

No4000001972

Albert S. Lagano, P.A.
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Melbourne, FL 32902

(Address)

(City/State/Zip/Phone #)

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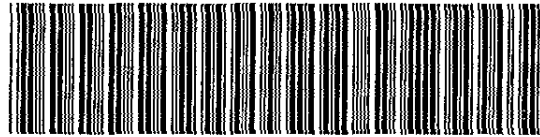
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Articles of Incorporation
of
Florida Nonprofit Corporation

ARTICLE I

Park Drive Property Owners Association, Inc.

The name of this corporation is Park Drive Property Owners Association, Inc.

ARTICLE II

Corporate Nature

This is a nonprofit corporation, organized solely for general educational and charitable purposes pursuant to the Florida Corporations Not for Profit law set forth in Section 617 of the Florida Statutes.

ARTICLE III

Duration

The term of existence of the corporation is perpetual.

ARTICLE IV

General and Specific Purposes

The specific and primary purposes for which this corporation is formed are:

(a) Promote, encourage and protect the property owned by the members of the association.

(b) to operate exclusively in any other manner for such educational, charitable and purposes as will qualify it as an exempt organization Section 501(c) of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distribution to

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organizations qualified as tax exempt organizations under the Internal Revenue Code, including private foundations and private operating foundations.

ARTICLE V

Management of Corporate Affairs

(a) **Board of Trustees.** The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Trustees. The number of Trustees of the corporation shall be One (1), provided, however, that such number may be changed by bylaw duly adopted by the members. The Trustees named herein as the first Board of Trustees shall hold office until the first meeting at which time an election of Trustees shall be held.

Trustees elected at the first annual meeting, and at all times thereafter, shall serve for a term of one (1) year until the annual meeting of members following the election of Trustees and until the qualification of the successors in office. Annual meetings shall be held at 4845 Chesterfield, Melbourne, Florida on the third Monday of February of each year at 7:00 p.m., or at such other place or places as the Board of Trustees may designate from time to time by resolution.

Any action required or permitted to be taken by the Board of Trustees under any provision of law may be taken without a meeting, if all members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote.

of the Trustees. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Trustees without a meeting, and that the Articles of Incorporation and the Bylaws of this corporation authorize the Trustees to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such initial members of the Board of Trustees are as follows:

	<u>Name</u>	<u>Address</u>
1.	Eva Gross	4845 Chesterfield, Melbourne, Florida

(b) **Corporate Offices.** The Board of Trustees shall elect the following officers: President, Vice-President, Secretary and Treasurer, and such other officers as the bylaws of this corporation may authorize the Trustees to elect from time to time.

Initially, such officers shall be elected at the first annual meeting of the Board of Trustees. Until such election is held, the following persons shall serve as corporate officers:

	<u>Name</u>	<u>Address</u>
President	Eva Gross	4845 Chesterfield, Melbourne, FL
Vice President	Eva Gross	4845 Chesterfield, Melbourne, FL
Secretary	Eva Gross	4845 Chesterfield, Melbourne, FL
Treasurer	Eva Gross	4845 Chesterfield, Melbourne, FL

ARTICLE VI

Earnings & Activities of Corporation

(a) No, part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, trustees, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered to make payments and distributions in furtherance of the purposes set forth in Article IV hereof.

(b) No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

(c) Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

(d) Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree,

engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE VII

Distribution of Assets

Upon dissolution of the corporation, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII

Membership

(a) The corporation shall have one class of members and each lot owner shall be entitled to one membership and one vote for each lot owned. The rights and privileges of all members shall be equal.

(b) Any person paying the dues provided for by the bylaws

and agreeing to be bound by the Articles of Incorporation and the ByLaws of the corporation and by such rules and regulations as the trustees may from time to time adopt, is eligible for membership.

(c) A prospective member shall be eligible for membership upon presentation of an approved application by membership committee for approval and acceptance by the Board of Trustees.

ARTICLE IX

Subscribers

The names and residence addresses of the Subscribers of this corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
1. Eva Gross	4845 Chesterfield, Melbourne, FL

Amendment of Bylaws

Subject to the limitations contained in the Bylaws, and any limitations set forth in the Corporations Not For Profit law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, Bylaws of this corporation may be made, altered, rescinded, added to, or new Bylaws may be adopted, either by a resolution of the Board of Trustees, or by following the procedure set forth therefor in the Bylaws.

ARTICLE XI

Dedication of Assets

The property of this corporation is irrevocably dedicated to charitable and educational purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of

any director, officer or member thereof, or to the benefit of any private individual.

ARTICLE XII

Registered Agent and Office

The address of the corporation's principal office shall be 4845 Chesterfield, Melbourne, FL and its registered agent shall be Albert S. Lagano, Esq., 551 S. Apollo Blvd. Suite 103, Melbourne, FL. ³²⁹³⁴ 32901

ARTICLE XIII

Amendment of Articles

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Trustees and presented to a quorum of members for their vote.

We, the undersigned, being the subscribers and incorporators of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, have executed

these Articles of Incorporation this 13th day of February 2004.

Eva Gross
Eva Gross-President

Eva Gross
Eva Gross-Secretary

Eva Gross
Eva Gross-V.P.

Eva Gross
Eva Gross-Treasurer

STATE OF FLORIDA
COUNTY OF BREVARD

BEFORE ME, the undersigned authority, personally
appeared

Eva Gross

_____ to me known to be the person(s) who
executed the foregoing Articles of Incorporation and they
acknowledged to and before me that they executed such instrument.

IN WITNESS WHEREOF, I hereunto set my hand and seal this

13

day of February 2004.

Theresa A. Lagano
Notary Public, State of Florida



Theresa A. Lagano
My Commission DD284611
Expires January 25, 2008

My Commission Expires:

DESIGNATION OF AGENT AND PLACE FOR SERVICE OF PROCESS

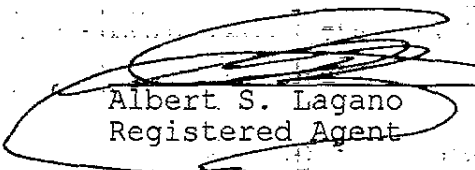
Pursuant to Chapter 48.091, Florida Statutes, the following
is submitted in compliance with said Act:

First That Park Drive Property Owners Association, Inc., a
Florida Not for Profit Corporation, desiring to organize under the
Laws of the State of Florida with its principal office indicated
in the Articles of Incorporation in Melbourne, State of Florida,
has named Albert S. Lagano, 551 S. Apollo Blvd., Suite 103,
Melbourne, FL 32901, County of Brevard, State of Florida, as its

agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act, relative to keeping open said office.


Albert S. Lagano
Registered Agent

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