

N06000008138

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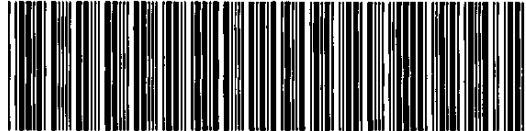
(Business Entity Name)

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FILED
06 AUG -1 PM 2:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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DIVISION OF CORPORATIONS
2006 AUG -1 PM 4:10
H&I INTENDED
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C.L. 82

Williams, Gautier, Gwynn & DeLoach, P.A.

Requestor's Name

Post Office Box 4128

Address

Tallahassee, FL 32315 850-386-3300

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. The Exchange Building Office Cond Assn Inc.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input checked="" type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Call when Ready

ARTICLES OF INCORPORATION
OF
THE EXCHANGE BUILDING OFFICE CONDOMINIUM ASSOCIATION, INC.

FILED
06 AUG -1 PM 2:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED hereby associate themselves for the purpose of forming a corporation not for profit, under and pursuant to Chapter 617, Florida Statutes, and do certify as follows:

ARTICLE I

Name

The name of this corporation is THE EXCHANGE BUILDING OFFICE CONDOMINIUM ASSOCIATION, INC. The corporation is sometimes referred to herein as the "Association."

ARTICLE II

Purposes

This corporation is organized to operate and manage the affairs and property of THE EXCHANGE BUILDING OFFICE CONDOMINIUM, a condominium established in accordance with Chapter 718, Florida Statutes, upon real property situate, lying and being in Leon County, Florida, hereinafter referred to as the Condominium; to perform and carry out the acts and duties incident to the administration, operation and management of the Condominium in accordance with the terms, provisions and conditions contained in these Articles of Incorporation, in the Declaration of Condominium of the Condominium and any amendments thereto, which will be recorded among the Public Records of Leon County, Florida; and to own, operate, lease, sell, trade and otherwise deal with such property, whether real or personal, as may be necessary or convenient in the administration of the Condominium.

The terms used herein shall have the same meaning attributed to them in Chapter 718, Florida Statutes, as amended.

ARTICLE III

Powers

The Association shall have all of the powers of a corporation not for profit existing under the laws of the State of Florida, and all the powers now or hereafter granted to condominium associations by the Condominium Act, Chapter 718, Florida Statutes, as amended, and all the powers reasonably necessary to implement the powers of the Association, which powers shall include, but are not limited to, the power:

A. To make, establish and enforce reasonable rules and regulations governing the use of the Condominium Property;

B. To make and collect assessments against Owners of Condominium Parcels to provide the funds to pay for Common Expenses as provided for in the condominium documents and the Condominium Act, and to use and expend the proceeds of assessments in the exercise of the powers and duties of the Association;

C. To maintain, repair, replace and operate those portions of the Condominium Property that the Association has the duty or right to maintain, repair, replace and operate under and subject to the condominium documents and the Condominium Act;

D. 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, preparation of records, enforcement of rules and maintenance, repair and replacement of the Common Elements with funds which shall be made available by the Association for such purposes. The Association and its officers shall, however, retain at all times the powers and duties granted by the condominium documents and the Condominium Act, including, but not limited to, the making of assessments, promulgation of rules and execution of contracts on behalf of the association;

E. To employ personnel to perform the services required for property operation of the Condominium;

F. To purchase insurance upon the Condominium Property for the protection of the Association and its members pursuant and subject to the Condominium Act;

G. To reconstruct improvements constructed on the real property submitted to Condominium Ownership after casualty or other loss;

H. To make additional improvements on and to the Condominium Property;

I. To enforce by legal action the provisions of the condominium documents;

J. To acquire by purchase or otherwise Condominium Parcels in THE EXCHANGE BUILDING OFFICE CONDOMINIUM, a Condominium.

ARTICLE IV

Members

1. **Members:**

A. The members of the Association shall consist of unit owners owning a vested present interest in the fee title to any Condominium Parcel forming a part of THE EXCHANGE BUILDING OFFICE CONDOMINIUM, a Condominium, which interest is evidenced by duly recorded instrument in the Official Records of Leon County, Florida, and after the termination of the Condominium shall consist of those persons who are members at the time of such termination.

B. The first Board of Directors named in these Articles of Incorporation shall also be members of the Association until the first annual meeting of unit owners. In the event any Director named in these Articles of Incorporation should for any reason be unwilling or unable to be an active member of the Association, the remaining Directors shall select a successor member to serve in his place and stead, in accordance with the provisions of the By-Laws of the Association.

2. **Voting Members:**

Each Condominium Parcel shall be entitled to the vote or votes as set forth in the Declaration of Condominium, which vote or votes shall be exercised by the Unit Owner designated by the Owner or Owners of a majority interest in a single Condominium Parcel to cast the vote appurtenant to the Condominium Parcel. The designation of voting members shall be perfected in the manner provided in the Declaration of Condominium.

3. **Assignment:**

A. Neither the share of a member in the funds and assets of the Association, nor membership in this Association may be assigned, hypothecated or transferred in any manner except as an appurtenance to a Condominium Parcel.

B. The members of the Association shall be subject to all of the terms, conditions, restrictions and covenants contained in the Condominium Documents.

ARTICLE V

Term

This corporation shall exist perpetually.

ARTICLE VI

Incorporator

The name and address of the incorporator to these Articles of Incorporation are as follows:

C. Patrick Roberts	201 South Monroe Street, Suite 201 Tallahassee, Florida 32301
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ARTICLE VII

Board of Directors

The business of the corporation shall be conducted by a Board of Directors consisting of not less than three (3) directors. The Board of Directors shall be elected annually by the members of the Association entitled to vote. The names and addresses of the first Board of Directors who shall hold office until their successors are elected and have qualified are as follows:

C. Patrick Roberts	201 South Monroe Street, Suite 201 Tallahassee, Florida 32301
Michael Thornal	201 South Monroe Street, Suite 201 Tallahassee, Florida 32301
R. Carlton Dean, Jr.	2065 Thomasville Road, 2nd Floor Tallahassee, Florida 32308

ARTICLE VIII

Officers

The affairs of the Association shall be managed by a President, Vice President, Secretary and Treasurer. The officers of the Association shall be elected annually by the Board of Directors

of the Association, in accordance with the provisions of the By-Laws of the Association. The names and addresses of the officers who are to serve until the first election of officers are:

President	C. Patrick Roberts 201 South Monroe Street, Suite 201 Tallahassee, Florida 32301
Vice President	R. Carlton Dean, Jr. 2065 Thomasville Road, 2nd Floor Tallahassee, Florida 32308
Secretary	Michael Thornal 201 South Monroe Street, Suite 201 Tallahassee, Florida 32301
Treasurer	Michael Thornal 201 South Monroe Street, Suite 201 Tallahassee, Florida 32301

ARTICLE IX

Indemnification

Every director and every officer of the Association will be indemnified by the Association against all expenses and liabilities including attorneys' fees reasonably incurred by or imposed upon him in connection with any proceeding to which he may be a party, or in which he may become involved by reason of his being or having been a director or officer of the Association, or any settlement thereof, whether or not he is a director or officer at the time such expenses are incurred, except in such cases wherein the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided, however, that in the event of a settlement, the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interest of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled.

ARTICLE X

Amendment of Articles

These Articles may be amended by an affirmative vote of three-fourths (3/4) of the Voting Members of the Association, unless otherwise provided herein.

ARTICLE XI

By-Laws

The Association shall adopt By-Laws governing the conduct of the affairs of the Association. The Association shall have the right to alter, amend or rescind the By-Laws in accordance with the By-Laws and Chapters 607, 617 and 718, Florida Statutes, as amended.

ARTICLE XII

Principal Place of Business

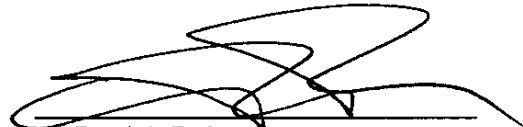
The principal place of business of this corporation shall be located at 201 South Monroe Street, Suite 201, Tallahassee, Florida 32301, or at such other place or places as may be designated from time to time by the Board of Directors.

ARTICLE XIII

Resident Agent

C. Patrick Roberts, of 201 South Monroe Street, Suite 201, Tallahassee, Florida 32301, is appointed Resident Agent for service of process of this corporation, subject to the right of this corporation to change the Resident Agent in the manner provided by the laws of the State of Florida.

IN WITNESS WHEREOF, the incorporator has hereunto set his hand and seal and caused these Articles of Incorporation to be executed this 1st day of August, 2006.



C. Patrick Roberts

STATE OF FLORIDA
COUNTY OF LEON

The foregoing instrument was acknowledged before me this 1st day of August, 2006,
by C. Patrick Roberts, who

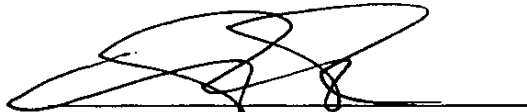
☒ is personally known to me, or
☐ has produced _____ as identification.

 **Karen Ann Hickey**
Commission # DD292470
Expires February 18, 2008
Bonded Troy Fain - Insurance, Inc. 800-385-7019

Karen Ann Hickey
Notary Public
Karen Ann Hickey
Print or Type Name
NOTARY PUBLIC
My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

C. Patrick Roberts, having been named as the registered agent in the foregoing Articles of Incorporation of THE EXCHANGE BUILDING OFFICE CONDOMINIUM ASSOCIATION, INC., to accept service of process for the corporation at 201 South Monroe Street, Suite 201, Tallahassee, Florida 32301, hereby agrees to act as the registered agent and comply with the laws of the State of Florida relative to such position.


C. Patrick Roberts

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA