

NO600000 8432

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H060001998523))



H060001998523ABC7

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
Division of Corporations
Fax Number : (850)205-0381

From:
Account Name : PENNINGTON, MOORE, WILKINSON, BELL & DUNBAR, P.A.
Account Number : I20020000114
Phone : (850)222-3533
Fax Number : (850)222-2126

FLORIDA PROFIT/NON PROFIT CORPORATION
CINTAROSA COMMERCIAL CONDOMINIUM ASSOCIATION, INC.

Certificate of Status	1
Certified Copy	1
Page Count	06
Estimated Charge	\$87.50

D. WHITE AUG 10 2006

Electronic Filing Menu

Corporate Filing Menu

Help

FILED
06 AUG -9 AM 10:14
DIVISION OF STATE
TALLAHASSEE, FLORIDA

H06000199852 3

FILED

06 AUG -9 AM 10: 14

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

CINTAROSA COMMERCIAL CONDOMINIUM ASSOCIATION, INC.

(A Florida Corporation Not for Profit)

ARTICLE I

NAME AND PRINCIPAL ADDRESS

The name of this corporation is CINTAROSA COMMERCIAL CONDOMINIUM ASSOCIATION, INC. For convenience, the corporation shall be referred to in this instrument as "Association." The principal address of the Association is 300 Park Avenue North, Ste. 200, Winter Park, FL 32789.

ARTICLE II

PURPOSE

The Association is organized as a corporation not for profit under the terms and provisions of Chapter 617, Florida Statutes, and is a condominium association, as referred to and authorized by Section 718.111, Florida Statutes. The purpose for which the corporation is organized is to provide an entity responsible for the operation of a commercial condominium in Orange County, Florida, known as CINTAROSA - COMMERCIAL, A CONDOMINIUM (the "Condominium"). The Declaration of Condominium and any amendments thereto, whereby said Condominium has or will be created, are herein 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 office condominium units in the Condominium. After receiving the approval of a unit owner and the Association, as required under the Declaration, change of membership in the Association shall be established by recording in the Public Records of Orange County, Florida, a deed or other instrument establishing record title to a condominium 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 condominium 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 condominium unit.

Section 3. The owner of each condominium 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 condominium unit and the manner of exercising voting rights shall be determined by the Bylaws of the Association.

H06000199852 3

ARTICLE IV

CORPORATE EXISTENCE AND TERM

The Association shall commence upon the filing of these Articles of Incorporation with the Secretary of State, State of Florida, and the term of the Association shall be perpetual.

ARTICLE V

DIRECTORS AND OFFICERS

The affairs of the Association shall be managed by its Board of Directors. The directors and officers may lawfully and properly exercise the powers set forth in Article XI, notwithstanding the fact that some or all of them who may be directly or indirectly involved in the exercise of such powers and in the negotiation and/or consummation of the agreements executed pursuant to such powers are some or all of the persons with whom the corporation enters into such agreements or who own some or all of the proprietary interest in the entity or entities with whom the corporation enters into such agreements. Disclosure of such agreements by setting forth the same in the Declaration, as initially declared or subsequently redeclared or amended, shall stand as an absolute confirmation of such agreements and the valid exercise by the directors and officers of the corporation of the powers pertinent thereto.

ARTICLE VI

BOARD OF DIRECTORS

Section 1. The business affairs of this corporation shall be managed by the Board of Directors.

Section 2. This corporation shall have three (3) members of the board initially. The number of directors may be changed from time to time as provided by the Bylaws, but their number may never be less than three (3).

Section 3. Directors of the Association shall be elected at the annual meeting of members in the manner determined by the Bylaws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the Bylaws.

Section 4. 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.

H06000199852 3

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

NAME	ADDRESS
Larry E. Williams	300 Park Avenue North, Ste. 200 Winter Park, FL 32789
Stephen Gossman	300 Park Avenue North, Ste. 200 Winter Park, FL 32789
Zane Williams	300 Park Avenue North, Ste. 200 Winter Park, FL 32789

ARTICLE VII

OFFICERS

Section 1. The officers of the corporation shall be a President, Secretary and a Treasurer. The same person may hold the offices of the Secretary and Treasurer simultaneously.

Section 2. The names of the persons who are to serve as officers of the Association are as follows:

NAME	TITLE	ADDRESS
Larry E. Williams	President	300 Park Avenue North, Ste. 200 Winter Park, FL 32789
Stephen Gossman	Secretary	300 Park Avenue North, Ste. 200 Winter Park, FL 32789
Zane Williams	Treasurer	300 Park Avenue North, Ste. 200 Winter Park, FL 32789

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 in the Bylaws and by Chapter 718, Florida Statutes.

H06000199852 3

ARTICLE VIII

BYLAWS

The Board of Directors shall adopt Bylaws for the Association at the first meeting of the Association after the approval of these Articles of Incorporation by the Secretary of State.

ARTICLE IX

AMENDMENT TO ARTICLES

The Articles of Incorporation may be amended at any special or regular meeting by approval of not less than the majority of the entire membership of the Board of Directors and a majority of the members of the Association, or by not less than unanimous vote of the entire membership of the Association. Any amendment to these Articles will be voted upon only after notice of any meeting as required by the Bylaws of the Association.

ARTICLE X

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Association is: 37 N. Orange Avenue, Suite 200, Orlando, Florida, 32801 and the name of the initial registered agent of the Association at that address is: Todd Norman, Esquire.

ARTICLE XI

POWERS

The Association shall have the following additional powers:

Section 1. All the powers set forth and described in Section 617.021 of the Florida Statutes not repugnant to any of the provisions of Chapter 718, Florida Statutes.

Section 2. All of the powers of an association as set forth in Chapter 718, Florida Statutes.

Section 3. To acquire and enter into agreements whereby it acquires leaseholds, membership or other possessory or use interests in lands or facilities, whether or not contiguous to the lands of the Condominium, intended to provide for the enjoyment or other use or benefit of the unit owners.

Section 4. To contract with any person, firm or entity for the operation, maintenance or repair of the Condominium property; provided, however, that any such contract shall not be in conflict with the powers and duties of the Association or the rights of unit owners as provided in the Condominium Act and these enabling documents.

Section 5. To enter into a maintenance agreement with other condominiums to provide for acquisition, maintenance, replacement and repair of facilities to be used jointly, including without limitation,

H06000199852 3

the power to enter into the Reciprocal Easement Agreement with the Residential Condominium (as defined in the Declaration).

Section 6. To acquire by purchase or otherwise, condominium units of the Condominium, subject, nevertheless, to the provisions of the Declaration and/or Bylaws relative thereto.

Section 7. To operate and manage the Condominium in accordance with the sense, meaning, direction, purpose and intent of the Declaration as the same may from time to time be amended, and to otherwise perform, fulfill and exercise the powers, privileges, options, rights, duties, obligations and responsibilities entrusted to or delegated to it by the Declaration and/or Bylaws.

ARTICLE XII

SUBSCRIBERS

The names and addresses of the subscriber to these Articles of Incorporation is as follows:

Christian F. O’Ryan, Esq.
2701 N. Rocky Point Drive, Suite 900
Tampa, Florida 33607

ARTICLE XIII

INTERPRETATION

Express reference is hereby made to the terms, provisions, definitions, and rules of interpretation contained in the Declaration where necessary to interpret, construe and clarify the provisions of these Articles. In subscribing and filing these Articles, it is the intent of the undersigned that the provisions hereof be consistent with the provisions of the Declaration and, to the extent not prohibited by law, that the provisions of these Articles of Incorporation and of the Declaration be interpreted, construed, and applied so as to avoid inconsistencies or conflicting results.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, the undersigned, constituting the subscriber of this corporation, has executed these Articles of Incorporation this 9 day of August, 2006.

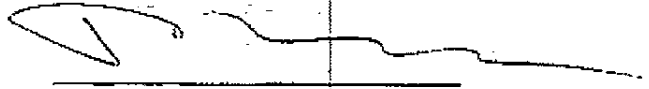


CHRISTIAN F. O’RYAN
Subscriber

H06000199852 3

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process of the above stated corporation at the place designated in this certificate, pursuant to Chapter 48.091 and Chapter 617.023 of the Florida Statutes, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.



Todd Norman, Esquire
Registered Agent

FILED
06 AUG -9 AM 10:14
CLERK OF STATE
TALLAHASSEE, FLORIDA