaws. The officers shall be elected each year by the Board of Directors at its first meeting after the annual meeting of the members of the Association, and they shall serve at the pleasure of the Board.

ARTICLE VI AMENDMENTS: Amendments to these Articles shall be proposed and adopted in the following manner:

- A. Proposal: Amendments to these Articles may be proposed by a majority of

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- the Board or by written petition, signed by at least one-fourth (1/4) of the voting interests.
- B. Procedure: Upon any amendment to these Articles being proposed by said Board or unit owners, such proposed amendment shall be submitted to a vote of the owners not later than the next annual meeting for which proper notice can be given.
- C. Vote Required: Except as otherwise required by law, a proposed amendment to these Articles of Incorporation shall be adopted if it is approved by at least two-thirds (2/3rds) of the voting interest present in person or by proxy and voting at any annual or special meeting, or by approval in writing of two-thirds (2/3rds) of the voting interest without a meeting, provided that notice of any proposed amendment has been given to the members of the Association, and that the notice contain a fair statement of the proposed amendment
- D. Effective Date: An amendment shall become effective upon filing with the Secretary of State and or recording a certified copy in the Public Records of Lee County, Florida.

ARTICLE VII INDEMNIFICATION: To the fullest extent permitted by Florida Law, the Association shall indemnify and hold harmless every Director, Officer, and volunteer of the Association against all expenses and liabilities, including attorneys fees, actually and reasonably incurred by or imposed on him in connection with any legal proceeding (or settlement or appeal of such proceeding) to which he may be a party because of his being or having been a Director or Officer of the Association. The foregoing right of indemnification shall not be available if a judgment or other final adjudication establishes that his actions or omissions to act were material to the cause adjudicated and involved:

- A. Willful misconduct or conscious disregard for the best interests of the

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Association, in a proceeding by or in the right of the Association to procure a judgment in its favor.

- B. Violation of criminal law, unless the person seeking indemnification had no reasonable cause to believe his action was unlawful or had reasonable cause to believe his action was lawful.
- C. A transaction from which the person seeking indemnification derived an improper personal benefit.
- D. Recklessness, or an act or omission which was committed in bad faith or with malicious purpose or in a manner exhibiting wanton and wilful disregard for human rights, safety or property, in an action by or in the right of someone other than the Association or its member.
- E. Wrongful conduct by Directors or Officers appointed by the Developer, in a proceeding brought by or on behalf of the Association.

In the event of a settlement, the right to indemnification is subject to the finding by a least a majority of the disinterested Directors that the settlement is in the best interest of the Association. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which a Director or Officer may be entitled.

ARTICLE VIII INITIAL DIRECTORS

The names, and addresses of the initial Directors are :

Athina Kyritsis
9240 Bonita Beach Road, Suite 2206
Bonita Springs FL 34135

Zannos Grekos
9240 Bonita Beach Road, Suite 2206
Bonita Springs FL 34135

Paul A. Murray
5117 Castello Drive, Suite 2
Naples, FL 34103.

ARTICLE IX RESIDENT AGENT NAME:

The name and Florida street address of the Registered Agent are:

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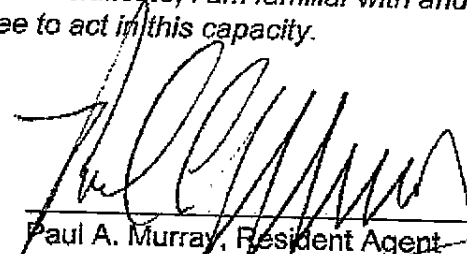
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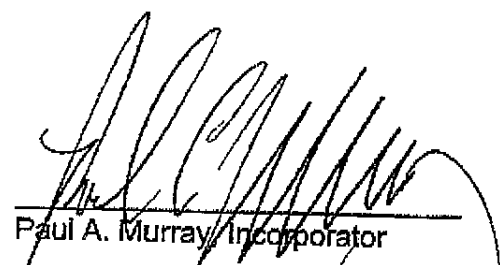
Paul A. Murray, 5117 Castello Drive, Suite 2, Naples, FL 34103.

ARTICLE X INCORPORATOR NAME AND ADDRESS:

The name and Florida street address of the Incorporator are Paul A. Murray, 5117 Castello Drive, Suite 2, Naples, FL 34103.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Paul A. Murray, Resident Agent


Paul A. Murray, Incorporator
Paul A. Murray, Esquire
Paul A. Murray, P.A.
5117 Castello Drive, Suite 2
Naples, Florida 34103
Telephone: (941) 430-0000
Facsimile: (941) 430-0004

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