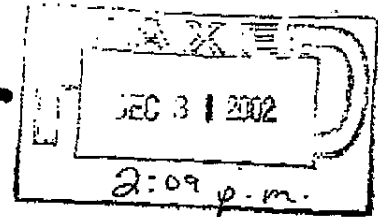


N03000000002



Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H02000242800 9)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations  
Fax Number : (850)205-0381

From:

Account Name : KIRK PINKERTON, A PROFESSIONAL ASSOCIATION  
Account Number : 071670002600  
Phone : (941)364-2409  
Fax Number : (941)364-2490

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
02 DEC 31 PM 3:38

FLORIDA NON-PROFIT CORPORATION

LOT 2 SRQ PARK OF COMMERCE CONDOMINIUM ASSOCIATION,

RECEIVED JAN 2

Certificate of Status	0
Certified Copy	1
Page Count	12
Estimated Charge	\$78.75

Dec-31-02 03:39pm From-Kirk Pinkerton Law Firm  
Department of State 12/31/2002 3:18

9413648227

T-876 P.002/014 F-113

RightFAX

12/31  
3:24  
jar  
✓



FLORIDA DEPARTMENT OF STATE

Jim Smith  
Secretary of State

December 31, 2002

KIRK PINKERTON

SUBJECT: LOT 2 SRQ PARK OF COMMERCE DONDOMINIUM ASSOCIATION, INC.  
REF: W02000036255

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.

You must list the corporation's principal office and/or a mailing address in the document.

If you have any further questions concerning your document, please call (850) 245-6931.

Becky McKnight  
Document Specialist  
New Filing Section

FAX Aud. #: E02000242800  
Letter Number: 602A00068046

RECEIVED  
TALLAHASSEE, FLORIDA  
02 DEC 31 PM 3:38

**ARTICLES OF INCORPORATION**  
**of**  
**LOT 2 SRQ PARK OF COMMERCE**  
**CONDOMINIUM ASSOCIATION, INC.**

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation not for profit under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation not for profit.

**ARTICLE I.**  
**AND ADDRESS**  
**NAME OF CORPORATION**

The name of this corporation shall be LOT 2 SRQ PARK OF COMMERCE CONDOMINIUM ASSOCIATION, INC., hereinafter referred to as the Association. The principal office and mailing address of the Corporation is 6624 Taeda Drive, Sarasota, FL 34241.

**ARTICLE II.**  
**GENERAL NATURE OF BUSINESS**

The general nature of the business to be conducted by the Association shall be the operation and management of the affairs and property of the Condominium known as LOT 2 SRQ PARK OF COMMERCE CONDOMINIUM ("LOT 2 CONDOMINIUM") located in the County of Manatee,

Prepared by: David M. Silberstein  
Kirk Pinkerton  
720 So. Orange Ave.  
Sarasota, FL 34236  
(941) 364-2481  
Atty Bar #0436879

- A2 -

FAX AUDIT #H02-242800

FAX AUDIT #H02-242800

Florida, and to perform all acts provided in the Declaration of Condominium of said Condominium and the Condominium Act, Chapter 718, Florida Statutes.

In addition, the general nature of business to be conducted by the Association shall also include and be the operation and management of the affairs and property of any additional condominium(s) which may be developed as part of the development project, the Declaration(s) of Condominium of which names the Association as the entity to operate and manage the affairs of such condominium(s) and to perform all acts provided in the Declaration(s) of Condominium of such additional condominium(s).

### ARTICLE III

#### POWERS

The Association shall have all of the condominium law and statutory powers of a corporation not for profit and all of the powers and duties set forth in said condominium act and the Declaration of Condominium of LOT 2 SRQ PARK OF COMMERCE CONDOMINIUM. In addition, the Association shall have all of the powers and duties set forth in any Declaration(s) of Condominium; provided however that any such additional powers and duties that conflict or differ from those set forth in the Declaration of Condominium of LOT 2 SRQ PARK OF COMMERCE CONDOMINIUM, shall apply only to the condominium(s) whose Declaration(s) of Condominium set forth such additional or different powers and/or duties. The Association may enter into lease agreements and may acquire and enter into agreements acquiring leaseholds, memberships and other

FAX AUDIT #H02-242800

possessory or use interests for terms up to and including 99 years, whether or not contiguous to the lands of the condominium, intended to provide for the enjoyment or other use or benefit of the members; including but not limited to lease of common areas and facilities. The Association may 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 such funds 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 Act, including, but not limited to, the making of Assessments, promulgation of rules and execution of contracts on behalf of the Association.

#### ARTICLE IV.

##### MEMBERS

All persons owning a vested present interest in the fee title to any of the condominium units of LOT 2 SRQ PARK OF COMMERCE CONDOMINIUM, as evidenced by a duly recorded proper instrument in the Public Records of Manatee County, Florida, shall be members. In addition, all persons owning a vested present interest in the fee title to any of the condominium units of any additional condominium(s) to be operated and managed by the Association, as evidenced by a duly

FAX AUDIT #H02-242800

recorded proper instrument in the Public Records of Manatee County, Florida, shall be members of the Association. Membership shall terminate automatically and immediately as a member's vested interest in the fee title terminates, except that upon termination of the entire condominium project, the membership shall consist of those who were members at the time of each conveyance of the respective units to the trustee as provided in said Declaration of Condominium. In the event a unit is owned by a legal entity other than a natural person, the officer, director, manager, member, partner or other official so designated by such legal entity shall exercise its membership rights.

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

Prior to the recording of said Declaration of Condominium in the public records of said county, the subscribers hereto shall remain the members of the Association and shall each be entitled to one vote.

#### ARTICLE V.

#### VOTING RIGHTS

Notwithstanding that the same owner may own more than one unit or that units may be joined together and occupied by one owner, each condominium unit shall be entitled to the voting interest established for such unit in accordance with the following formula: one vote for each unit. In the

FAX AUDIT #H02-242800

event of a joint ownership of a condominium unit, the vote to which that unit is entitled shall be apportioned among the owners as their interest may appear, or may be exercised by one of such joint owners by the remainder of the joint owners filing a Voting certificate with the Secretary of the Association.

ARTICLE VI

INCOME DISTRIBUTION

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

ARTICLE VII

EXISTENCE

This corporation shall exist perpetually unless dissolved according to law.

ARTICLE VIII

REGISTERED OFFICE AND REGISTERED AGENT

The registered office of the corporation shall be at c/o David M. Silberstein, Esquire, Kirk Pinkerton, P.A., 720 South Orange Avenue, Sarasota, Florida 34236, and the registered agent at such address shall be David M. Silberstein, Esquire.

FAX AUDIT #H02-242800

ARTICLE IX.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) nor more than five (5) persons, as shall be designated by resolution of the members as set forth in the bylaws.

ARTICLE X.FIRST BOARD OF DIRECTORS AND OFFICERS

The names and post office addresses of the members of the first Board of Directors and officers, all of whom shall hold office until their successors are duly elected and qualified, are as follows:

	<u>Name</u>	<u>Office</u>	<u>Address</u>
1.	<u>DAVID Fleeman</u>	President & Director	<u>6624 Tada Dr.</u> <u>Sarasota FL 34241</u>
2.	<u>Tim Vining</u>	Vice-President & Director	<u>8103 11<sup>th</sup> Ave. N.W.</u> <u>Bradenton, FL 34209</u>
3.	<u>Kathy Fleeman</u>	Treasurer/Secretary & Director	<u>6624 Tada Dr.</u> <u>Sarasota FL 34241</u>



FAX AUDIT #H02-242800

ARTICLE XI

INDEMNIFICATION OF OFFICERS AND DIRECTORS

A. Indemnity. The Association shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or contemplated action, suit or proceedings, whether civil, criminal, administrative or investigative, be reason of the fact that he is or was a director, employee, officer or agent of the Association, against expenses (including attorneys' fees and appellate attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceedings, unless (a) a court of competent jurisdiction determines, after all available appeals have been exhausted or not pursued by the proposed indemnitee, that he did not act in good faith, nor in a manner he reasonably believed to be in or not opposed to the best interest of the Association, and, with respect to any criminal action or proceeding, that he had reasonable cause to believe his conduct was unlawful, and (b) such court further specifically determines that indemnification should be denied. The termination of any action, suit or proceedings by judgment, order, settlement, conviction or upon a plea of ~~nolo contendere~~ or its equivalent shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he reasonably believed to be in or not opposed to the best interest of the Association, and, with respect to any criminal action or proceeding, had reasonable cause to believe that his conduct was unlawful.

B. Expenses. To the extent that a director, officer, employee or agent of the Association has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in paragraph A above, or in defense of any claim, issue or matter therein, he shall be indemnified against expenses (including attorney's fees and appellate attorneys' fees) actually and reasonably incurred by him in connection therewith.

C. Advances. Expenses incurred in defending a civil or criminal action, suit or proceeding shall be paid by the Association in advance of the final disposition of such action, suit or proceedings upon receipt of an undertaking by or on behalf of the affected director, officer, employee or agent to repay such amount unless it shall ultimately be determined that he is entitled to be indemnified by the Association as authorized in this Article XI.

D. Miscellaneous. The indemnification provided by this Article shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under any bylaw, agreement, vote of members or otherwise, and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs and personal representatives of such person.

E. Insurance. The Association shall have the power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Association, or is or was serving, at the request of the Association, as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against any liability asserted

FAX AUDIT #H02-242800

against him and incurred by him in any such capacity, or arising out of his status as such, whether or not the Association would have the power to indemnify him against such liability under the provisions of this Article.

F. Amendment. Anything to the contrary herein notwithstanding, the provisions of this Article XI may not be amended without the prior written consent of all persons whose interest would be adversely affected by such amendment.

#### ARTICLE XII.

##### RIGHTS OF DEVELOPER

REFLECTIONS GLASS & MIRROR, INC., a Florida corporation, which is the Developer of LOT 2 SRQ PARK OF COMMERCE CONDOMINIUM, shall have full right and authority to manage the affairs and exclusive right to elect the directors of the Association (who need not be unit owners) until one unit is conveyed to a Unit Owner other than Developer.

#### ARTICLE XIII.

##### 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 by the bylaws.

#### ARTICLE XIV.

##### SUBSCRIBERS



FAX AUDIT #H02-242800

STATE OF FLORIDA  
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 30<sup>th</sup> day of Dec., 2002,  
by David Fleeman, who is personally known to me or who produced \_\_\_\_\_ as  
identification and who did not take an oath.

(NOTARIAL SEAL)

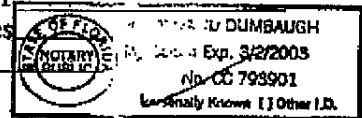


\*(Print Name of Notary Public)

Notary Public - State of

My commission expires

Commission Number



STATE OF \_\_\_\_\_  
COUNTY OF \_\_\_\_\_

The foregoing instrument was acknowledged before me this \_\_\_\_ day of \_\_\_\_\_, 200\_\_,  
by \_\_\_\_\_, who is personally known to me or who produced \_\_\_\_\_ as  
identification and who did not take an oath.

(NOTARIAL SEAL)

\* \_\_\_\_\_

\*(Print Name of Notary Public)

Notary Public - State of \_\_\_\_\_

My commission expires \_\_\_\_\_

Commission Number \_\_\_\_\_

FAX AUDIT #H02-242800

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the designation as registered agent of the foregoing corporation.

Dated December 31, 2002

  
\_\_\_\_\_  
DAVID M. SILBERSTEIN

G:\DOCUMENT\VAHSRQ\_PA-3\ARTCL-1.

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
02 DEC 31 PM 3:38