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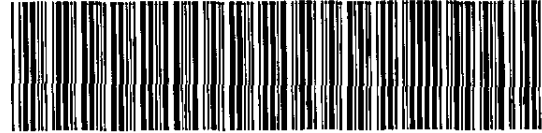
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Roosa, Sutton, Burandt & Adamski  
*Attorneys and Counselors at Law*

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Cape Coral, Florida 33904  
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TALLAHASSEE FLORIDA

December 8, 2005

CORPORATE RECORDS BUREAU  
DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
P.O. Box 6327  
Tallahassee, Florida 32301

Dear Clerk:

Re: TEN EIGHT EIGHTY METRO CONDOMINIUM  
ASSOCIATION, INC.

Enclosed for filing are the original and one copy of the Articles  
of Incorporation of the above-named corporation and a check in the  
amount of \$78.75, to cover the fee.

Very truly yours,

  
RICHARD V.S. ROOSA

RVSR/m  
Enc.

**ARTICLES OF INCORPORATION OF  
TEN EIGHT EIGHTY METRO CONDOMINIUM ASSOCIATION, INC.  
NOT-FOR-PROFIT CORPORATION**

The undersigned natural person, competent to contract, acting as an incorporator of a corporation not for profit under Chapter 617 of the Florida Statutes, adopts the following articles of incorporation.

**Article I Name**

The name of this corporation is Ten Eight Eighty Metro Condominium Association, Inc., and its principal place of business is 10880 Metro Parkway, Fort Myers, Florida 33912.

**Article II Purposes**

The purposes and objects of the corporation are such as are authorized under Chapter 617 of the Florida Statutes and include providing for the maintenance, preservation, administration, and management of Ten Eight Eighty Metro Condominium, a condominium under the Florida Condominium Act.

The corporation is organized and operated solely for administrative and managerial purposes. It is not intended that the corporation show any net earnings, but no part of any net earnings that do occur shall inure to the benefit of any private member. If, in any taxable year, the net income of the corporation from all sources other than casualty insurance proceeds and other non-recurring items exceeds the sum of (1) total common expenses for which payment has been made or liability incurred within the taxable year, and (2) reasonable reserves for common expenses and other liabilities in the next succeeding taxable year, such excess shall be held by the corporation and used to reduce the amount of assessments that would otherwise be required in the following year. For such purposes, each unit owner will be credited with the portion of any excess that is proportionate to his or her interest in the common elements of the condominium.

**Article III Members**

Each condominium unit shall have appurtenant to it a membership in the corporation, which membership shall be held by the person or entity, or in common by the persons or entities owning such unit, except that no person or entity holding title to a unit as security for performance of an obligation shall acquire the membership appurtenant to the unit by virtue of the title ownership. In no event may any membership be severed from the unit to which it is appurtenant.

Each membership in the corporation shall entitle the holder or holders of it to exercise that proportion of the total voting power of the corporation corresponding to the proportionate undivided interest in the common elements appurtenant to the unit to which the membership corresponds, as established in the declaration.

**Article IV Initial Registered Office And Agent**

The street address of the initial registered office of the corporation is 1714 Cape Coral Parkway, East, Cape Coral, Florida 33904. The name of the initial registered agent at the office is: Richard V.S. Roosa.

#### **Article V Incorporator**

The name and residence of the incorporator of the corporation is as follows:

Name	Residence
Richard V.S. Roosa	4203 Dingman Drive Sanibel, FL 33957

#### **Article VI Directors**

The number of persons constituting the first board of directors is three (3). The names and addresses of the directors who are to serve until the first annual meeting of the members or until their successors are elected and qualified are:

Name	Address
1. C. COURTENAY DICKINSON	10880 Metro Parkway, Fort Myers, Florida 33912
2. FRANK MORGAN	10880 Metro Parkway, Fort Myers, Florida 33912
3. HOWARD DICKINSON	10880 Metro Parkway, Fort Myers, Florida 33912

At the first annual meeting, the members shall elect from among the members of the corporation one (1) director for a term of one year, one (1) director for a term of two years, and one (1) director for a term of three years; at each annual meeting after that the members shall elect from among the membership directors for a term of three years.

#### **Article VI Officers**

The affairs of the corporation are to be managed by a president, secretary, and treasurer, who will be the board of administration. Officers will be elected annually in the manner set forth in the bylaws. The names of the officers who are to serve until the first election officers are as follows:

C. COURTENAY DICKINSON	President
FRANK MORGAN	Vice Pres./Secretary
HOWARD DICKINSON	Vice Pres./Treasurer

#### **Article VIII Bylaws**

Bylaws regulating operation of the corporation are annexed to the declaration. The bylaws may be amended by the first board of directors until the first annual meeting. Thereafter, the bylaws shall be amended by the members in the manner set forth in the bylaws.

#### **Article IX Powers of Corporation**

To promote the health, safety and welfare of the owners of Ten Eight Eighty Metro Condominium, the corporation may:

- (1) Exercise all of the powers and perform all of the duties of the association as set forth in the

declaration of condominium and in the bylaws attached thereto, as those documents may from time to time be amended.

(2) Determine, levy, collect, and enforce payment by any lawful means of all assessments for common charges, and pay such common charges as the same become due.

(3) Engage the services of a professional corporate management agent and delegate to the agent any of the powers or duties granted to the association of unit owners under the declaration or bylaws other than the power to engage or discharge the agent; the power to adopt, amend and repeal the provisions of it, or of the declaration, bylaws, or rules and regulations of the condominium.

(4) Take and hold by lease, gift, purchase, devise, or bequest any property, real or personal, including any unit in the condominium, borrow money and mortgage any property to finance the acquisition of it on the vote of 75 percent of members, and transfer, lease, and convey any such property.

(5) Dedicate or otherwise transfer all or any portion of the common areas to any municipality, public agency, authority or utility on the approval of 75 percent of the members.

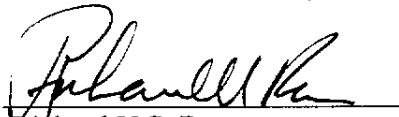
(6) Have and exercise any and all rights, privileges and powers which may be held or exercised by corporations not for profit generally under Chapter 617 of the Florida Statutes, or by associations of unit owners under the Condominium Act.

#### Article X Dissolution

This corporation may be dissolved at any time with the written consent of all the members to it. On dissolution, the assets of the corporation shall be dedicated to an appropriate municipality, public agency or authority to be used for purposes similar to those for which the corporation is organized.

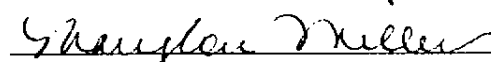
In the event such dedication is not accepted, such assets shall be conveyed or assigned to any nonprofit corporation, association, or other organization devoted to purposes similar to those for which this corporation is organized.

In witness, the undersigned, being the incorporator of this corporation, has, for the purpose of forming this nonprofit corporation under the laws of the state of Florida, executed these articles of incorporation on December 8, 2005.

  
Richard V.S. Roosa

STATE OF FLORIDA  
COUNTY OF LEE

The foregoing instrument was acknowledged before me by Richard V.S. Roosa, personally known to me and who was not placed under oath, this 8<sup>th</sup> day of December, 2005.

  
Marylou Miller, Notary Public  
Commission expires: \_\_\_\_\_




In pursuant of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First: That **TEN EIGHT EIGHTY METRO CONDOMINIUM ASSOCIATION, INC.**, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at City of Cape Coral, County of Lee, State of Florida, has named RICHARD V. S. ROOSA, located at 1714 Cape Coral Parkway, East, City of Cape Coral, County of Lee, State of Florida, as its agent to accept service of process within this State.

**ACKNOWLEDGMENTS:**

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

By   
Resident Agent

2005 DEC 12 AM 9:10  
TALLAHASSEE FLORIDA