

N0600000669

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

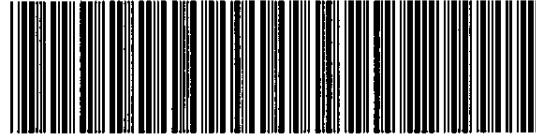
Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

File date 4/12

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BATCH WORK



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04/12/06--01017--015 **52.50

04/27/06--01017--002 **26.25

FILED
06 APR 12 PM 3:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

4/8 23150
4/9 23150
4/13 17665
4/13 17665



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 19, 2006

PENELOPE T BRYAN, ESQ
625 E TWIGGS ST. #625
TAMPA, FL 33602

SUBJECT: A HIDDEN TREASURE CONDOMINIUM ASSOCIATION, INC.
Ref. Number: W06000023156

We have received your document for A HIDDEN TREASURE CONDOMINIUM ASSOCIATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

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

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) 245-6955.

Suzanne Hawkes
Document Specialist
New Filing Section

Letter Number: 806A00035252

COVER LETTER

RUSH

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

SUBJECT: A HIDDEN TREASURE CONDOMINIUM ASSOCIATION, INC., A FL NONPROFIT CORP.
(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

*FEES
PAID
AS
PER
NON PROFIT
CORP.
FEE
SCHEDULE*

FROM: PENELOPE T. BRYAN, ESQ.
Name (Printed or typed)

C/O BALES WEINSTEIN
Address

625 E. TWIGGS ST., # 625, TAMPA, FL 33602
City, State & Zip

(813) 224-9100/FAX (813) 224-9109/PBRYAN@BALESWEINSTEIN.COM (E-MAIL)
Daytime Telephone number

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

URGENT - PROCESS ASAP



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 13, 2006

PENELOPE T BRYAN
COURTHOUSE PLAZA
625 E TWIGGS STREET SUITE 100
TAMPA, FL 33602

SUBJECT: A HIDDEN TREASURE CONDOMINIUM ASSOCIATION, INC.
Ref. Number: W06000017665

We have received your document for A HIDDEN TREASURE CONDOMINIUM ASSOCIATION, INC. and your check(s) totaling \$52.50. However, the document has not been filed and is being retained in this office for the following:

There is a balance due of \$26.25.

If you have any further questions concerning your document, please call (850) 245-6955.

Suzanne Hawkes
Document Specialist
New Filing Section

Letter Number: 106A00025190

BALES • WEINSTEIN
ATTORNEYS AT LAW

JOHN CALHOUN BALES
AMY L. BADOW
GEORGE C. BEDELL III
MICHAEL C. BLICKENS DERFER
CRAIG P. CLENDINEN
SCOTT P. DISTASIO
WILLIAM L. DUNKER
JONATHAN C. KOCH
GARRETT E. LAND
G. WILLIAM LAZENBY IV
JUSTIN R. LUMLEY
KIMBERLY STAFFA MELLO
AMINIE MOHIP
GEOFFREY E. PARMER
LINDA M. ROGOWSKI
DAVID B. WEINSTEIN
NICHOLAS D. ZORN, JR.

OF COUNSEL:
STEPHEN B. DUKE
DANIEL P. FERNANDEZ

February 24, 2006

A BALES WEINSTEIN
PROFESSIONAL ASSOCIATION
WWW.BALESWEINSTEIN.COM

TAMPA OFFICE
COURTHOUSE PLAZA
625 E. TWIGGS STREET, SUITE 100
TAMPA, FLORIDA 33602
TELEPHONE (813) 224-9100
FACSIMILE (813) 224-9109

ST. PETERSBURG OFFICE
11300 FOURTH STREET N., SUITE 117
ST. PETERSBURG, FLORIDA 33716
TELEPHONE (727) 823-9100
FACSIMILE (727) 579-9109

REPLY TO:

Tampa

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

Re: Article of Incorporations

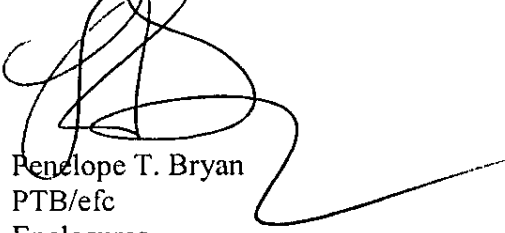
Dear Sirs:

Enclosed please find 2 copies of the Article of Incorporation along with our trust account check in the amount of \$52.50.

Would you kindly return the copy to us as soon as possible with the date stamp, in the enclosed self-addressed envelope, merely so that we can be assured you are in receipt of this.

Should you have any questions, please do not hesitate to call me.

BALES WEINSTEIN


Penelope T. Bryan
PTB/efc
Enclosures

ARTICLES OF INCORPORATION
of
A HIDDEN TREASURE CONDOMINIUM ASSOCIATION, INC.

FILED

06 APR 12 PM 3:07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned limited liability company, by and under the provisions of statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation not for profit under Chapter 617 of the Florida Statutes, do hereby declare as follows:

ARTICLE I. NAME OF CORPORATION

The name of this corporation shall be **A HIDDEN TREASURE CONDOMINIUM ASSOCIATION, INC.** (hereinafter referred to as the "Association").

ARTICLE III. PURPOSES OF CORPORATION

The purpose of the Association shall be to operate and manage the affairs and property of the condominium known as A HIDDEN TREASURE, A CONDOMINIUM located at 11750 First Street East, Treasure Island, Pinellas County, Florida 33706-5102 (the "Condominiums"), and to perform each and every act provided in the Declaration of Condominium of the said Condominium and the Condominium Act, Chapter 718, Florida Statutes.

ARTICLE II. PRINCIPAL OFFICE

The initial principal office of the corporation shall be c/o NICHOLLS INVESTMENT PROPERTIES II, LLC, a Florida Limited Liability Company having its initial principal offices at 110 20248 N.E. 34th Court, Aventura, FL 33180, and its permanent office shall, upon incorporation, be located at 11750 First Street East, Treasure Island, Pinellas County, Florida 33706-5102. *The corporation may change its principal office from time to time as permitted by law.*

ARTICLE IV. POWERS

The Association shall have all of the statutory powers of a corporation not for profit and all of the powers and duties set forth in the Condominium Act and the Declaration of Condominium of A Hidden Treasure, a Condominium. As more particularly set forth in the Declaration of Condominium of A Hidden Treasure, a Condominium, the Association may acquire leasehold, membership and other possessory or use interests (whether or not such interests relate to property contiguous to the lands of the condominium) intended to provide for the enjoyment, recreation, or other use or benefit of the Association members, and the Association may acquire, convey, lease and mortgage Association property.

ARTICLE V. MEMBERS

(a) All persons owning a vested present interest in the fee title to a condominium unit in A Hidden Treasure, a Condominium, which interest is evidenced by a duly recorded proper instrument in the Public Records of Pinellas County, Florida, shall be members of the Association. Membership shall terminate automatically and immediately at the time a member's

vested interest in the fee title terminates, except that upon the termination of the condominium, the membership of a unit owner who conveys his unit to the trustee as provided in the Declaration of Condominium shall continue until the trustee makes a final distribution of such unit's share of the funds collected and held by the trustee.

(b) As soon as possible after the Association has approved of the conveyance of the requisite number of condominium unit to person(s) or entity(ies) as provided in the Declaration of Condominium, the change of membership in the Association shall be evidenced in the Association records by delivery to the Association of a copy of the recorded deed or other instrument of conveyance. Upon conveyance by the Developer/Owner of the required minimum number of individual condominium units to new individual owners other than the developer or initial director(s)), said "new" Members (and/or the successors-in-interest; assignees; heir; and assigns), shall conduct a meeting, at the earliest possible date following the last of such conveyance(s) by the Developer, to select a new Board of Directors from among said new members of this Association.

(c) Prior to the recording of the Declaration of Condominium of A Hidden Treasure, a Condominium, the subscriber hereto shall constitute the sole member of the Association. After the initial meeting of the Members or the Board of Directors, it is anticipated the subscribers and/or the initial directors shall be removed and replaced with members who have purchased individual condominium units, as per Articles XI and XII of these Articles.

ARTICLE VI. VOTING RIGHTS

The voting rights of each unit shall be determined on an equal fractional basis. That is, each unit shall be entitled to one (1) vote. When more than one person owns a unit in the condominium, the vote for that unit shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any one unit, and the vote shall not be divided among the owners of any one unit. If one owner owns more than one unit, such owner shall have the one vote for each unit owned. If units are joined together and occupied by one owner, such owner shall have a separate vote for each unit owned.

ARTICLE VII. INCOME DISTRIBUTION

No part of the income of the Association shall be distributable to its members, except as compensation for services rendered.

ARTICLE VIII. EXISTENCE

The Association shall exist perpetually unless dissolved according to law.

ARTICLE IX. REGISTERED OFFICE AND REGISTERED AGENT

The registered office of the Association shall be at and the registered agent at such address shall be John Nicholls, until such time as another registered agent is appointed by resolution of the board of directors.

ARTICLE X. NUMBER OF DIRECTORS

The business of the corporation shall be conducted by a board of directors which shall consist of not less than three (3) persons, as shall be elected or appointed as set forth in the Bylaws.

ARTICLE XI. BOARD OF DIRECTORS AND OFFICERS

The names and mailing addresses of the initial board of directors and officers are as follows:

<u>Name</u>	<u>Address</u>
John Nicholls (subscriber/ initial director)	20248 NE 34 th Court Aventura, FL 33180
Nicholls Investment Properties II, LLC (subscriber/ initial director)	20248 NE 34 th Court Aventura, FL 33180

ARTICLE XII. RECALL AND REMOVAL OF DIRECTORS

Subject to the provisions of Article XIV hereof, and the provisions of the Condominium Act, Chapter 718, *Florida Statutes*, and the rules and regulations promulgated pursuant thereto, directors may be recalled from office with or without cause, by the affirmative vote of a majority of the voting interests of the Association. The Association anticipates replacement of all subscribers / initial directors at the first meeting of the Association and/or its Board upon satisfaction of any and all restrictions thereon contained in Article V of these Articles of Incorporation ("Members"), and/or upon the earliest permissible date which is consistent with the provisions and requirements of Chapter 718 of the Florida Statutes, whichever shall first occur.

ARTICLE XIII. INDEMNIFICATION OF OFFICERS AND DIRECTORS

All officers and directors shall be indemnified by the Association to the extent required by Florida law. The Association may purchase and maintain insurance on behalf of all officers and directors against any liability asserted against them or incurred by them in their capacity as officers and directors or arising out of their status as such.

ARTICLE XIV. RIGHTS OF DEVELOPER

As more particularly set forth in Section 718.301, Florida Statutes, Nicholls Investment Properties II, LLC, 20248 NE 34th Court, Aventura, FL 33180, which is the developer of A Hidden Treasure, a Condominium, and which is referred to herein as the Developer, shall have

the right to appoint all of the directors of the Association (which directors need not be unit owners), subject to the following:

1. When fifteen percent (15%) or more of the units in the condominium are conveyed to owners other than the Developer, such unit owners shall be entitled to elect not less than one-third (1/3) of the directors.

2. Unit owners other than the Developer shall be entitled to elect not less than a majority of the directors upon the occurrence of the earliest of the following:

(a) Three (3) years after fifty percent (50%) of the units that will be operated ultimately by the Association have been conveyed to owners other than the Developer; or

(b) Three (3) months after ninety percent (90%) of the units that will be operated ultimately by the Association have been conveyed to owners other than the Developer; or

(c) When all of the units that will be operated ultimately by the Association have been completed, some of them have been conveyed to owners other than the Developer, and none of the others are being offered for sale by the Developer in the ordinary course of business; or

(d) When some of the units have been conveyed to owners other than the Developer and none of the others are being constructed or offered for sale by the Developer in the ordinary course of business; or

(e) Seven (7) years after recordation of the Declaration of Condominium for A Hidden Treasure, a Condominium in the Public Records of Pinellas County, Florida.

3. When the Developer no longer holds at least five percent (5%) of the units that will be operated ultimately by the Association for sale by the Developer in the ordinary course of business, unit owners other than the Developer shall be entitled to elect all of the directors.

4. Any director appointed by the Developer may be removed and replaced by the Developer at any time, subject only to the foregoing rights of the unit owners.

ARTICLE XV. BYLAWS

The first Bylaws of the Association shall be adopted by the board of directors and may be altered, amended or rescinded in the manner provided in such Bylaws.

ARTICLE XVI. SUBSCRIBERS

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

REGISTERED OFFICE AND REGISTERED AGENT

A Hidden Treasure Condominiums
Articles of Incorporation
(continued)

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

Manager's Name / Title

John Nicholls
20248 NE 34th Court
Miami FL 33480

Owner's Name & Address

NICHOLLS INVESTMENT PROPERTIES II, LLC
~~110~~ 20248 N.E. 34th Court
Aventura, FL 33180

ARTICLE XVII. AMENDMENT

These Articles of Incorporation may be amended as provided by Chapter 617, Florida Statutes; provided, however, that any such amendment shall be approved by at least fifty-one percent (51%) of the voting interests of the Association and by a majority of the board of directors.

IN WITNESS WHEREOF, I, the undersigned subscriber hereby adopt these Articles of Incorporation, and hereunto set my hand and seal this 12 day of DECEMBER, 2005.

By:

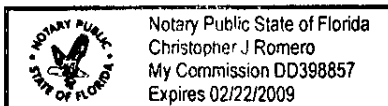
John Nicholls
John Nicholls, Managing Member

Its:

PRESIDENT
Title

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 12th day of DECEMBER, 2005, by John Nicholls. He is [] personally known to me or has ☒ produced a driver's license or Florida Drivers License as identification.



Christopher J. Romero
Notary Public, State of Florida at Large

(seal)

My Commission Expires: 2-22-2009