

NO6000012275

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

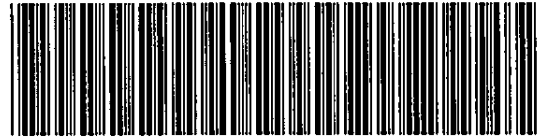
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



800081601478

FILED  
06 NOV 29 AM 9:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
RECEIVED  
06 NOV 29 AM 10:38  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

J. Shivers NOV 30 2006



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 627531 9955A

AUTHORIZATION :

COST LIMIT : \$ 78.00

*Spudleman*

ORDER DATE : November 29, 2006

ORDER TIME : 10:16 AM

ORDER NO. : 627531-005

CUSTOMER NO: 9955A

DOMESTIC FILING

NAME: TERRANOVA INDUSTRIAL  
CONDOMINIUM ASSOCIATION, INC.

EFFECTIVE DATE:

- XX ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- XX CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis - EXT. 2926

EXAMINER'S INITIALS: \_\_\_\_\_

FILED  
06 NOV 29 AM 9:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
TERRANOVA INDUSTRIAL  
CONDOMINIUM ASSOCIATION, INC.**

We, the undersigned, hereby associate ourselves together for the purpose of forming a corporation not-for-profit under the laws of the State of Florida, pursuant to Florida Statutes Chapter 617, and hereby certify as follows:

**ARTICLE I**

The name of this corporation shall be TERRANOVA INDUSTRIAL CONDOMINIUM ASSOCIATION, INC., whose principal office is 205 West Davis Industrial Drive, St. Augustine Florida 32084

**ARTICLE II**

The general purpose of this corporation not-for-profit shall be as follows:

To be the "Association" as defined in Chapter 718, Florida Statutes (The Condominium Act) and the Declaration of Condominium for TERRANOVA INDUSTRIAL CONDOMINIUM, a Commercial Condominium, for the operation of the condominium known as TERRANOVA INDUSTRIAL CONDOMINIUM, a Commercial Condominium, in St. Johns County, Florida, to be created pursuant to the provisions of The Condominium Act, and as such Association to operate and administer the Condominium and to carry out the functions and duties of the Condominium as set forth in the Declaration of Condominium establishing the Condominium and the Exhibits attached thereto.

FILED  
6 NOV 29 AM 9:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE III**

All persons who are Owners of Condominium Units within the Condominium shall automatically be members of this corporation. Such membership shall automatically terminate when such person is no longer an Owner of a Condominium Unit. Membership in the corporation shall be limited to such Condominium Unit Owners.

Subject to the foregoing, admission to and termination of membership shall be governed by the Declaration of Condominium that shall be recorded for the Condominium among the Public Records of St. Johns County, Florida.

**ARTICLE IV**

This corporation shall have perpetual existence.

**ARTICLE V**

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

<u>Name</u>	<u>Address</u>
Boutros Investments, LLC	218 West King Street St. Augustine, FL 32084

**ARTICLE VI**

**Section 1**

The affairs of the corporation shall be managed and governed by a Board of Directors composed of not less than three (3) nor more than the number specified in the Bylaws. The Directors, subsequent to the first Board of Directors, shall be elected at the annual meeting of the membership for a term of one (1) year or until their successors shall be elected and shall qualify. Provisions for such election, removal, disqualification and resignation of Directors and for filling vacancies on the Board of Directors shall be established by the Bylaws.

**Section 2**

The principal officers of the corporation shall be the President, Secretary and Treasurer who shall be elected from time to time and in the manner set forth in the Bylaws. The Secretary and Treasurer may be combined and the position may be held by one person.

**ARTICLE VII**

The names of the officers who are to serve until the first election of officers, pursuant to the terms of the Declaration of Condominium and the Bylaws are as follows:

David Boutros	President
Tina Boutros	Secretary
Dan Boutros	Treasurer

**ARTICLE VIII**

The following persons shall constitute the first Board of Directors and shall serve until the first election of the Board of Directors at the first regular meeting of the membership:

<u>Name</u>	<u>Address</u>
David Boutros	218 West King Street St. Augustine, Florida 32084
Tina Boutros	218 West King Street St. Augustine, Florida 32084
Dan Boutros	218 West King Street St. Augustine, Florida 32084

#### **ARTICLE IX**

The Bylaws of the corporation shall initially be made and adopted by its first Board of Directors. Prior to the time the real property and improvements have been submitted to condominium ownership by recording the Declaration of Condominium, said first Board of Directors shall have full power to amend, alter, rescind or modify said Bylaws by a majority vote. After the real property and improvements have been submitted to condominium ownership by recording the Declaration of Condominium, the Bylaws may be amended, altered, modified or supplemented by a vote as set forth therein.

#### **ARTICLE X**

These Articles of Incorporation may be amended from time to time by a 75% vote of the members of the corporation, provided said vote is taken in a regular or special meeting of the corporation after proper notice of said meeting has been duly given.

## **ARTICLE XI**

This corporation shall have all of the powers as set forth in Chapter 617, Florida Statutes, as presently constituted or hereinafter amended, together with all the powers set forth in The Condominium Act and all powers granted to it by the Declaration of Condominium with Exhibits attached thereto, including the power to contract for the management of the Condominium.

## **ARTICLE XII**

This corporation shall not issue shares of stock and no dividend and no part of the income of the corporation shall be distributed to its members, directors or officers. Excess receipts over disbursements, if any, shall be applied against future expenses and reserves as appropriate. The corporation may compensate in a reasonable manner its members, directors or officers for services rendered, may confer benefits upon its members in conformity with its general purposes and upon dissolution or final liquidation may make distribution to its members as is permitted by the Court having jurisdiction thereof and no payment, benefit or distribution shall be deemed to be a dividend or distribution of income.

## **ARTICLE XIII**

The street address of the initial registered office of this corporation is 4 Old Kings Road North, Suite B, Palm Coast, Florida, 32137, and the name of the initial registered agent of this corporation at that address is Michael D. Chiumento III.

IN WITNESS WHEREOF, the subscribers hereto have set their hands and seals this

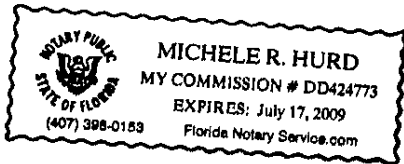
21<sup>st</sup> day of November, 2006.

Boutros Investments, LLC

By: David A. Boutros  
Its: Managing Member

STATE OF FLORIDA  
COUNTY OF FLAGLER

The foregoing instrument was acknowledged before me this 21<sup>st</sup> day of November, 2006, by David A. Boutros Managing Member of Boutros Investments, LLC., who is personally known to me and did not take an oath.



Michele R. Hurd  
Notary Signature  
Notary Name Printed  
My Commission Expires:

FILED  
06 NOV 29 AM 9:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

THE UNDERSIGNED, having been named to accept service of process for the above-stated corporation, at the place designated in the foregoing Articles of Incorporation, hereby accepts to act in this capacity and agrees to comply with the provisions of Section 48.091, Florida Statutes, and all other provisions thereof, relative to keeping open said office.

Michael D. Chimento III  
Michael D. Chimento III, Resident Agent