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LAW OFFICES OF HENRY T. SORENSEN II, P.A.

9735 US HIGHWAY 19 • PORT RICHEY, FLORIDA 34668

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Via Federal Express

April 10, 2007

Florida Secretary of State  
Division of Corporations  
2661 Executive Center Circle  
Tallahassee, FL 32301

Re: Articles of Incorporation/The Estrada Center Condominium Association, Inc.

Dear Sir/Madam:

Enclosed please find the original Articles of Incorporation for The Estrada Center Condominium Association, Inc. I have enclosed a check in the amount of \$78.75 to cover the filing of the same, and for a certified copy to be returned to via the enclosed SASE. If you have any questions, please call.

Sincerely,



Henry T. Sorensen II, Esq.

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**ARTICLES OF INCORPORATION FOR  
THE ESTRADA CENTER CONDOMINIUM ASSOCIATION, INC.**

THE UNDERSIGNED INCORPORATOR, being a natural person competent to contract, for the purpose of forming a corporation not-for-profit under the laws of the State of Florida, does hereby adopt, subscribe and acknowledge the following Articles of Incorporation.

**Article I – Name**

The name of the corporation shall be THE ESTRADA CENTER CONDOMINIUM ASSOCIATION, INC. For convenience, the corporation shall be referred to in this document as the "Corporation" or "Association".

**Article II – Purpose and Powers**

- 2.1 **Purpose.** The purpose for which the Corporation is organized is to provide an entity for the operation and governance of The Estrada Center, A Condominium (the "Condominium"), located upon lands in Hillsborough County, Florida, said property being more fully described in the Declaration of Condominium ("Declaration") applicable hereto. The Corporation shall not be operated for profit and shall make no distribution of income to its members, directors or officers, except as may be otherwise prescribed by the Declaration.
- 2.2 **Powers.** The corporation shall have all of the common law and statutory powers of a not-for-profit corporation which are not in conflict with these Articles of Incorporation ("Articles"). The Corporation shall have all the powers and duties contemplated by the Declaration and the Florida Condominium Act, and such other documents as may exist from time to time which may affect the Condominium.

**Article III – Developer**

ANTHONY ESTRADA shall make and declare or has made and declared a certain Declaration of Condominium submitting to the condominium form of ownership certain property described therein under the terms set forth therein. The Condominium shall be known as THE ESTRADA CENTER, A CONDOMINIUM.

**Article IV - Term**

The term for which this Corporation shall exist shall be perpetual.

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#### **Article V – Incorporator**

The name and address of the incorporator of this Corporation is as follows:

Henry T. Sorensen II  
Law Offices of Henry T. Sorensen II, P.A.  
9735 U.S. Highway 19  
Port Richey, FL 34668

#### **Article VI – Officers**

The officers of the Corporation shall be a President, Vice-President, Secretary, Treasurer, and such other officers as the Board of Directors of the Corporation shall deem necessary. The officers of the Corporation shall be elected for a term of 1 year, and until a successor shall be elected and qualified by the Board of Directors at their annual meeting and in accordance with the provisions provided for in the Bylaws of the Corporation. All officers of the Corporation shall be Unit Owners in the Condominium. The names of the persons who shall serve as the first officers are:

<u>Title</u>	<u>Name</u>
President	Anthony Estrada
Vice-President	Rosa Estrada
Secretary	Rosa Estrada
Treasurer	Rosa Estrada

#### **Article VII – Directors**

The affairs of the Corporation shall be managed by a Board of Directors composed of not less than 3 directors, except as otherwise provided herein. The Developer shall be one of the directors at least until such time as at least 80% of the Units are non-developer owned. The first Board of Directors shall be comprised of 1 person who shall serve until such other parties are qualified and approved. The names and addresses of the members of the first Board of Directors is as follows:

<u>Name</u>	<u>Address</u>
Anthony Estrada	11025 Lynn Lake Circle Tampa, FL 33625

Notwithstanding anything in these Articles or the Bylaws to the contrary, the Developer shall be entitled to elect or designate from time to time all or a part of the directors that will manage the affairs of the Corporation until such time as the Developer is no longer entitled to elect or designate directors or a director by the Act or by this instrument.

### **Article VIII – Bylaws**

The initial Bylaws of the Corporation shall be attached as an exhibit to the Declaration for the Condominium and shall be adopted by the first Board of Directors.

### **Article IX – Members**

Membership in the Corporation shall automatically consist of and shall be limited to all of the record owners of Units in the Condominium. Transfer of Unit ownership, whether voluntary or involuntary, shall terminate membership in the Corporation and said membership is to become automatically vested in the transferee without the necessity for further execution of any documentation except as may be otherwise required by the Declaration. Each Unit in the Condominium shall be entitled to one vote in the Corporation on such issued as may be permitted by these Articles or the Declaration, regardless of how many persons and/or entities may jointly own such Unit. A conflict between the Units Owners of the same Unit in voting shall be deemed to have been “no vote” on any issue in which such Unit was permitted to vote.

### **Article X – Amendments**

Amendments to these Articles shall be made in the following manner:

- (a) The Board of Directors shall adopt a resolution setting forth the proposed amendment and, if there are other members of the Association, the Board shall direct that it be submitted to a vote at a meeting of the members, which may be either the annual or at a special meeting called for such purpose. If there are no other members of the Association, the amendment shall be adopted by a vote of the majority of the directors and the provisions for adoption by the members shall not apply.
- (b) Written notice setting forth the proposed amendment or a summary of the changes to be effected thereby shall be given to each member of record entitled to vote thereon within the time and manner provided in the Bylaws for the giving of notice of meetings to members. If the meeting is an annual meeting, the proposed amendment or summary may be included in the notice of such annual meeting.
- (c) At such meeting, a vote of the members entitled to vote thereon shall be taken on the proposed amendment. The proposed amendment shall be adopted upon receiving the affirmative vote of at least 60% of the total voting interests in the Association.

Notwithstanding the foregoing, no amendment to the Articles shall be valid which affects the rights and privileges provided to the Developer without the written consent of the Developer.

### **Article XI – Principal Place of Business**

The principal place of business of the Corporation is 11025 Lynn Lake Circle, Tampa, FL 33625, or at such other place as the Corporation deems appropriate.

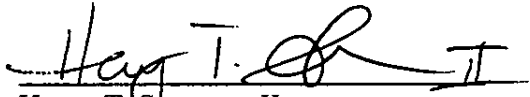
**Article XII – Indemnification**

The Corporation shall indemnify every director and every officer against all loss, cost, expense, damage or claims reasonably incurred connection with any action, suit or proceeding to which the officer or director may be made a party by reason of having been a director or officer of the Corporation, including reasonable attorney's fees and court costs, except as to matters in which there is a final adjudication by a court of competent jurisdiction that such director or officer was liable for or guilty of gross negligence or willful misconduct. The foregoing rights shall be in addition to and not exclusive of all other rights to which such director or officer shall be entitled.

**Article XIII – Registered Agent**

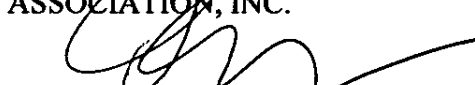
The Registered Agent for the Corporation shall be Henry T. Sorensen II, whose street address is c/o Law Offices of Henry T. Sorensen II, P.A., 9735 U.S. Highway 19, Port Richey, FL 34668.

IN WITNESS WHEREOF, the subscribing incorporator has hereunto set his hand and seal and caused the Articles of Incorporation to be executed as of this 17 day of April, 2007.

  
Henry T. Sorensen II

STATE OF FLORIDA  
COUNTY OF PALM

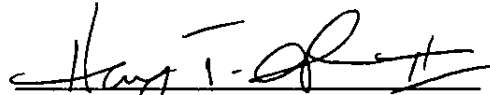
The foregoing instrument was acknowledged before me this 17 day of April, 2007, by Henry T. Sorensen II, being known to me to be the person executing the foregoing Articles of Incorporation for THE ESTRADA CENTER CONDOMINIUM ASSOCIATION, INC.

  
Notary Public, State of Florida  
My Commission Expires:



**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

The undersigned, having been named as the Registered Agent and to accept service of process for THE ESTRADA CENTER CONDOMINIUM ASSOCIATION, INC., hereby accepts the appointment as Registered Agent and agrees to act in such capacity, at the street address of c/o Law Offices of Henry T. Sorensen II, P.A., 9735 U.S. Highway 19, Port Richey, FL 34668. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the duties of such position, and is familiar with and accepts the obligations of the position as Registered Agent.

  
Print Name: Henry T. Sorensen II

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