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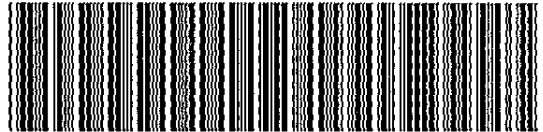
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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T. Hampton FEB 28 2006

COVER LETTER

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

SUBJECT: LA PUNTA PARK CENTER COMMERCIAL CONDOMINIUM 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: ARIANA R. FILEMAN

Name (Printed or typed)

1107 WEST MARION AVENUE , STE #112

Address

PUNTA GORDA, FLORIDA 33950

City, State & Zip

(941) 637-1955

Daytime Telephone number

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

ARTICLES OF INCORPORATION
OF
LA PUNTA PARK CENTER COMMERCIAL CONDOMINIUM ASSOCIATION, INC.

The undersigned hereby submits these articles for the purpose of forming a corporation not for profit under Chapter 617, Florida Statutes, and certifies as follows:

ARTICLE I
Name

The name of the corporation shall be LA PUNTA PARK CENTER COMMERCIAL CONDOMINIUM ASSOCIATION, INC., which corporation shall herein be referred to as the "Association", and whose principal office and address shall be P.O. Box 511305, Punta Gorda, FL 33951-1305.

ARTICLE II
Purpose

The purpose for which the Association is organized is to provide an entity pursuant to the Florida Condominium Act, Chapter 718, Florida Statutes (the "Act"), for the operation and management of the property for the use and benefit of the unit owners of the commercial condominium located or to be located in Charlotte County, Florida, and known or to be known as LA PUNTA PARK CENTER, A COMMERCIAL CONDOMINIUM (the "Condominium"), and described in the Declaration of Condominium for said condominium, and for any other purpose permitted under Florida law.

The Corporation shall not be operated for profit and shall make no distribution of income to its members, directors or officers.

ARTICLE III
Powers

1. The Corporation shall have all of the common law and statutory powers of a corporation not-for-profit under the laws of the State of Florida which are not in conflict with the terms of these Articles, the By-Laws or the Declaration of Condominium.

2. The Corporation shall have all of the powers and duties set forth in the Act, except as limited by these Articles, the By-Laws and the Declaration, and all of the powers and duties reasonably necessary to operate the Condominium pursuant to the Declaration and as more particularly described in the By-Laws, as they may be amended from time to time, including, but not limited to, the following specific powers and duties:

a. To assess, levy, collect and enforce payment, by any lawful means, assessments and charges against members of the Association to defray the costs, expenses and losses of the Association, and to use the proceeds of said assessments in the exercise of its powers and duties.

b. To buy, own, operate, lease, sell, trade or encumber property, real or personal, and to construct additional improvements of the Condominium.

c. To maintain, repair, replace, reconstruct after casualty, operate and manage the Condominium property or any property owned or leased by the Association for use by the units owners of the Condominium.

d. To purchase insurance upon the Association property for the protection of the

Ariana R. Fileman
Moore and Waksler, P.L.
1107 W. Marion Ave., Suite 112
Punta Gorda, FL 33950
(941) 637-1955

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Association and the unit owners.

e. In the manner provided in the Association By-Laws, to make and amend reasonable rules and regulations for the use and appearance of all property in the Condominium, and for the benefit, health, safety, welfare and happiness of the Condominium unit owners.

f. To enforce by legal means the provisions of the Florida Condominium Act, the Declaration of Condominium, these Articles of Incorporation, the By-Laws of the Association and such rules and regulations as may be promulgated.

g. To approve or disapprove the leasing, transfer, mortgaging, ownership or possession of units in the manner provided for in the Declaration of Condominium the Association By-Laws.

h. To employ personnel to perform the services required for proper operation of the Condominium.

i. To protect, maintain, repair and replace the Common Elements.

j. To exercise such other power and authority to do and perform every act and thing necessary and proper in the conduct of its business for the accomplishment of its purposes as set forth herein and as permitted by the applicable laws of the State of Florida.

k. To contract for the management and maintenance of the Condominium 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, and other sums due from unit owners, preparation of records, enforcement of rules and maintenance, repair and replacement of the Common Elements with funds as shall be made available by the Association for such purposes. The Corporation and its officers shall, however, retain at all times the powers and duties granted by the Condominium documents and the Florida Condominium Act, including but not limited to the making of Assessments, promulgation of rules and execution of contracts on behalf of the Association.

l. To make and amend reasonable rules and regulations for the maintenance, conservation and use of the Condominium Property and for the health, comfort, safety and welfare of the Unit Owners.

m. To maintain and operate the Surface Water Management System Facilities as permitted by the Southwest Florida Water Management District, including, but not limited to, all lakes, retention areas, culverts and related appurtenances.

n. In the event the Association ceases to exist, to dedicate, convey, assign or transfer the Condominium Property consisting of the Surface Water Management System Facilities to an appropriate agency of local government and if the responsibility is not accepted to a similar non-profit organization.

ARTICLE IV **Corporate Existence**

The term of the Association shall be perpetual.

ARTICLE V **Membership**

1. The members of the Association shall be all record owners of a fee simple interest in one or more Units in the Condominium, as further provided in the By-Laws.

2. The share of a member in the funds and assets of the Association cannot be assigned or transferred in any manner except as an appurtenance to said member's Condominium Unit.

3. The owners of each Condominium Unit, collectively, shall be entitled to the number of votes in Association matters as set forth in the Declaration and the By-Laws.

ARTICLE VI

Directors

1. The business of this Association shall be conducted by a Board of Directors having three (3) Directors or as otherwise determined by the By-Laws. The initial Board of Directors shall consist of three (3) members, and while the Developer is in control of the Association, the number of Directors shall be three (3).

2. The initial Directors of the Association shall be:

John H. McQueen

Robert N. McQueen

Paula F. McQueen

3. The election or appointment of Directors, their removal or the filling of vacancies on the Board of Directors shall be as stated in the By-Laws of the Association.

ARTICLE VII

Officers

1. The business of the Association shall be conducted by the officers designated in the By-Laws. 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. The By-Laws may provide for the removal from office of officers, for the filling of vacancies and for the duties and qualifications of the officers.

2. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

OFFICE	NAME	ADDRESS
President	John H. McQueen	P.O. Box 511305 Punta Gorda, FL 33951-1305
Vice President	Robert N. McQueen	1625 W. Marion Ave., Suite 6 Punta Gorda, FL 33950
Treasurer	Paula F. McQueen	1625 W. Marion Ave., Suite 6 Punta Gorda, FL 33950
Secretary	Robert N. McQueen	1625 W. Marion Ave., Suite 6 Punta Gorda, FL 33950

ARTICLE VIII

Registered Agent

The corporation's initial registered office shall be located at 1107 West Marion Avenue, Suite 112, Punta Gorda, Florida 33950, and the initial Registered Agent at such address shall be Ariana R. Fileman.

ARTICLE IX
Indemnification

1. The Association shall indemnify every director and every officer, his heirs, executors and administrators, against all loss, cost and expense reasonably incurred by him in connection with any action, suit or proceeding to which he may be made a party by reason of his being or having been a director or officer of the Association, including reasonable attorneys' fees, except as to matters wherein he shall be finally adjudged in such action, suit or proceedings to be liable for or guilty of gross negligence or willful misconduct. The foregoing rights shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled.

2. To the extent that a director or officer of the Association has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in Section 1 above, or in defense of any claim, issue or matter therein, he or she shall be indemnified against expenses (including attorneys' fees and appellate attorneys' fees) actually and reasonably incurred by him or her in connection therewith.

3. Expenses incurred in defending a civil or criminal action, suit or proceeding shall be paid by the Association in advance of final disposition of such action, suit or proceeding upon receipt of an undertaking by or on behalf of the affected director or officer, their heir, executor or administrator, to repay such amount unless it shall be ultimately determined that he or she is entitled to be indemnified by the Association as authorized in this Article IX.

4. The Association shall have the power to purchase and maintain insurance on behalf of any person who is or was a director or officer, or is or was serving, at the request of the Association, as a director or officer, against any liability asserted against him and incurred by him or her in any such capacity, or arising out of his or her status as such, whether or not the Association would have the power to indemnify him or her against such liability under the provisions of this Article.

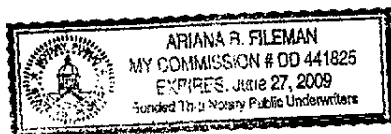
5. Anything to the contrary herein notwithstanding, the provisions of this Article IX may not be amended without the prior written consent of all persons whose interest would be adversely affected by such amendment.

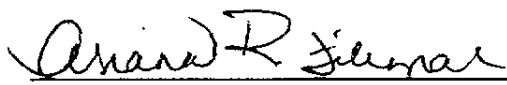
IN WITNESS WHEREOF, the incorporator has hereunto set his hand and seal, this 16th day of February, 2006.


John H. McQueen

STATE OF FLORIDA)
) §
COUNTY OF CHARLOTTE)

The foregoing instrument was acknowledged before me this 16th day of February, 2006, by John H. McQueen, as Incorporator of La Punta Park Center Commercial Condominium Association, Inc., on behalf of said corporation. He is personally known to me or has provided as identification.




NOTARY PUBLIC - STATE OF FLORIDA
Print Name: Ariana R. Fileman
M Commission Expires: 6/27/09

**CERTIFICATE NAMING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 617.0501, Florida Statutes, the following is submitted:

That LA PUNTA PARK CENTER COMMERCIAL CONDOMINIUM ASSOCIATION, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of Punta Gorda, State of Florida, has named Ariana R. Fileman, located at 1107 West Marion Avenue, Suite 112, Punta Gorda, Florida 33950, as its agent to accept service of process within Florida.

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, 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.


Ariana R. Fileman, Registered Agent

DATED this 16th day of February, 2006

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