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**FLORIDA PROFIT/NON PROFIT CORPORATION**

9020-9022 sw 40th terraqce condominium, inc.

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**ARTICLES OF INCORPORATION**

**OF**

**9020-9022 SW 40<sup>th</sup> TERRACE CONDOMINIUM, INC.**

**(A Not For Profit Corporation)**

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

**ARTICLE I**

**Name**

The name of the corporation shall be 9020-9022 SW 40<sup>th</sup> TERRACE CONDOMINIUM, INC. For convenience the corporation shall be referred to in this instrument as the "Association"

**ARTICLE II**

**Purpose**

The purpose for which the Association is organized is to provide an entity pursuant to Section 12 of the Condominium Act, Chapter 718, Florida Statutes, (the "Act") for the operation of the 9020-9022 SW 40<sup>th</sup> Terrace Condominium, Inc., hereinafter referred to as the Condominium, located upon the following lands in Miami-Dade County, Florida.

**Legal Description:**

Lot 7, Block 4, OLYMPIA GARDENS, according to the plat thereof, as recorded in Plat Book 41, at Page 80, of the Public Records of Miami-Dade County, Florida.

9020-9022 SW 40<sup>th</sup> Terrace, Miami, Florida 33165.

**ARTICLE III**

**Powers**

The powers of the Association shall include and be governed by the following provisions:

1. The Association shall have all of the common law and statutory powers of a corporation not for profit under the Laws of Florida that are not in conflict with the provisions of these Articles or of the Act.

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2. The Association shall have all of the powers and duties set forth in the Condominium Act, except as limited by these Articles, the Declaration of Condominium, the By-Laws, and all of the powers and duties reasonably necessary to operate and maintain the Condominium pursuant to the Declaration and as it may be amended from time to time.

#### ARTICLE IV

##### Members

The qualification of members, the manner of their admission to membership, the termination of such membership, and the voting by members shall be as follows:

1. The owners of all Private Dwelling in the Condominium shall be members of the Association and no other person or entities shall be entitled to membership, except as provided in Item 5 of ARTICLE IV hereof.
2. Membership shall be established by the acquisition of fee title to a Private Dwelling in the Condominium, or by acquisition of a fee ownership interest therein, whether by conveyance, devise, judicial decree or otherwise, and the membership of any party shall be automatically terminated upon his being divested of all title to or his entire fee ownership interest in any Private Dwelling, except that nothing herein contained shall be construed as terminating the membership of any party who may own two or more Private Dwelling, or who may own a fee ownership interest in two or more Private Dwelling, so long as such party shall retain title to or fee ownership interest in any Private Dwelling.
3. The interest of a member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner, except as an appurtenance to his Private Dwelling. The funds and assets of the Association shall belong solely to the Association, subject to the limitation that the same be expended, held or used for the benefit of the membership and for the purpose authorized herein, in the Declaration of Condominium and in the By-Laws which may be hereafter adopted.
4. On all matter on which the membership shall be entitled to vote, there shall be only one vote for each owners or owners of each Private Dwelling, in such manner as may be provided in the By-Laws hereafter adopted by the Association.  
Should any member own more than one Private Dwelling, such member shall be entitled to exercise or cast as many vote as the number of Private Dwelling such member owns, in the manner provided by said By-Laws.

5. Until such time as the property described in Article II here in and the improvement which may be hereafter constructed thereon are submitted to a plan of Condominium ownership by the recordation of said Declaration of Condominium, the membership of the Association shall be comprised of the subscribers to these Articles, each of which subscribers shall be entitled to cast one vote on all matters on which the membership shall be entitled to vote.

ARTICLE V

Term of Existence

The Association shall have perpetual existence.

ARTICLE VI

Officers

The affairs of the Association shall be managed by the President of the Association, assisted by the Secretary Treasurer, subject to the direction of the Board of Directors, both of whom shall be designated by the Board of Directors at the annual meeting of the Board of Directors, or at any other meeting.

The Board of Directors shall designate a President and a Secretary-Treasurer. All officers shall be elected from among the membership of the Board of Directors, and not more than one person residing within each Private Dwelling may be an officer.

The officers of the Association who shall serve until the first election under these Articles of Incorporation shall be the following:

PRESIDENT                      LAZARO BORGES

SECRETARY-TREASURER      LAZARO BORGES

ARTICLE VII

Directors

The first Board of Directors shall consist of TWO (2) members, and succeeding Boards of Directors shall consist of TWO (2) members. The members of the Board of Directors shall be designated by the members of the Association and shall exercise their duties and authority as provided by the By-Law of the Association. Notwithstanding the foregoing, so long as BORGES DEVELOPMENT CORPORATION, INC., herein called "Developer", is the owner of one or more Private Dwelling in the

Condominium, said Developer shall have the right to designate and select all the directors of the Association in the manner provided by the By-Laws.

The name and addresses of the first Board of Directors who subject to the provisions of these Articles of Incorporation, the By-Laws and the Laws of the State of Florida, shall hold office for the first year of the Association's existence or until their successors are elected and have qualified are as follows

<u>NAME</u>	<u>ADDRESS</u>
<u>LAZARO BORGES</u>	<u>9022 SW 40<sup>th</sup> Terrace, Miami, Florida 33165</u>

ARTICLE VIII

Subscribers

The names and addresses of the subscribers to these Articles are as follows:

<u>NAME:</u>	<u>ADDRESS:</u>
<u>LAZARO BORGES</u>	<u>9022 SW 40<sup>th</sup> Terrace, Miami, Florida 33165</u>

ARTICLE IX

By-Laws

The original By-Laws of the Association shall be adopted by a majority vote of the members of the Association present at a meeting of members at which a majority of the membership is present, and thereafter, such By-Laws may be altered or rescinded only in such manner as said By-Laws may provide.

ARTICLE X

Amendments

These Articles of Incorporation shall be amended by the joinder in execution of all the owners of the Private Dwellings of a writing setting forth and consenting to the amendment or amendments to these Articles of Incorporation. Thereupon, such amendment or amendment of these Articles of Incorporation shall be transcribed and certified in such form as may be necessary to register the same in the Office of the Secretary of State of the State of Florida, and upon the registration of such amendment or amendments with said Secretary of State, a certified copy thereof shall be recorded in the Public Records of Miami-Dade County, Florida, within ten (10) days from the date on which the same are so registered.

EXHIBIT "C"

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each Board of Directors of the Association as provided in Article VII hereof, without the prior consent of the Developer.

**ARTICLE XI**

**Initial Registered Office Address and Name of Registered Agent**

The initial registered office of this Association shall be at 9020-9022 SW 40<sup>TH</sup> TERRACE, MIAMI, FLORIDA with the privilege of having its office and branch office at other places in or outside of the State of Florida. The initial registered agent at that address shall be LAZARO BORGES.

IN WITNESS WHEREOF, Developer has caused these presents to be executed at Miami, Dade County, Florida, on this 23 of May, 2006.

WITNESSES:  
[Signature] RAMON DIEGO  
[Signature] RONALDO PEREZ

CORPORATION (SEAL)  
By: [Signature]  
Agent: LAZARO BORGES

STATE OF FLORIDA )

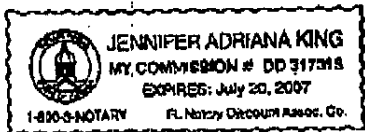
) SS:

COUNTY OF DADE )

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to administer oaths and acknowledgments, personally appeared LAZARO BORGES, respectively President and Secretary of 9020-9022 SW 40 TERRACE CONDOMINIUM, INC., a Florida Corporation, to me well known to be the persons described in and who executed the foregoing Declaration of Condominium, and they acknowledge before that they executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Miami, said County and State, this 23 day of May, 2006.

[Signature]  
NOTARY PUBLIC, STATE FLORIDA



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