

NO60000 13154

(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



300082762033

12/28/06--01032--005 **78.75

FILED

06 DEC 28 AM 10:23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

[Handwritten Signature]
12/29/

KENNETH N. REKANT, P.A.

ATTORNEY AND COUNSELOR AT LAW

333 41ST STREET — SUITE 506

MIAMI BEACH, FLORIDA 33140

TEL: 305-531-2225

FAX: 305-538-8014

December 26, 2006

Corporate Division
Florida Department of State
P. O. Box 6327
Tallahassee, Florida 32314

Re: 610-612 Michigan Avenue, Inc.

To Whom It May Concern:

Enclosed please find the following re the abovementioned corporation:

1. Two sets of Articles of Incorporation for new proposed corporation, fully executed.
2. A check in the sum of \$78.75 payable to Florida Department of State [covering the filing fee of \$70.00 and a certified copy of the "Articles Of Incorporation" of \$8.75].
3. I would like corporate existence to commence as of the date you receive the Articles.

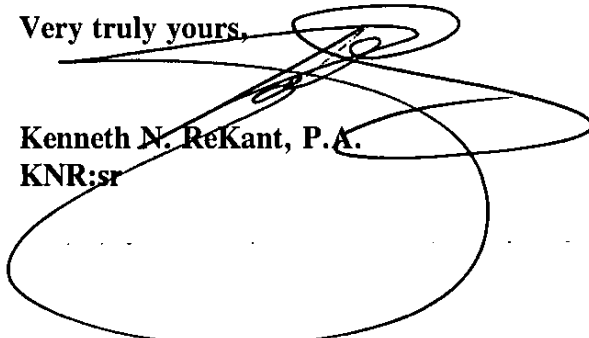
Kindly return a certified copy of the Articles of Incorporation to me at the earliest time.

If any problem, PLEASE CALL ME BY PHONE, collect, rather than sending the papers back to me for re-submission.

Very truly yours,

Kenneth N. ReKant, P.A.

KNR:sr



ARTICLES OF INCORPORATION OF
610-612 MICHIGAN AVENUE, INC.
A NON-PROFIT CORPORATION

FILED
06 DEC 28 AM 10:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WE, THE UNDERSIGNED, in order to form a Non-Profit corporation under and pursuant to the provisions of the Laws of Florida for the purposes set forth below, hereby subscribed to these Articles of Incorporation. [*Singular and plural are used interchangeably as the context so requires*]

ARTICLE I
NAME OF CORPORATION & ADDRESS

The name of the corporation is **610-612 MICHIGAN AVENUE, INC.**. It shall operate a condominium, sometimes hereinafter referred to as the "Condominium". The principal place of the Condominium and its mailing address is 610-612 Michigan Avenue, Miami Beach, Florida 33139.

ARTICLE II
CORPORATE PURPOSE

The purposes and general nature of the business to be conducted and transacted by the corporation are as follows:

1. To form and operate an "Association" as defined in the "Condominium Act" of the Statutes of the State of Florida, and as such to establish and collect assessments from the unit owners and members for the purpose of operating, maintaining, repairing, improving, reconstructing and administering the condominium property, and to perform the acts and duties desirable for apartment house management for the units and common elements in this condominium.

2. To carry out the duties and obligations and receive the benefits given the Association by the "Declaration of Condominium" of the Condominium.

3. To establish by-laws for the operation of the condominium property; to provide for the form of administration of the Association and rules and regulations for governing same; and to enforce the provisions of the Condominium Act, the Condominium Declaration, these Articles and the By-Laws of the Association.

4. To contract for the management of the Condominium and to delegate to the party with whom such contract has been entered the powers and duties of the Association except those which require specific approval of the Board of Directors or members.

5. To lease recreation facilities and common elements.

To accomplish the foregoing purposes, the corporation shall have all of the common law and

statutory corporate powers permitted under Florida Law, including the capacity to contract, bring suit and be sued, and those provided by the "Condominium Act" of the State of Florida and the Condominium Declaration of this Condominium. No part of the income of this corporation shall be distributed to the members, directors and officers of the corporation.

ARTICLE III MEMBERS

Section 1. All unit owners of the Condominium shall automatically be members, and their memberships shall automatically terminate when they are no longer owners of a unit. If a member should sell his unit (apartment) under the provisions of the Declaration, the grantee from such member will automatically acquire membership in the Association. Membership certificates are not required and will not be issued.

Section 2. The owners of all condominium units (apartments) shall have one vote in all meetings, elections or deliberations of the Association. A corporation or individual with an interest in more than one unit may be designated the voting member for each unit in which it or he owns an interest.

Section 3. The share of a member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner except as an appurtenance to his apartment.

ARTICLE IV EXISTENCE

This corporation shall have perpetual existence.

ARTICLE V EXISTENCE

The names and addresses of the subscribers are as follows: Alexandra Falchetti Padilla, 610 Michigan Avenue, Apartment No. 3, Miami Beach, Florida 33139 and Idalmis M. Santana, 610 Michigan Avenue, Apartment No. 1, Miami Beach, Florida 33139.

ARTICLE VI DIRECTORS

Section 1. The affairs and property of this corporation shall be managed and governed by a Board of Directors composed of not less than three (3) nor more than seven (7) persons. The first Board of Directors shall have three (3) members, and in the future, the number will be determined from time to time in accordance with the provisions of the By-Laws of the corporation.

Section 2. Directors shall be elected by the voting members in accordance with the By-Laws at the regular annual meeting of the membership of the corporation, in the manner set out by the By-Laws. Directors shall be elected to serve for a term of one year. In the event of a vacancy, the elected directors may appoint an additional director to serve the balance of said year. The first election of directors shall not be held until all of the condominium units have been sold by the developer or, until it elects to terminate its control of the condominium, whichever shall first occur. The directors herein named 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 3. All officers shall be elected by the Board of Directors in accordance with the By-Laws at the regular annual meeting of the Board of Directors as established by the By-Laws, to be held immediately following the annual meeting of the membership. The Board of Directors shall elect from among the members a President, Vice-President, Secretary, Treasurer and such other officers as it shall deem desirable, consistent with the corporate By-Laws. The President shall be elected from among the membership of the Board of Directors, but no other officer need be a Director.

ARTICLE VII BY-LAWS

The By-Laws of this corporation shall be adopted by the first Board of Directors and attached to the Condominium Declaration to be filed in the Public Records of Dade County, Florida, which By-Laws may be altered, amended or rescinded at any duly called meeting of the members in the manner provided by the By-Laws.

ARTICLE VIII OFFICERS

Subject to the direction of the Board, the affairs of the Association shall be administered by the officers designated in the By-Laws, who shall serve at the pleasure of said Board of Directors. The names and addresses of the officers who shall serve until the first election following the first annual meeting of the Board of Directors are as follows:

Alexandra Falchetti Padilla, 610, Michigan Avenue, Apartment No. 3, Miami Beach, Florida 33139; Idalmis M. Santana, 610 Michigan Avenue, Apartment No. 1, Miami Beach, Florida 33139;

~~_____~~ ~~_____~~ ~~_____~~ ~~_____~~ ~~_____~~

ARTICLE VIX AMENDMENTS

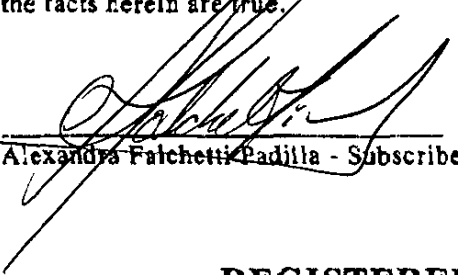
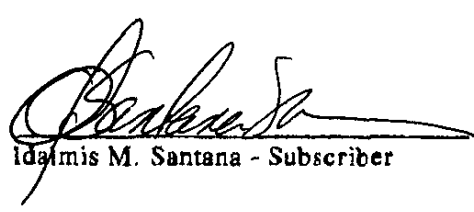
Section 1. Proposals for the alteration, amendment or rescission of these Articles of Incorporation which do not conflict with the Condominium Act or Declaration of Condominium may be made by a majority of the Board of Directors or a majority of the voting members. Such proposals shall set forth the proposed alteration, amendment or rescission, shall be in writing, filed by the Board of Directors or a majority of members, and delivered to the President, who shall thereupon call a Special meeting of the corporation not less than five (5) days nor later than sixty (60) days from receipt of the proposed amendment, the notice for which shall be given in the manner provided in the By-Laws. An affirmative vote of seventy-five per cent (75%) of the Board of Directors, and an affirmative vote of seventy-five per cent (75%) of all qualified votes of members of the corporation shall be required for the requested alteration, amendment or rescission.

Section 2. Any voting member may waive any or all of the requirements of this Article as to notice by the Secretary or proposals to the President for alteration, amendment or rescission of these Articles, either before, at or after a membership meeting at which a vote is taken to amend, alter or rescind these Articles in whole or in part.

ARTICLE VX INDEMNIFICATION

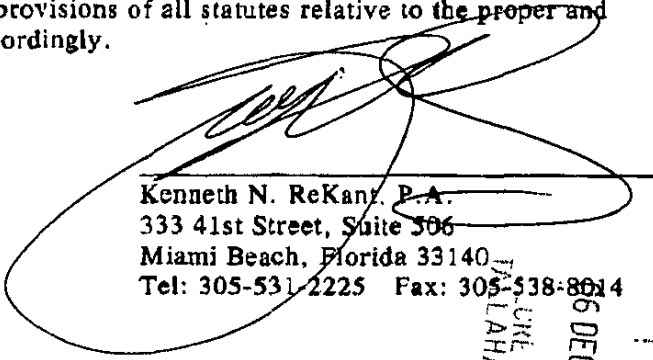
Every director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees reasonably incurred by or imposed upon him in connection with any proceeding or any settlement thereof, to which he may be a party, or in which he may become involved by reason of his being or having been a director or officer of the Association, 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 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 officers may be entitled.

THE UNDERSIGNED subscribing incorporators have set their hands and seals on the ____ day of December, 2006, for the purpose of forming this corporation under the laws of the State of Florida, and these subscribers hereby make and file in the office of the Secretary of State of Florida these Articles of Incorporation and certify under penalties of perjury, that the facts herein are true.


Alexandra Falchetti Padilla - Subscriber
Idalmis M. Santana - Subscriber**REGISTERED AGENT ACCEPTANCE**

AS THE REGISTERED AGENT chosen to accept service of process for the abovementioned corporation at the address set out below, I hereby accept to so act in this capacity and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties accordingly.

Dated on December 16, 2006.


Kenneth N. ReKant, P.A.
333 41st Street, Suite 506
Miami Beach, Florida 33140
Tel: 305-531-2225 Fax: 305-538-8014

This instrument was prepared by Kenneth N. ReKant, P.A.
333 41st Street, Suite 506, Miami Beach, Florida 33140

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

66 DEC 28 AM 10:23

FILED