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FLORIDA NON-PROFIT CORPORATION

Stars & Stripes Executive Plaza Condominium Associat

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Florida Dept of State



November 29, 2005

FLORIDA DEPARTMENT OF STATE
Division of Corporations

RICHARD G COKER, JR., P.A.

SUBJECT: STARS & STRIPES EXECUTIVE PLAZA CONDOMINIUM ASSOCIATION, INC.
REF: W05000052764

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.

The registered agent and street address must be consistent wherever it appears in your document. >

An effective date may be added to the Articles of Incorporation if a 2006 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

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) 245-6879.

Ruby Dunlap
Regulatory Specialist
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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
STARS & STRIPES EXECUTIVE PLAZA CONDOMINIUM ASSOCIATION, INC.**

The undersigned hereby associate themselves for the purpose of forming a corporation not-for-profit under Chapter 617, Florida Statutes, and certify as follows:

ARTICLE I

The name of the corporation shall be: STARS & STRIPES EXECUTIVE PLAZA CONDOMINIUM ASSOCIATION, INC. which corporation shall hereinafter be referred to as the "Association."

ARTICLE II

Purpose

The purposes and objects of the Association shall be to administer the operation and management of the improvements and common amenities to be located on certain property in Hillsborough County, Florida, legally described as:

See Exhibit "A" attached hereto and made a part hereof.

Such operation and management shall be in contemplation of and pursuant to the Declaration of Covenants and Restrictions of Stars & Stripes Executive Plaza Condominium ("Declaration of Covenants and Restrictions"), as the same are recorded in the Public Records of Hillsborough County, Florida. The Association shall own, operate, lease, sell, trade and otherwise deal with such property, whether real or personal, as may be necessary or convenient in the administration of same in order to foster a harmonious environment for the owners of the Thirteen (13) condominium units ("Unit") located on the property hereinabove described, hereinafter referred to as the "Property."

Rod A. Feiner, Esquire
Florida Bar No. 0039853
Coker & Feiner
1404 South Andrews Avenue
Fort Lauderdale, FL 33316-1840
Telephone: (954) 761-3636

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ARTICLE III
Powers

The Association shall have the following powers:

1. The Association shall have all of the powers reasonably necessary and convenient to implement the purposes of the Association, as hereinabove set forth including, but not limited to, the following:

1.1. To make, establish and enforce reasonable rules and regulations governing the use of the driveways and common amenities pursuant to the Declaration of Covenants and Restrictions.

1.2. To make and collect assessments and special assessments against the members of the Association to defray the costs, expenses and losses incident to the Property and the Association.

1.3 To use the proceeds of assessments in the exercise of its powers and duties.

1.4 To undertake the maintenance, repair, replacement and operation of the driveways and common amenities of the Property and the property owned or leased by the Association for the benefit of its members.

1.5 To purchase insurance upon the Property and insurance for the protection of the Association and its members.

1.6 To enforce by legal means the provisions of the Declaration of Covenants and Restrictions, these Articles of Incorporation, the By-Laws of the Association and the Rules and Regulations for the use of the driveways and common amenities.

1.7 To contract for the management, maintenance, repair and replacement of the driveways and common amenities and the Property, in general.

1.8 To employ personnel and/or independent contractors necessary to perform the services required for the proper operation of the business of the Association.

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1.9 All powers set forth in Section 617.0302, Florida Statutes (1997) not otherwise set forth herein.

1.10 The power to levy reasonable fines as allowed by Section 718.303(3), Fla. Statutes.

2. All funds and the titles to all properties acquired by the Association and the proceeds thereof shall be held in trust for the members in accordance with the provisions of the Declaration of Covenants and Restrictions.

3. The Association shall make no distribution of income (in the form of dividends) to its members, directors or officers.

4. The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the Declaration of Covenants and Restrictions and the By-Laws of the Association.

ARTICLE IV Members

1. The members of the Association shall consist of all of the record owners of the thirteen (13) units located on the Property.

2. Transfer of membership in the Association shall be established by the recording in the Public Records of Hillsborough County, Florida, of a deed establishing a record title to a Unit and the delivery to the Association of a certified copy of such instrument; and the owner or owners designated by such instrument shall thereby become a member or members of the Association. The membership in the Association of the prior owner or owners shall thereby be simultaneously terminated.

3. The share of a member in the funds and the assets of the Association cannot be assigned, hypothecated and/or transferred in any manner, except as an appurtenance to his or her Unit.

4. The members of the Association, singularly or collectively, shall be entitled to one (1) vote subject to the percentage of square footage of space owned by the owner. The exact manner of exercising the voting rights and the weight to be given such votes shall be cast in the manner provided in the Declaration of Covenants and Restrictions and then by the By-Laws of the Association.

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ARTICLE V
Directors

1. The affairs of the Association shall be managed by a Board consisting of the number of directors not less than two (2) nor more than five (5) members. In the absence of a determination as to the number of members, the Board of Directors shall consist of two (2) directors.

2. The directors of the Association shall be elected at the annual meeting of the members in the manner determined by the By-Laws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the By-Laws.

3. The first election of the directors by the membership of the Association shall be held within three (3) months from the date the developer of the Property, Stars & Stripes Car Wash IV, LLC("Developer") shall have conveyed a total of ninety (90%) percent of the Units to members.

4. The directors herein named shall serve until the first election of the directors by Association members, and any vacancies in their numbers occurring before the first election shall be filled by the remaining directors. Thereafter Directors shall serve terms of one (1) year.

5. The names and addresses of the members of the first Board of Directors who shall hold office until their respective successors are elected and have qualified, or until removed, are as follows:

<u>Name</u>	<u>Address</u>
Alan Pomerantz	14999 SW 41 st Street Davie, FL 33331
Linda Pomerantz	14999 SW 41 st Street Davie, FL 33331
Rod A. Feiner	1404 South Andrews Avenue Fort Lauderdale, FL 33316

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ARTICLE VI
Officers

The affairs of the Association shall be administered initially by the officers named in these Articles of Incorporation. After the Developer has relinquished control of the Board of Directors, the officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Association, and such officers shall serve at the pleasure of the Board of Directors. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors elected by the membership of the Association, are as follows:

Name and Address

Office

Alan Pomerantz
14999 SW 41st Street
Davie, FL 33331

President/Treasurer

Linda Pomerantz
14999 SW 41st Street
Davie, FL 33331

Vice President

Rod A. Feiner
1404 South Andrews Avenue
Fort Lauderdale, FL 33316

Secretary

ARTICLE VII
Indemnification

Every director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him or her in connection with any proceedings to which he or she may be a party, or in which he or she may become involved, by reason of his or her being or having been a director or officer at the time such expenses are incurred, except in such cases wherein a director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his or her duties; provided that in the event of a settlement, indemnification shall apply only when the Board of Directors approves such settlement as

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being for the best interests of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled.

ARTICLE VIII
By-Laws

The first By-Laws of the Association shall be adopted by the Board of Directors named herein, and the same may be altered, amended or rescinded, if at all, in the manner therein provided.

ARTICLE IX
Amendments

Amendments to these Articles of Incorporation shall be proposed and adopted in the following manner:

1. Notice of the subject matter of the proposed amendment shall be included in the notice of any meeting at which a proposed amendment is considered.

2. A resolution approving a proposed amendment may be proposed by either the Board of Directors or by any one or more members of the Association. Directors and members not present in person or by proxy at the meetings considering the amendment may express their respective approvals in writing, provided such approval is delivered to the Secretary of the Association at or prior to the meeting.

3. Except as elsewhere provided, such approvals must be by not less than fifty-four percent, as that term is defined in the Declaration of Covenants and Restrictions and By-Laws of the Association.

4. A copy of each amendment to the Articles of Incorporation, as approved, shall be filed with the Office of the Secretary of State and recorded in the Public Records of Hillsborough County, Florida, and the same shall have attached thereto a description of the Property.

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5. Notwithstanding the foregoing provisions of this Article IX, until the Developer has relinquished control of the Association as hereinabove provided, no amendments of these Articles shall be adopted or become effective without the prior written consent of the Developer, its successors or assigns.

ARTICLE X
Term

This Association shall have perpetual existence.

ARTICLE XI
Incorporator

The name and post office address of the Incorporator of these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Alan Pomerantz	14999 SW 41 st Street Davie, FL 33331

ARTICLE XIII
Resident Agent

The initial resident agent of the Association shall be Rod A. Feiner, whose address is 1404 South Andrews Avenue, Fort Lauderdale, FL 33316.

ARTICLE XIV
Initial Address

The initial address of the Association shall be 14999 SW 41st Street, Davie, FL 33331.

ARTICLE XV
Distribution

There shall be no dividends paid to any of the Members nor shall any part of the income of the Association be distributed to the Board of Directors or officers. In the event there are any excess receipts over disbursements as a result of performing services, such excess shall be either refunded to the Unit Owners or kept by the Association and applied against the Association's expenses for the following year as shall be determined by a vote of

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the Unit Owners, subject to approval by the Board of Directors of the Association. The Corporation may pay compensation in a reasonable amount to its Members, directors, and officers, and/or the Developer, its directors and officers and employees for services rendered, and may confer benefits, upon its Members in conformity with its purposes, and upon dissolution or final liquidation, may make distribution to its Members as is permitted by the court having jurisdiction thereof, and no such payment, benefit or distribution shall be deemed to be a dividend or distribution of income.

This Corporation shall issue no shares of stock of any kind or nature whatsoever. Membership in the Condominium and the transfer thereof, as well as the number and voting Members, shall be upon such terms and conditions as provided for in the Declaration of Condominium and By-Laws.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal and acknowledgment to the foregoing Articles of Incorporation this 28 day of November, 2005, which Articles shall be filed in the Office of the Secretary of State.

Signed, sealed and delivered in
the presence of:



Witness Signature


Print Name

Lisa A. Kerner

Witness Signature

Lisa A. Kerner

Print Name



Alan Pomerantz, Incorporator

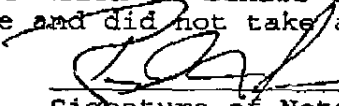
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STATE OF FLORIDA :
: SS.
COUNTY OF BROWARD :

The foregoing instrument was acknowledged before me this
28th day of November, 2005 by Alan Pomerantz, as President of
Stars & Stripes Executive Plaza Condominium Association, Inc., a
Florida not-for-profit corporation on behalf of the corporation.
He is personally known to me and did not take an oath.




Signature of Notary Public

(Print, type or stamp name of Notary
Public and Commission No.)

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STATE OF FLORIDA
DEPARTMENT OF STATE

Certificate Designating Place of Business or
Domicile for the Service of Process Within This State,
Naming Agent Upon Whom Process May Be Served
and Names and Addresses of the Officers and Directors.

The following is submitted, in compliance with Chapter 48.091,
Florida Statutes:

STARS & STRIPES EXECUTIVE PLAZA CONDOMINIUM ASSOCIATION, INC.
a not-for-profit corporation organized (or organizing) under the
laws of the State of Florida, with its principal office at 14999 SW
41st Street, Davie, FL 33331, has named Rod A. Feiner, Esq. located at
1404 South Andrews Avenue, Ft, Lauderdale, State of Florida, as its
agent to accept service of process within this state.

OFFICERS:

<u>NAME/TITLE</u>	<u>SPECIFIC ADDRESS</u>
Alan Pomerantz	14999 SW 41 st Street Davie, FL 33331
Linda Pomerantz	14999 SW 41 st Street Davie, FL 33331
Rod A. Feiner	1404 South Andrews Avenue Fort Lauderdale, FL 33316

By: 

Alan Pomerantz
(corporate director)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE:

I agree as Resident Agent to accept Service of Process; to keep office open during the prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.

By: 

Rod A. Feiner, Esq.
(Resident Agent)

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