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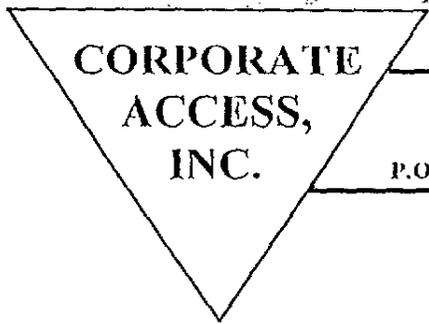
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No 4-20664



**CORPORATE
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1.) Cityplace Condominium Association, Inc.
(CORPORATE NAME & DOCUMENT #)

2.) _____
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SPECIAL INSTRUCTIONS _____



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

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May 27, 2004

CORPORATE ACCESS

SUBJECT: CITYPLACE CONDOMINIUM ASSOCIATION, INC.
Ref. Number: W04000020664

We have received your document for CITYPLACE CONDOMINIUM ASSOCIATION, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6972.

Doris Brown
Document Specialist
New Filings Section

Letter Number: 904A00037162

Corrected
5/27/04
Thanks! :)

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04 MAY 27 AM 10:24

SECRET STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
CITYPLACE CONDOMINIUM ASSOCIATION, INC.**

We, the undersigned, with other persons being desirous of forming a corporation not for profit, under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

ARTICLE I

NAME

The name of this corporation is CITYPLACE CONDOMINIUM ASSOCIATION, INC. For convenience, the corporation shall be referred to in this instrument as "Association." The corporate and mailing address for the Association is: 1313 Gray Street, Tampa, FL 33606.

ARTICLE II

PURPOSE

The Association is organized as a corporation not for profit under the terms and provisions of Chapter 617, Florida Statutes, and is a condominium association. The purpose for which the corporation is organized is to provide an entity responsible for the operation of a professional condominium in Hillsborough County, Florida, known as CITYPLACE CONDOMINIUMS, hereinafter referred to as the "Condominium." The Declaration of Condominium and any amendments thereto, whereby said Condominium has or will be created, is herein called the "Declaration."

ARTICLE III

QUALIFICATION OF MEMBERS AND MANNER OF ADMISSION

Section 1. The members of the Association shall constitute all the record owners of office condominium units in the Condominium. After receiving the approval of a unit owner and the Association, as required under the Declaration, change of membership in the Association shall be established by recording in the Public Records of Hillsborough County, Florida, a deed or other instrument establishing record title to a condominium unit and the delivery to the Association of a certified copy of such instrument. The owner designated by such instrument thus becomes a member of the Association and the membership of the prior owner of such condominium unit shall thereupon be terminated.

Section 2. The share of a member in the funds and assets of the Association cannot be assigned, hypothecated, or transferred in any manner whatsoever except as an appurtenance to his condominium unit.

Section 3. The owner of each condominium unit shall be entitled to one (1) vote for each condominium owned as a member of the Association; provided however, it is expressly stated that it that at the time of the execution of this Declaration that JPAK1 Holdings, LLC and/or its successors in title will be the owner of two (2) units in Building D of the Condominium and shall be entitled to one (1) vote for each Unit owned in said Building. The exact number of votes to be cast by owners of a condominium unit and the manner of exercising voting rights shall be determined by the By-laws of the Association.

ARTICLE IV

CORPORATE EXISTENCE AND TERM

The Association shall commence upon the filing of these Articles of Incorporation with the Secretary of State, State of Florida, and the term of the Association shall be perpetual.

ARTICLE V

DIRECTORS AND OFFICERS

The affairs of the Association shall be managed by its Board of Administration. The directors and officers may lawfully and properly exercise the powers set forth herein, notwithstanding the fact that some or all of them who may be directly or indirectly involved in the exercise of such powers and in the negotiation and/or consummation of the agreements executed pursuant to such powers are some or all of the persons with whom the corporation enters into such agreements or who own some or all of the proprietary interest in the entity or entities with whom the corporation enters into such agreements. Disclosure of such agreements by setting forth the same in the Declaration, as initially declared or subsequently redeclared or amended, shall stand as an absolute confirmation of such agreements and the valid exercise by the directors and officers of the corporation of the powers pertinent thereto.

ARTICLE VI

BOARD OF DIRECTORS

Section 1. The business affairs of this corporation shall be managed by the Board of Administration.

Section 2. This corporation shall have three (3) members of the board initially. The number of directors may be changed from time to time as provided by the By-laws, but their number may never be less than three (3).

Section 3. Directors of the Association shall be elected at the annual meeting of members in the manner determined by the By-laws. Directors may be removed and vacancies on the Board of Administration shall be filled in the manner provided by the By-laws.

Section 4. The first election of directors shall be held at the time one unit owner other than the developer owns a unit in the Condominium that will ultimately be operated by the Association. The directors named in these articles shall serve until the first election of directors and any vacancies in their number occurring before the first election shall be filled by the remaining directors.

Section 5. Directors must be members of the Association.

Section 6. The names, addresses and class of the initial Board of Administration are as follows:

	<u>Name</u>	<u>Class</u>	<u>Address</u>
1.	Gary Cohen	1	1313 Gray Street Tampa, FL 33606
2.	Andrew Cohen	2	1313 Gray Street Tampa, FL 33606
3.	Thomas P. Adams	3	4510 W. Azeele Street Tampa, FL 33609

ARTICLE VII

OFFICERS

Section 1. The officers of the corporation shall be a President, Vice President, Secretary and a Treasurer. The same person may hold the offices of the Secretary and Treasurer simultaneously.

Section 2. The names of the persons who are to serve as officers of the Association are as follows:

<u>Office</u>	<u>Name</u>
President	Gary Cohen
Secretary/Treasurer	Andrew Cohen
Vice President	Thomas P. Adams

Section 3. The officers must be members of the Association and shall be elected by the Board of Administration at its first meeting following the annual meeting of the members of the Association and shall serve at the pleasure of the Board of Administration.

Section 4. The officers shall have such duties, responsibilities and powers as provided in the By-laws and by Chapter 718, Florida Statutes.

ARTICLE VIII

BY-LAWS

The membership shall adopt By-laws for the Association at the first meeting of the Association after the approval of these Articles of Incorporation by the Secretary of State. Additional By-laws or alterations or rescission of the By-laws shall be enacted by a majority vote of the members of the Association.

ARTICLE IX

AMENDMENT TO ARTICLES

The Articles of Incorporation may be amended at any special or regular meeting of the Unit owners. An Amendment may be proposed by either the Board of Directors or by fifty percent (51%) of the members of the Association. A resolution adopting a proposed amendment must bear the approval of not less than fifty-one percent (51%) of the entire membership of the Board of Directors and seventy-five percent (75%) of all of the members of the Association. Directors and Members not present at the meetings considering the Amendment may express their approval, in writing given before meetings. Any Amendment to these Articles will be voted upon only after notice of any meeting as required by the By-Laws of the Association.

ARTICLE X

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Association is 1313 Gray Street, Tampa, Florida 33606 and the name of the initial registered agent of the Association at that address is Gary Cohen.

ARTICLE XI

POWERS

The Association shall have the following additional powers:

Section 1. All the powers set forth and described in Chapter 718 of the Florida Statutes.

Section 2. All of the powers of an association as set forth in Chapter 718, Florida Statutes, if any.

Section 3. To acquire and enter into agreements whereby it acquires leaseholds, membership or other possessory or use interests in lands or facilities including, but not limited to, country clubs, golf course, marinas, tennis clubs, and other recreational facilities, whether or not contiguous to the lands of the Condominium, intended to provide for the enjoyment recreation or other use or benefit of the unit owners.

Section 4. To contract with any person, firm or entity for the operation, maintenance or repair of the condominium property. Provided, however, that any such contract shall not be in conflict with the powers and duties of the Association nor the rights of unit owners as provided in the Condominium Act and these enabling documents.

Section 5. To enter into a maintenance agreement with other condominiums to provide for acquisition, maintenance, replacement and repair of facilities to be used jointly.

Section 6. To acquire by purchase or otherwise, condominium units of the condominium, subject, nevertheless, to the provisions of the Declaration and/or By-laws relative thereto.

Section 7. To operate and manage the Condominium in accordance with the sense, meaning, direction, purpose and intent of the Declaration as the same may from time to time be amended, and to otherwise perform, fulfill and exercise the powers, privileges, options, rights, duties, obligations and responsibilities entrusted to or delegated to it by the Declaration and/or By-laws.

ARTICLE XII

SUBSCRIBERS

The names and addresses of the subscriber(s)/incorporator(s) to these Articles of Incorporation are as follows:

Gary Cohen
1313 Gray Street
Tampa, FL 33606

ARTICLE XIII

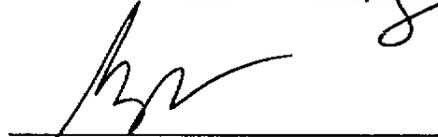
INTERPRETATION

Express reference is hereby made to the terms, provisions, definitions, and rules of interpretation contained in the Declaration where necessary to interpret, construe and clarify the provisions of these Articles. In subscribing and filing the Articles, it is the intent of the undersigned that the provisions hereof be consistent with the provisions of the Declaration and to the extent not

prohibited by law, that the provisions of these Articles of Incorporation and of the Declaration be interpreted, construed, and applied so as to avoid inconsistencies or conflicting results.

[SEE SIGNATURE PAGE ATTACHED]

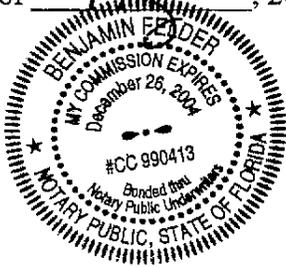
I, the undersigned, being the subscriber hereto, do hereby subscribe to these Articles of Incorporation and in witness whereof, I have hereunto set my hand and seal on this 12 day of May, 2004.

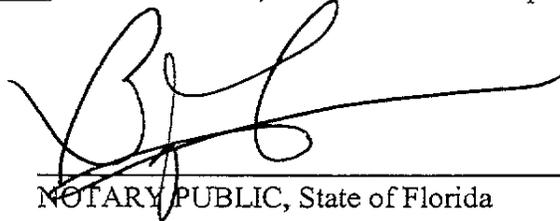


(GARY COHEN)

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me by GARY COHEN, as the President of CITYPLACE CONDOMINIUM ASSOCIATION, INC., a Florida corporation who is personally known to me or who Produced _____, as identification, on behalf of said corporation, this 12th day of May, 2004.





NOTARY PUBLIC, State of Florida

My Commission Number:
My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THESE ARTICLES OF INCORPORATION, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.0505 FLORIDA STATUTES.



Gary Cohen - Registered Agent Date: 5/12/04

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04 MAY 27 AM 10:24
STATE OF FLORIDA
TALLAHASSEE