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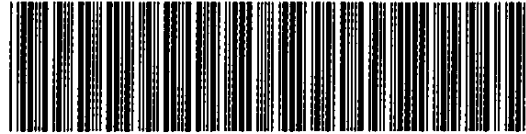
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2007-21-2



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***Providing Legal Services Exclusively to the Aviation Community***

July 13, 2007

Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Re: Crossroads Commerce Center Condominium Association, Inc.  
New Filing Not-For-Profit Corporation

To Whom It May Concern:

Enclosed please find original Articles of Incorporation for a new Florida Not-For-Profit Corporation: Crossroads Commerce Center Condominium Association, Inc., and my Trust Account check in the amount of \$78.70 to cover the filing fee and the cost of a Certificate of Good Standing. I have also enclosed a self addressed Federal Express Envelope in which I would appreciate it if you would return the recorded originals and the certificate.

Thank you for your attention to this matter. If you have any questions, please do not hesitate to call.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Charles R. Morgenstein', with a long horizontal line extending to the right.

Charles R. Morgenstein

Enc.

**ARTICLES OF INCORPORATION**

**OF**

**CROSSROADS COMMERCE CENTER CONDOMINIUM ASSOCIATION, INC.**

**FILED**  
2001 JUL 16 P 2:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We, the undersigned, for the purpose of forming a not-for-profit corporation in accordance with the laws of the State of Florida, acknowledge and file these Articles of Incorporation in the Office of the Secretary of State of Florida.

**I. NAME.**

The name of this corporation shall be **CROSSROADS COMMERCE CENTER CONDOMINIUM ASSOCIATION, INC.** For convenience, the corporation shall herein be referred to as the "Association".

**II. PURPOSES AND POWERS.**

The Association shall have the following powers:

A. To manage, operate and administer Crossroads Commerce Center Condominium (referred to herein as the "Condominium"), and to undertake the performance of, and to carry out the acts and duties incident to the administration of the Condominium in accordance with the terms, provisions, conditions and authorizations contained in these Articles, the Association's By-Laws and the Declaration of Condominium recorded among the Public Records of Miami-Dade County, Florida.

B. To borrow money and issue evidences of indebtedness in furtherance of any or all of the objects of its business; to secure the same by mortgage, deed of trust, pledge or other lien.

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

D. To establish By-Laws and Rules and Regulations for the operation of the Association by the Declaration of Condominium.

E. To contract for the management of the Condominium.

F. To acquire, own, operate, mortgage, lease, sell and trade property, whether real or personal, as may be necessary or convenient in the administration of the Condominium.

G. The Association shall have all of the common law and statutory powers and duties set forth in Chapter 718, Florida Statutes, as amended (the "Condominium Act") and the Declaration of Condominium for the Condominium and all other powers and duties reasonably necessary to operate the Condominium pursuant to its Declaration of Condominium, as the same may be amended from time to time.

### **III. MEMBERS.**

A. Each Unit Owner in the Condominium and the Subscribers to these Articles shall automatically be members of the Association. Membership of the Subscribers shall terminate upon the entire Board of Directors of the Association being selected by Unit Owners other than the Developer.

B. Membership, as to all members other than the Subscribers, shall commence upon the acquisition of record title to a unit as evidenced by the recording of a deed of conveyance amongst the Public Records of Miami-Dade County, Florida, or, as provided in the Declaration of Condominium, upon transfer of title upon the death of a member and membership shall terminate upon the divestment of title to said Unit.

C. On all matters as to which the membership shall be entitled to vote, there shall be only one vote for each Unit, as said term is defined in the Declaration of Condominium and the By-Laws.

D. 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 or her Unit.

### **IV. EXISTENCE.**

The Association shall have perpetual existence.

### **V. SUBSCRIBERS.**

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

NAME	ADDRESS
Philip J. Procacci	925 South Federal Highway, Suite 400 Boca Raton, Florida 33432
Michael Colodny	100 SE 3 <sup>rd</sup> Avenue, 23 <sup>rd</sup> Floor Fort Lauderdale, FL 33394-0002
Charles Morgenstein	8000 North Federal Highway, Suite 207 Boca Raton, Florida 33497-1681

### **VI. DIRECTORS.**

A. The Condominium and Association affairs shall be managed by a Board of Directors initially composed of three persons, in accordance with Article III of the Association's By-Laws.

B. The number of Directors to be elected, the manner of their election and their respective terms shall be as set forth in Article III of the Association's By-Laws.

The following persons shall constitute the initial Board of Directors and they shall hold office for the term and in accordance with the provisions of Article III of the Association's By-Laws:

NAME	ADDRESS
Leonard R. Markowitz	925 South Federal Highway, Suite 400 Boca Raton, Florida 33432
Debra Kremblas	925 South Federal Highway, Suite 400 Boca Raton, Florida 33432
Brad Kremblas	925 South Federal Highway, Suite 400 Boca Raton, Florida 33432

#### **VII. OFFICERS.**

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 of Officers pursuant to the provisions of the By-Laws are as follows:

NAME	TITLE	ADDRESS
Philip J. Procacci	President	925 South Federal Highway, Suite 400 Boca Raton, Florida 33432
Debra Kremblas	Vice President	925 South Federal Highway, Suite 400 Boca Raton, Florida 33432
Leonard R. Markowitz	Secretary/Treasurer	925 South Federal Highway, Suite 400 Boca Raton, Florida 33432

#### **VIII. BY-LAWS.**

The By-Laws of the Association shall be adopted by the initial Board of Directors. The By-Laws may be amended in accordance with the provisions thereof, except that no portion of the By-Laws may be altered, amended or rescinded in such a manner as would prejudice the rights of the Developer of the Condominium or mortgagees holding mortgages encumbering units in the Condominium, without their prior written consent.

#### **IX. AMENDMENTS TO ARTICLES.**

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

A. Notice of the subject matter of any proposed amendment shall be included in the notice of the meeting at which the proposed amendment is to be considered.

B. A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors, acting upon the vote of a majority of the Board of Directors, or by the members of the Association, having a majority of the votes in the Association. In order for any amendment or amendments

to be effective, same must be approved by an affirmative vote of 66-2/3% of the entire Board of Directors and by an affirmative vote of members having not less than 75% of the total votes in the Association.

C. No amendment shall make any changes in the qualifications for membership, nor in the voting rights of members of the Association, without approval in writing by all members and the joinder of all record owners of mortgages encumbering condominium Units. No amendment shall be made that is in conflict with the Condominium Act or the Declaration of Condominium.

D. A copy of each amendment adopted shall be filed within ten (10) days of adoption with the Secretary of State, pursuant to the provisions of the applicable Florida Statutes.

**X. INDEMNIFICATION.**

Every Director and every Officer of the Association shall be indemnified by the Association and by every member of the Association against all expenses and liabilities, including counsel fees reasonably incurred by or imposed upon the Director(s) or Officer(s) in connection with any proceeding or any settlement thereof to which the Director(s) or Officer(s) may be a party, or in which the Director(s) or Officer(s) may become involved by reason of the Director(s) or Officer(s) being or having been a Director or Officer of the Association, except in cases in which the Director(s) or Officer(s) is (are) adjudged guilty of willful misconduct in the performance of such Director's or Officer's duty; provided that, in the event of a settlement, the indemnification set forth herein shall apply only when the Board of Directors, exclusive or any Director(s) seeking indemnification, 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 of the rights to which such Director(s) or Officer(s) may be entitled.

**XI. INITIAL REGISTERED OFFICE, AGENT AND ADDRESS.**

The principal office of the Association shall be at: **925 South Federal Highway, Suite 400, Boca Raton, Florida 33432**, or at such other place, within or without the State of Florida, as may subsequently be determined by the Board of Directors. The initial registered office of the Association is at: **925 South Federal Highway, Suite 400, Boca Raton, Florida 33432**, and the initial registered agent at such office is **Philip J. Procacci**.

[signatures and notarizations on following page]

[remainder of page left blank intentionally]

IN WITNESS WHEREOF, we have hereunto set our hands and seals this \_\_\_\_ day of July, 2007.

Signed, Sealed and Delivered in the presence of:

Erin T. Siska  
Print Name: Erin T. Siska

Philip J. Procacci  
Philip J. Procacci

Jeannine Hanson  
Print Name: Jeannine Hanson

Erin T. Siska  
Print Name: Erin T. Siska

Michael Colodny  
Michael Colodny

Jeannine Hanson  
Print Name: Jeannine Hanson

Erin T. Siska  
Print Name: Erin T. Siska

Charles Morgenstein  
Charles Morgenstein

Jeannine Hanson  
Print Name: Jeannine Hanson

STATE OF FLORIDA:  
COUNTY OF BROWARD:

The foregoing instrument was acknowledged before me this 11 day of July, 2007, by Philip J. Procacci, who is personally known to me.



Pat McNab  
My Commission DD348813  
Expires November 13, 2008

Pat McNab  
Notary Public, State of Florida  
Print Name: PAT McNAB

STATE OF FLORIDA:  
COUNTY OF BROWARD:

The foregoing instrument was acknowledged before me this 11 day of July, 2007, by Michael Colodny, who is personally known to me.



Pat McNab  
My Commission DD348813  
Expires November 13, 2008

Pat McNab  
Notary Public, State of Florida  
Print Name: PAT McNAB

STATE OF FLORIDA:  
COUNTY OF BROWARD:

The foregoing instrument was acknowledged before me this 11 day of July, 2007, by Charles Morgenstein, who is personally known to me.



Pat McNab  
My Commission DD348813  
Expires November 13, 2008

Pat McNab  
Notary Public, State of Florida  
Print Name: PAT McNAB