

NO6000000851

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

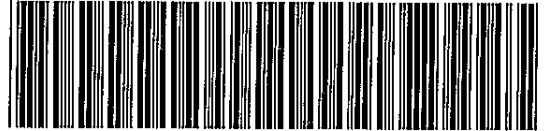
(Business Entity Name)

(Document Number)

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

Special Instructions to Filing Officer:

Office Use Only



500063846925

FILED

06 JAN 26 PM 2:20

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED

06 JAN 26 AM 10:46

OFFICE OF THE CLERK  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

0.8.12



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 833751 134074A

AUTHORIZATION *[Signature]*

COST LIMIT : \$ 87.50

ORDER DATE : January 26, 2006

ORDER TIME : 9:27 AM

ORDER NO. : 833751-005

CUSTOMER NO: 134074A

DOMESTIC FILING

NAME: CORAL SPRINGS BUSINESS PARK  
OWNERS ASSOCIATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cindy Harris - EXT. 2937

EXAMINER'S INITIALS: \_\_\_\_\_

ARTICLES OF INCORPORATION  
OF  
CORAL SPRINGS BUSINESS PARK OWNERS ASSOCIATION, INC.

FILED  
06 JAN 26 PM 2:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

**ARTICLE I - NAME**

The name of the corporation is, **CORAL SPRINGS BUSINESS PARK OWNERS ASSOCIATION, INC.**, whose address is **3860 NW 118<sup>th</sup> Avenue, Coral Springs, Florida 33065**. Hereinafter for convenience the corporation shall be referred to in this instrument as the "**Association**".

**ARTICLE II - PURPOSE**

The Association is organized as a corporation not for profit under the terms and provisions of Chapter 617, Florida Statutes, and it shall exist for the sole purpose of owning and operating the common areas of the CORAL SPRINGS BUSINESS PARK, an industrial business park located in Broward County, Florida (hereinafter the "**Business Park**"); as set forth in that certain Declaration Of Covenants, Conditions, Restrictions, Easements and Party Wall Agreement, which has been or will be created and recorded in the public records in and for Broward County, Florida (hereinafter 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 units located in the Business Park. Change of membership may be made by recording in the Records of Broward County, Florida, a deed or other instrument establishing record title to a 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 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 or her unit.

Section 3. The owner of each unit shall be entitled to at least one (1) vote as a member of the Association. The exact number of votes to be cast by owners of a unit and the manner of exercising voting rights shall be determined by the By-Laws of the Association.

#### **ARTICLE IV - CORPORATE EXISTENCE**

The Association's existence shall commence upon the filing of these Articles of Incorporation with the Secretary of State, State of Florida and shall continue in perpetuity until dissolved.

#### **ARTICLE V- INDEMNIFICATION OF DIRECTORS AND OFFICERS**

Section 1. Terms used in this Article V shall have the meanings ascribed to them in Florida Statutes Section 607.0850 and 617.0831 or any amended or successor sections of the Florida Statutes.

Section 2. Except as may otherwise be provided herein, the Association shall, to the fullest extent authorized or permitted by the Florida Statutes, as the same may be amended or modified from time to time, other than F.S. Section 607.0850(7) or any amended or successor section, indemnify any officer, director, employee, or agent who was or is a party to any proceeding or threatened proceedings provided, however, that the Association shall not, under this Section 2 or Section 4 indemnify any officer, director, employee or agent if the officer's, director's employee's or agent's actions or omissions constitutes:

- (i) a violation of the criminal law, unless the officer, director, employee or agent had reasonable cause to believe his or her conduct was lawful or had no reasonable cause to believe his or her conduct was unlawful;
- (ii) a transaction from which the officer, director, employee or agent derived an improper personal benefit, either directly or indirectly;
- (iii) in the case of a director, a circumstance under which the liability provisions of F.S. Section 607.0834, governing a director's liability for unlawful distribution to shareholders, is applicable; or
- (iv) willful misconduct or a conscious disregard for the best interests of the Association in a proceeding by or in the right of the Association to procure a judgment in its favor.

#### **ARTICLE VI - BOARD OF DIRECTORS**

Section 1. The business affairs of the Association shall be managed by the Board of Directors. The directors and officers may lawfully and properly exercise the powers of the

corporation, notwithstanding the fact that some or all of them may be directly or indirectly involved in the exercise of such powers and in the negotiations and/or consummation of the agreements executed pursuant to such powers.

Section 2. This corporation shall have four (4) members of the Board of Directors 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 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.

Section 4. The first election of directors shall not be held until owners other than **BURRCO DEVELOPMENT, LLC, a Florida limited liability company** (the "**Developer**") own a minimum of fifty percent (50%) or more of the units in the Business Park; which Business Park shall ultimately be managed and 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 need not be members of the Association.

Section 6. The names and addresses of the initial Board of Directors are as follows:

Jeffrey A. Cohen  
3860 NW 118<sup>th</sup> Avenue  
Coral Springs, Florida 33065

Paul M. Burrell  
3860 NW 118<sup>th</sup> Avenue  
Coral Springs, Florida 33065

Lory Cohen  
3860 NW 118<sup>th</sup> Avenue  
Coral Springs, Florida 33065

Susan Burrell  
3860 NW 118<sup>th</sup> Avenue  
Coral Springs, Florida 33065

## **ARTICLE VII - OFFICERS**

Section 1. The officers of the corporation shall be a President, a Vice President, a Secretary, a Treasurer and such number of Vice Presidents and other officers as may be provided in the By-Laws.

Section 2. The names of the persons who are to serve as officers of the Association until their successors are elected by the Board of Directors are as follows:

<u>OFFICE</u>	<u>NAME</u>
President	Jeffrey A. Cohen
Vice President/Secretary	Paul M. Burrell
Treasurer	Susan Burrell
Secretary	Lory Cohen

Section 3. 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 shall serve at the pleasure of the Board of Directors.

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

## **ARTICLE IX - BY-LAWS**

The By-Laws of the Association may be modified, amended or rescinded only by a vote of at least eighty-five percent (85%) of all members.

## **ARTICLE X - AMENDMENTS**

These Articles of Incorporation may be modified, amended or rescinded only by a vote of at least eighty-five percent (85%) of all members.

## **ARTICLE XI - NEGATION OF PECUNIARY GAIN**

The Association is not organized for a pecuniary profit. It shall not have any power to issue Certifications of Stock or declare dividends, and no part of its net earnings shall inure to the benefit of, or be distributed to, any member, director, officer or other private persons; provided, however, that this shall not be construed to prohibit the payment by the Association of reasonable compensation for services rendered or to prohibit payments and distributions by the Association in furtherance of its purposes as described in Article II.

## **ARTICLE XII - SUBSCRIBER**

The name and address of the subscriber of these Articles of Incorporation is as follows:


Jeffrey A. Cohen  
3860 NW 118<sup>th</sup> Avenue  
Coral Springs, Florida 33065

I the undersigned, being the subscriber hereto, do hereby subscribe to these Articles of Incorporation, and in witness whereof, I have set out my hand and seal this 23<sup>rd</sup> day of January, 2006.

WITNESSES:



Print Name



Print Name

S. Proulx

  
Jeffrey A. Cohen

STATE OF FLORIDA }

COUNTY OF BROWARD }

The foregoing instrument was acknowledged before me this 23 day of January, 2006, by Jeffrey A. Cohen, who is personally known to me or has produced his Florida Driver's License as identification.

  
NOTARY PUBLIC



Laurie L. Vachereau  
My Commission DD311708  
Expires April 30, 2008

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned Association, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

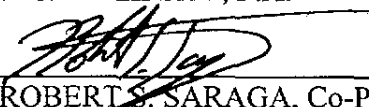
1. The name of the Association is **CORAL SPRINGS BUSINESS PARK OWNERS ASSOCIATION, INC.**

2. The name and address of the registered agent and office is:

SARAGA & LIPSHY, P.A.  
201 N.E. First Avenue  
Delray Beach, Florida 33444

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED ASSOCIATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SARAGA & LIPSHY, P.A.

By:   
ROBERT S. SARAGA, Co-President  
(Name signing as registered agent)

Dated: January 23, 2006

FILED  
06 JAN 26 PM 2:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA