

09/11/06 MON 11:00 FAX 859-3812
Division of Corporations

BOND, SCHOENECK & KING

12001

NO60006609593

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.

((H06000224895 3)))



H060002248953ABC3

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 : BOND, SCHOENECK & KING, P.A.
Account Number : I20010000122
Phone : (239) 659-3800
Fax Number : (239) 659-3812

FILED
06 SEP 11 AM 10:55
TALLAHASSEE, FLORIDA

FLORIDA PROFIT/NON PROFIT CORPORATION

Eagle View Professional Park Commercial Condominium

Certificate of Status	1
Certified Copy	0
Page Count	05
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing Menu

Help

9/11/2006
SPD

((H06000224895 3)))

ARTICLES OF INCORPORATION
OF
EAGLE VIEW PROFESSIONAL PARK
COMMERCIAL CONDOMINIUM ASSOCIATION, INC.

FILED
06 SEP 11 AM 10:55
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 617.0202, Florida Statutes, these Articles of Incorporation are created by R. Scott Cameron, as sole incorporator, for the purposes set forth below.

ARTICLE I - NAME AND ADDRESS

The name of the corporation, hereinafter referred to as the "Association", is Eagle View Professional Park Commercial Condominium Association, Inc. The address of the corporation is 2570 North Goodlette Road, Naples, Florida 34103.

ARTICLE II - PURPOSE AND POWERS

The purpose for which the Association is organized is to provide an entity pursuant to the provisions of Chapter 718, Florida Statutes (the "Condominium Act") for the operation of Eagle View Professional Park, a commercial condominium, located in Collier County, Florida.

The Association is organized and shall exist on a non-stock basis as a corporation not for profit under the laws of the State of Florida, and no portion of any earnings of the Association shall be distributed or inure to the private benefit of any member, director or officer of the Association. For the accomplishment of its purposes, the Association shall have all of the common law and statutory powers and duties of a corporation not for profit, except as limited or modified by these articles, the declaration of condominium or the Condominium Act, as they may hereafter be amended, including without limitation, the following:

- A. To make and collect assessments against members of the Association to defray the costs, expenses and losses of the condominium, and to use the proceeds of assessments in the exercise of its powers and duties.
- B. To protect, maintain, repair, replace and operate the condominium property.
- C. To purchase insurance upon the condominium property and Association property for the protection of the Association and its members.
- D. To reconstruct improvements after casualty and to make further improvements of the property.
- E. To make, amend and enforce reasonable rules and regulations governing the use of the common elements and the Association property, and the operation of the Association.
- F. To approve or disapprove the transfer of ownership, leasing and occupancy of units, as provided by the declaration of condominium.

Exhibit "C"

Eagle View Professional Park Commercial Condominium Association, Inc. - Articles of Incorporation

(Page 1 of 5)

((H06000224895 3)))

201440.3

- 201440.3

(((H06000224895 3)))

directors determined by the bylaws, but not fewer than 3 directors. In the absence of any provision in the bylaws to the contrary, the board shall consist of 3 directors. Directors of the Association shall be elected by the 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. The business of the Association shall be conducted by the officers designated in the bylaws. The officers shall be elected each year 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.

ARTICLE VII - AMENDMENTS

Amendments to these articles shall be proposed and adopted in the following manner:

A. Prior to the recording of the declaration of condominium in the Public Records of the county where the condominium property is located, these articles may be amended by an instrument in writing signed by the president or vice president and the secretary or an assistant secretary and filed with the Secretary of State of the State of Florida. The instrument amending these articles shall identify the particular articles or articles being amended, give the exact language of such amendment and give the date of adoption of the amendment by the board of directors. A certified copy of each such amendment shall always be attached to any certified copy of these articles or a certified copy of the articles as restated to include such amendments, and shall be an exhibit to the declaration of condominium upon the recording of such declaration. This Article VII is intended to comply with the provisions of Chapter 617, Florida Statutes.

B. After the recording of the declaration of condominium in the public records of the county where the condominium property is located, these articles may be amended in the following manner:

1. Proposal. Amendments to these articles may be proposed by a majority of the board or by petition of the owners of 1/4th of the units by instrument, in writing, signed by them.
2. Procedure. Upon any amendment or amendments to these articles being proposed by said board or unit owners, such proposed amendment or amendments shall be submitted to a vote of the members not later than the next annual meeting for which proper notice can be given.
3. Vote Required. Except as otherwise required by Florida law, these articles of incorporation may be amended by vote of a majority of the voting interests at any annual or special meeting, or by approval in writing of a majority of the voting interests without a meeting, provided that notice of any proposed amendment has been given to the members of the Association, and that the notice contains the full text of the proposed amendment.
4. Effective Date. An amendment shall become effective upon filing with the Secretary of State and recording a certified copy in the public records of the county where the condominium property is located.

Exhibit "C"

Eagle View Professional Park Commercial Condominium Association, Inc. - Articles of Incorporation

(Page 3 of 5)

(((H06000224895 3)))

(((H06000224895 3)))

ARTICLE VIII - INITIAL REGISTERED AGENT

The street address of the initial registered office of the Association is 4001 Tamiami Tamiami North, Suite 300 Naples, Florida 34103. The initial registered agent at said address shall be William M. Burke.

ARTICLE IX - INDEMNIFICATION:

To the fullest extent permitted by Florida law, the Association shall indemnify and hold harmless every director and every officer of the Association against all expenses and liabilities, including attorneys fees, actually and reasonably incurred by or imposed on him in connection with any legal proceeding (or settlement or appeal of such proceeding) to which he or she may be a party because of his or her being or having been a director or officer of the Association. The foregoing right of indemnification shall not be available if a judgment or other final adjudication establishes that his or her actions or omissions to act were material to the cause adjudicated and involved:

- A. Willful misconduct or a conscious disregard for the best interests of the Association, in a proceeding by or in the right of the Association to procure a judgment in its favor.
- B. A violation of criminal law, unless the director or officer had no reasonable cause to believe his action was unlawful or had reasonable cause to believe his action was lawful.
- C. A transaction from which the director or officer derived an improper personal benefit.

In the event of a settlement, the right to indemnification shall not apply unless the board of directors approves such settlement as being in the best interests of the Association. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which a director or officer may be entitled.

The indemnification hereby afforded to directors and officers shall also extend to any entity other than the Association found responsible or liable for the actions of such individuals in their capacity as directors or officers, including without limitation, the developer.

WHEREFORE the incorporator has caused these presents to be executed this 11th day of September, 2006.



William M. Burke, Incorporator

Exhibit "C"


Eagle View Professional Park Commercial Condominium Association, Inc. - Articles of Incorporation
(Page 4 of 5)

(((H06000224895 3)))

((H06000224895 3)))

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for Eagle View Professional Park Commercial Condominium Association, Inc., at the place designated in these articles of incorporation, I hereby accept the appointment to act in this capacity and acknowledge that I am familiar with and agree to accept the obligations imposed upon registered agents under the Florida Not For Profit Corporation Act.


William M. Burke

FILED
06 SEP 11 AM 10:55
STATE
TALLAHASSEE, FLORIDA

Exhibit "C"

Eagle View Professional Park Commercial Condominium Association, Inc. - Articles of Incorporation

(Page 5 of 5)

((H06000224895 3)))