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PICK-UP     WAIT     MAIL

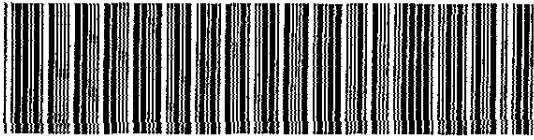
\_\_\_\_\_  
(Business Entity Name)

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(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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03/10/04--01043--003 \*\*78.75

FILED  
04 MAR 10 PM 12:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



*gjc 3/17*

**TRANSMITTAL LETTER**

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: Alexander Oaks Office Park Association, Inc  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00  
Filing Fee

\$78.75  
Filing Fee &  
Certificate of  
Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

FROM: Gail C. McGrath  
Name (Printed or typed)

1107 S. Alexander St  
Address  
Suite 102

Plant City, FL 33563  
City, State & Zip

813-752-2087  
Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**

**ARTICLES OF INCORPORATION**  
**OF**  
**ALEXANDER OAKS OFFICE PARK ASSOCIATION, INC**  
**a FLORIDA NOT-FOR-PROFIT CORPORATION.**

**FILED**  
**04 MAR 10 PM 12:03**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

We, the undersigned, hereby associate ourselves together for the purpose of becoming a Corporation not for profit under the law of the State of Florida, by and under the provisions of the statutes 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.**

**NAME OF CORPORATION**

The name of this corporation shall be ALEXANDER OAKS OFFICE PARK ASSOCIATION, Inc.

hereinafter referred to as the Association. The Association principal office and mailing address is 1607 South Alexander Street, Suite 102, Plant City, Florida 33563.

**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 maintenance of the property referred to as Common Property located within Alexander Oaks, located in the County of Hillsborough, Florida. and to perform all acts provided in the Declaration of Protective

Covenants and Conditions, Restrictions and Easements for Alexander Oaks.

To regulate the use of land and structures as may be placed under the jurisdiction of this Corporation by means of the Declaration of Protective Covenants, Conditions, Restrictions and Easements for Alexander Oaks.

To promote the health, safety and welfare of the Members of the Association.

To enforce the provisions of the Declaration of Protective Covenants, Conditions, Restrictions and Easements for Alexander Oaks.

### **ARTICLE III.**

#### **POWERS**

The Association shall have all of the law and statutory powers of a Corporation not for profit and all of the powers and duties set forth in said Declaration of Protective Covenants, Conditions, Restrictions and Easements of ALEXANDER OAKS.

The Association may contract for the management and maintenance of the Common 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 Declaration of Protective Covenants, Conditions, Restrictions and Easements for ALEXANDER OAKS, including but not limited to, the making of Assessments, promulgation of rules and execution of contracts on behalf of the Association.

To borrow money, with the consent of members holding two-thirds (2/3) of votes of its

Members.

**ARTICLE IV.**

**MEMBERS**

All persons owning a vested present interest in the fee title to any of the Building Parcels of ALEXANDER OAKS, as evidenced by a duly recorded proper instrument in the Public Records of Hillsborough County, Florida, shall be Members, of the Association. Membership shall transfer automatically and immediately as a Member's vested interest in the fee title transfers. In the event a Building Parcel is owned by a legal entity other than a natural person, the officer, director, or other official so Designated by such legal entity shall exercise its membership rights.

After the conveyance of a Building Parcel, the change of membership in the Association shall be evidenced in the Association records by delivery to the Secretary of The Association a certified copy of a deed or other instrument of conveyance.

**ARTICLE V.**

**VOTING RIGHTS.**

Notwithstanding that the same owner may own more than one Building Parcel, each Building Parcel shall be entitled to the voting interest established for such Building Parcel in accordance with the following formula: one vote for each Building Parcel. In the event of a joint ownership of a Building Parcel the vote to which that Building Parcel is entitled shall be agreed among the owners as their interest may appear, and must file a Voting certificate for that Building Parcel with the Secretary of the Association.

**ARTICLE VI.**

**INCOME DISTRIBUTION**

No part of the income of this corporation shall be distributed 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 1607 South Alexander Street, Suite 102, Plant City, Florida 33563.

And the registered agent at such address shall be LOUIS RYAN McGRATH.

**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 nine (9) 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 who shall hold office until their successors are duly

Elected and qualified, are as follows:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
<u>Louis W. McGrath</u>	<u>Director</u>	<u>P.O. Drawer X, Plant City, FL 33563</u>
<u>Gail Calhoun McGrath</u>	<u>Director</u>	<u>P.O. Box 33566 Plant City, FL 33563</u>
<u>Louis R. McGrath</u>	<u>Director</u>	<u>1601 S. Alexander, Ste 102 Plant City, FL 33566</u>

#### 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), judgment, fines and amounts paid in settlement actually and reasonable 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 indemnities, 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 determine that indemnification should be denied. The termination of any action, suit or proceedings by judgment, order, settlement, conviction or upon a plea or nolo contendere or its equivalent shall not, of itself, create a presumption that the person did not act in good faith and in 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 of 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 the 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, 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 against him 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 provision of the Article.

F. Amendment. Anything to the contrary herein notwithstanding, the provision 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 OWNERS**

**CONTRACT ONE, LLC, a Florida Limited Liability Company,** a Florida limited partnership, shall have full right and authority to manage the affairs and exclusive right to elect the directors of the Association (who need not be Building Parcel owners) until such time as all Building Parcels are sold.

A. Owners shall be entitled to elect at least one (1) member of the Board of Directors as long as Owners holds any interest in any Building Parcel located in ALEXANDER OAKS.

Notwithstanding any provision contained herein to the contrary, during the period Owners are in control of the Association, the Directors shall exercise all rights which would otherwise be exercisable by the members.

## **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**

The names and street addressed of the subscribers to these Article of Incorporation are as

Follows:

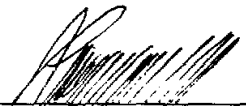
<u>Name</u>	<u>Address</u>
<u>Louis W. McGrath</u>	<u>P.O. Drawer X Plant City, Fl 33566</u>
<u>Gail Calhoun McGrath</u>	<u>P.O. Box 3566 Plant City, Fl 33566</u>

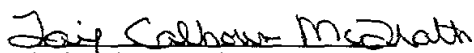
**ARTICLE XV.**

**AMENDMENTS**

The corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation by a simple majority vote of all voting rights of all members of the corporation and all rights conferred upon the members herein are granted subject to this reservation.

IN WITNESS WHEREOF, we, the undersigned subscribers to these Article of Incorporation, have hereunto set out hands and seals this 8<sup>th</sup> day of MARCH, 2004

  
\_\_\_\_\_  
Louis W. McGrath

  
\_\_\_\_\_  
Gail Calhoun McGrath

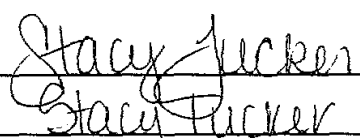
STATE OF Florida

COUNTY OF Hillsborough

The foregoing instrument was acknowledged before me this 8<sup>th</sup> day of March, 2004, by Louis W. McGrath, who is ~~personally known to~~ me or who produced \_\_\_\_\_ as identification and who did not take an oath.



Stacy Tucker  
MY COMMISSION # DD172602 EXPIRES  
December 17, 2006  
BONDED THRU TROY FAIN INSURANCE, INC.

  
\_\_\_\_\_  
Stacy Tucker  
\_\_\_\_\_  
\*(Print Name of Notary Public  
My commission expires \_\_\_\_\_  
Commission Number \_\_\_\_\_

STATE OF Florida

COUNTY OF Hillsborough

The foregoing instrument was acknowledged before me this 8<sup>th</sup> day of March, 2004, by Gail Calhoun McGrath, who is ~~personally known to~~ me or who produced \_\_\_\_\_ as identification and who did not take an oath.



Stacy Tucker  
 MY COMMISSION # DD172602 EXPIRES  
 December 17, 2006  
 BONDED THRU TROY FAIN INSURANCE, INC.

*Stacy Tucker*  
 \_\_\_\_\_  
*Stacy Tucker*  
 \_\_\_\_\_  
 \*(Print Name of Notary Public  
 My commission expires \_\_\_\_\_  
 Commission Number \_\_\_\_\_

**ACCEPTANCE BY REGISTERED AGENT**

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

*Louis Ryan McGrath*  
 \_\_\_\_\_  
 Louis Ryan McGrath

FILED  
 04 MAR 10 PM 12:04  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA