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LAW OFFICES  
JORGE A. FERNANDEZ, P.A.

**JORGE A. FERNANDEZ**  
ATTORNEY AT LAW

150 ALHAMBRA CIRCLE  
SUITE 1240  
CORAL GABLES, FLORIDA 33134  
PHONE: (305) 446-1331  
FAX: (305) 448-3056  
E-MAIL: JAFPMIA@AOL.COM

**MEMORANDUM**

**FROM:** Jorge A. Fernandez, Esquire

**TO:** Susan Payne - Senior Section Administrator  
Florida Department of State  
Division of Corporation

**DATE:** September 25, 2006

**SUBJECT:** South Beach at Jacksonville Condominium  
Association, Inc.

=====

Dear Ms. Payne:

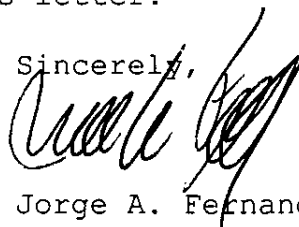
Enclosed you will find the following original documentation regarding the above referenced transaction:

1. Cover letter and Articles of Dissolution for South Beach at Jacksonville, Inc.
2. Articles of incorporation for South Beach at Jacksonville Condominium Association, Inc.
3. My check number 9652 in the amount of \$ 78.75 to cover the costs of the new incorporation.

Note: I am not enclosing the \$ 35.00 to cover the Articles of Dissolution since this amount shall be paid from the \$ 35.00 I previously sent to you.

Do not hesitate to call should you have any questions regarding the contents of this letter.

Sincerely,



Jorge A. Fernandez

LAW OFFICES  
JORGE A. FERNANDEZ, P.A.

**JORGE A. FERNANDEZ**  
ATTORNEY AT LAW

150 ALHAMBRA CIRCLE  
SUITE 1240  
CORAL GABLES, FLORIDA 33134  
PHONE: (305) 446-1331  
FAX: (305) 448-3056  
E-MAIL: JAFFAMIA@AOL.COM

**MEMORANDUM**

**FROM:** Jorge A. Fernandez, Esquire

**TO:** Sunsan Payne - Senior Section Administrator  
Florida Department of State  
Division of Corporation

**DATE:** October 11, 2006

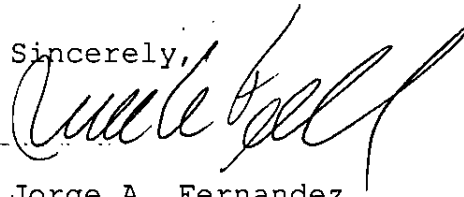
**SUBJECT:** South Beach at Jacksonville Condominium  
Association, Inc.

Dear Ms. Payne:

Pursuant to our telephone conversation I am enclosing the revised Articles of Incorporation for South Beach at Jacksonville Condominium, Inc., a Florida Not for Profit corporation.

Please do not hesitate to call me should you have any further questions regarding this matter.

Sincerely,



Jorge A. Fernandez

ARTICLES OF INCORPORATION  
OF  
SOUTH BEACH AT JACKSONVILLE CONDOMINIUM ASSOCIATION, INC.  
A NOT FOR PROFIT CORPORATION

The undersigned incorporator hereby files these Articles of Incorporation in order to form a not for profit corporation under the laws of the State of Florida.

ARTICLE I.

Name and Principal Place of Business

The name of this Corporation shall be SOUTH BEACH AT JACKSONVILLE CONDOMINIUM ASSOCIATION, INC. located at 150 Alhambra Circle, Suite 1240, Coral Gables, FL 33134.

ARTICLE II.

Nature of Business

The general nature of the business and activities to be transacted and carried on by this Corporation are as follows:

- (a) To manage a Condominium Association.
- (b) To enter into and perform contracts of every sort and description, with any person, firm, association, corporation, municipality, county, state, nation or other body politic, or with any colony, dependency or agency of any of the foregoing.
- (c) To borrow money, to lend money and extend credit, without limit in either case as to amount, in such amounts as the Board of Directors may from time to time determine; to guarantee and act as surety with respect to the debts of any other person, firm, association or corporation for any purpose and with or without consideration; and to secure any direct or contingent indebtedness of the Corporation by the execution and delivery of mortgages, pledges, assignments, transfers in trust or other instruments appropriate for encumbering any or all property of the Corporation, or any interest therein.
- (d) To acquire, by purchase, merger or otherwise, all or any part of the goodwill, rights, property and business of any person, firm, association or corporation; in connection therewith to assume liabilities of any person, firm, association or corporation and, in consideration of any such acquisition, to pay cash, to deliver stock, bonds, other securities or property of any other kind.
- (e) To issue, execute, deliver, guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, assign and otherwise deal in and with shares of capital stock, bonds, debentures, other evidences of indebtedness and any and all other securities of any description created, issued or delivered by this Corporation or by any other corporation, association, person or firm of the State of Florida or of any other state or nations and,

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while owner thereof, to exercise, to the extent permitted by law, all the rights, powers, and privileges of ownership including, without limitation, the right to vote stock or other securities having voting rights.

(f) In general, to carry on any business and to have and exercise all of the powers conferred by the laws of the State of Florida and to do any or all of the things hereinbefore set forth as principal, agent, or otherwise, either alone or in conjunction with others, in any part of the world.

(g) To perform every act necessary or proper for the accomplishment of the objects and purposes enumerated or for the protection and benefit of the Corporation.

(h) The objects and purposes specified in the foregoing clauses of this Article shall, unless expressly limited, not be limited or restricted by reference to, or inference from, any provision in this or any other Article of these Articles of Incorporation, shall be regarded as independent objects and purposes and shall be construed as powers as well as objects and purposes.

### ARTICLE III. Manner of Election

The initial Directors shall be appointed by Iloviva Investments, LLC., a Florida Limited Liability Company and subsequently they shall be elected by a majority vote of the unit owners as prescribed in the By Laws.

### ARTICLE IV. Initial Officers and Directors

Victor M. Ballestas	President and Director
Victor M. Ballestas, Jr.	Vice President and Director
Ivonne Ballestas	Secretary and Director

### ARTICLE V. Incorporator

The name and street address of the Incorporator of this Corporation, is as follows:

Jorge A. Fernandez, P.A.  
150 Alhambra Circle  
Suite 1240  
Coral Gables, Florida 33134

### ARTICLE VI. Term of Corporate Existence

This Corporation shall exist perpetually unless dissolved according to law.

ARTICLE VII.  
Address of Registered Office and Registered Agent

The street address of the initial Registered Office of this Corporation in the State of Florida shall be 150 Alhambra Circle, Suite 1240, Coral Gables, Florida 33134. The name of the initial Registered Agent of this Corporation at the above address shall be Jorge A. Fernandez.

ARTICLE VIII.  
By-Laws

The Board of Directors shall adopt By-Laws for the Corporation. The By-Laws may be amended, altered or repealed by the shareholders or Directors in any manner permitted by the By-Laws.

IN WITNESS WHEREOF, the undersigned, being the original subscribing incorporator to the foregoing Articles of Incorporation, has hereunto set her hand and seal this 11<sup>th</sup> day of October, 2006.

BY: \_\_\_\_\_

Jorge A. Fernandez

STATE OF FLORIDA)  
COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, JORGE A. FERNANDEZ; to me well known and well known to me to be the person who executed the foregoing instrument and acknowledged before me that he executed the same freely and voluntarily for the uses and purposes therein set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal on this 11<sup>th</sup> day of October, 2006.

\_\_\_\_\_  
Notary Public  
State of Florida at Large

My Commission Expires:

(SEAL)

CERTIFICATE DESIGNATING REGISTERED AGENT  
AND REGISTERED OFFICE

In compliance with Florida Statutes, the following is submitted:

SOUTH BEACH AT JACKSONVILLE CONDOMINIUM ASSOCIATION, INC.,  
desiring to organize as a corporation under the laws of the State of Florida, has  
designated 150 Alhambra Circle, Suite 1240, Coral Gables, Florida 33134 as its initial  
Registered Office and has named Jorge A. Fernandez located at said address as its  
initial Registered Agent.

By:   
JORGE A. FERNANDEZ

Having been named Registered Agent for the above stated corporation, at the  
designated Registered Office, the undersigned hereby accepts said appointment and  
agrees to comply with the provisions of Florida Statutes relative to keeping open said  
office.

  
JORGE A. FERNANDEZ