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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
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Azure at South Beach Condominium
Association, Inc.

Signature

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Name

Date

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Courier

ARTICLES OF INCORPORATION OF
AZURE AT SOUTH BEACH CONDOMINIUM ASSOCIATION, INC.

WE, the undersigned, hereby associate ourselves together for the purpose of forming a Non-Profit Corporation under the laws of the State of Florida, pursuant to Florida Statutes 617 Et Seq. and hereby certify as follows:

ARTICLE I

The name of the Corporation shall be: **AZURE AT SOUTH BEACH CONDOMINIUM ASSOCIATION, INC.**
The corporation's address and mailing address is: 1656 COLLINS AVENUE, MIAMI, BEACH FLORIDA 33139

ARTICLE II

The general purpose of this Non-Profit Corporation shall be as follows: To be the "Association" (as defined in the Condominium Act of the State of Florida, F.S. 718 Et Seq.) for the operation of **AZURE AT SOUTH BEACH CONDOMINIUM**, to be created pursuant to the provisions of the Condominium Act, and as such Association, to operate and administer said Condominium and carry out the functions and duties of said Condominium Association, as set forth in the Declaration of Condominium establishing said Condominium and Exhibits annexed thereto.

ARTICLE III

All persons who are owners of condominium parcels within said Condominium shall automatically be members of this Corporation. Such membership shall automatically terminate when such person is no longer the owner of a condominium parcel. Membership in this Corporation shall be limited to such condominium parcel owner.

Subject to the foregoing, admission to and termination of membership shall be governed by the Declaration of Condominium that shall be filed for said Condominium among the Public Records of Miami Dade County, Florida.

ARTICLE IV

This Corporation shall have perpetual existence. *If the Association is dissolved, the surface water management system, property containing the surface water management system, and water management portions of common areas shall be conveyed to an agency of local government determined to be*

acceptable by the South Florida Water Management District. If the local government declines to accept the conveyance, then the surface water management system, property containing the surface water management system and water management portions of common areas shall be dedicated to a similar non-profit corporation.

ARTICLE V

The names and residences of the Subscribers to these Articles of Incorporation, are as follows:

<u>Name</u>	<u>Address</u>
HAIM VICTOR HAYON	1656 COLLINS AVENUE, MIAMI BEACH FLORIDA 33139
AMIR HAYUN	1355 WEST 44 PLACE SUITE 100, HIALEAH FLORIDA 33012
NISIM HAYON	1656 COLLINS AVENUE, MIAMI BEACH FLORIDA 33139

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 nor more than the number specified in the By-Laws. The Directors, subsequent to the first Board of Directors, shall be elected at the annual meeting of the membership, for a term of one year, or until their successors shall be elected and shall qualify. Provisions for such election, and provisions respecting the removal, disqualification and resignation of Directors, and for filling vacancies on the Directorate, shall be established by the By-Laws.

Section 2. The principal Officers of the Corporation shall be: President, Vice President and Secretary/Treasurer, who shall be elected from time to time in the manner set forth in the By-Laws adopted by the Corporation.

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 By-Laws, are as follows:

<u>Name</u>	<u>Office</u>
HAIM VICTOR HAYON	President
AMIR HAYUN	Secretary/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: HAIM VICTOR HAYON, AMIR HAYUN and

ARTICLE IX

The By-Laws of the Corporation shall initially be made and adopted by it's first Board of Directors.

Prior to the time the property described in Article II hereinabove has been submitted to Condominium ownership by the filing of the Declaration of Condominium, the By-Laws may be amended, altered, supplemented or modified by the membership at the Annual Meeting, or at a duly convened special meeting of the membership attended by a majority of the membership, by vote, as follows:

- A) If the proposed change has been approved by the unanimous approval of the Board of Directors, then it shall require only a majority vote of the total membership to be adopted.
- B) If the proposed change has not been approved by the unanimous vote of the Board of Directors, then the proposed change must be approved by three-fourths (3/4) of the total vote of the membership.

No amendment shall change the rights and privileges of the Developer referred to in said Declaration and Exhibits attached thereto without the applicable parties' written approval.

ARTICLE X

Amendments to these Articles of Incorporation may be proposed by any member or director and shall be adopted in the same manner as is provided for the amendment of the By-Laws as set forth in Article IX above. Said amendments shall be effective when a copy thereof, together with an attached certificate of it's approval by the membership, sealed with the Corporate Seal, signed by the Secretary or an Assistant Secretary, and executed and acknowledged by the President or Vice President, has been filed with the Secretary of State, and all filing fees paid.

ARTICLE XI

This corporation shall have all of the powers set forth in Florida Statute 617.021, all of the powers set forth in the Condominium Act of the State of Florida, and all powers granted to it by the Declaration of Condominium and Exhibits annexed thereto.

ARTICLE XII

There shall be no dividends paid to any of the members nor shall any part of the income of the corporation be distributed to it's Board of Directors or Officers. In the event there are any excess receipts over

disbursements, as a result of performing services, such excess shall be applied against future expenses, etc. The Corporation may pay compensation in a reasonable amount to its members, directors and officers for services rendered, may confirm benefits upon its members in conformity with its purposes, and upon dissolution or final liquidation, may make distribution to its members as is permitted by the Court having jurisdiction thereof, and no such payment benefit or distribution shall be deemed to be a dividend or distribution of income.

This Corporation shall issue no shares of stock of any kind or nature whatsoever. Membership in the Corporation and the transfer thereof, as well as the number of members, shall be upon such terms and conditions as provided for in the Declaration of Condominium and By-Laws. The voting rights of the owners of parcels in said Condominium property shall be as set forth in the Declaration of Condominium and/or By-Laws.

IN WITNESS WHEREOF, the Subscribers hereto have hereunto set their hands and seals this 1 day of June, 2007.

[Signature]
HAIM VICTOR HAYON

[Signature]
AMIR HAYUN

[Signature]
NISIM HAYON

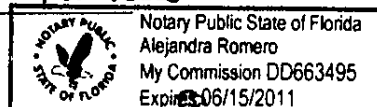
STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

The foregoing instrument was sworn to and subscribed before me in the County and State last aforesaid, this 1st day of June, 2007, by HAIM VICTOR HAYON, who personally appeared before me at the time of notarization and who is personally known to me or who has produced (type of identification) _____ as identification, and who acknowledged they executed the foregoing Articles of Incorporation for the purposes therein expressed.

My Commission Expires: 06/15/2011

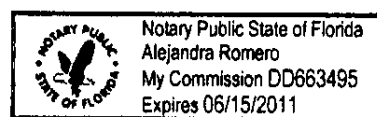
[Signature]
NOTARY PUBLIC (SEAL)
(print name) ALEJANDRA ROMERO

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)



The foregoing instrument was sworn to and subscribed before me in the County and State last aforesaid, this 1st day of June, 2007, by AMIR HAYUN, who personally appeared before me at the time of notarization, and who is personally known to me or who has produced (type of identification) FL DR LIC # S00-000-21-064-0 as identification, and who acknowledged they executed the foregoing Articles of Incorporation for the purposes therein expressed.

My Commission Expires:
06/15/2011



[Signature]
NOTARY PUBLIC (SEAL)
(print name) ALEJANDRA ROMERO

The foregoing instrument was sworn to and subscribed before me in the County and State last aforesaid, this 1 day of Jan, 2007, by NISIM HAYON, who personally appeared before me at the time of notarization and who is personally known to me or who has produced (type of identification) Driver's License as identification, and who acknowledged they executed the foregoing Articles of Incorporation for the purposes therein expressed.

NOTARY PUBLIC (SEAL)
(print name)

Gary V. Smith
Commission # DD516184
Expires March 12, 2010
Bonded Troy Plan Insurance, Inc. 800-385-7019

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

THAT AZURE AT SOUTH BEACH CONDOMINIUM ASSOCIATION, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH IT'S PRINCIPAL PLACE OF BUSINESS AT CITY OF MIAMI BEACH, STATE OF FLORIDA, HAS NAMED GARY V. SMITH, ESQ., LOCATED AT 1230 NW 7 STREET, MIAMI FLORIDA 331125, AS IT'S AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

AZURE AT SOUTH BEACH CONDOMINIUM
ASSOCIATION, INC.

By: 
HAIM VICTOR HAYON
TITLE: PRESIDENT

DATE: JUNE 1, 2007

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

By: 
GARY V. SMITH, ESQ.

DATE: JUNE 1, 2007

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2007 JUN 11 A 11:43
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TALLAHASSEE, FLORIDA