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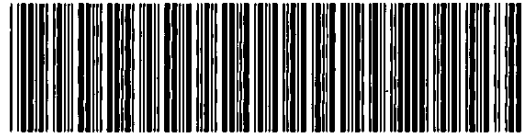
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TALLAHASSEE, FLORIDA

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Hepburn Avenue Condominium
Association, Inc.

Signature _____

Requested by: _____

Name _____

Date _____

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Will Pick Up _____

☒ Art of Inc. File _____

_____ LTD Partnership File _____

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_____ L.C. File _____

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_____ Art. of Amend. File _____

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_____ Dissolution / Withdrawal _____

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_____ Certificate of Fictitious Name _____

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_____ Vehicle Search _____

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_____ UCC 1 or 3 File _____

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_____ UCC 11 Retrieval _____

_____ Courier _____



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 17, 2007

CAPITAL CONNECTION, INC.
ATTN: WL

RE-SUBMIT
PLEASE OBTAIN THE ORIGINAL
FILE DATE

SUBJECT: HEPBURN AVENUE CONDOMINIUM ASSOCIATION, INC.
Ref. Number: W07000034029

We have received your document for HEPBURN AVENUE CONDOMINIUM ASSOCIATION, INC.. However, the document has not been filed and is being returned for the following:

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6934.

Loria Poole
Document Specialist
New Filing Section

Letter Number: 107A00045090

RE-SUBMIT
PLEASE OBTAIN THE ORIGINAL
FILE DATE

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DIVISION OF CORPORATIONS
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TO ACKNOWLEDGE
SUFFICIENCY OF FILING

FILED
2007 JUL 16 AM 10:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

HEPBURN AVENUE 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 Statute 617, and hereby certify as follows:

ARTICLE I

The name of this corporation shall be:

HEPBURN AVENUE CONDOMINIUM ASSOCIATION, INC.

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), for the operation of HEPBURN AVENUE CONDOMINIUM ASSOCIATION, INC., located at 908/910 Hepburn Ave., Lehigh Acres, Lee County, FL 33936 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, 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 the corporation shall be limited to such condominium parcel owners.

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 Lee County, Florida.

ARTICLE IV

This corporation shall have perpetual existence.

ARTICLE V

The names and residences of the subscribers to these Articles of Incorporation are as follows: ~~Russell Krivier~~ at 1930 E. Hollandale Beach Blvd, Hollandale, Florida
Rodan Krivorochko 33809

ARTICLE VI

Section 1. The affairs of the corporation shall be managed and governed by a Board of Administrators composed of not less than two nor more than the number specified in the bylaws. The administrators, subsequent to the first Board of Administrators, 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, and provisions respecting the removal, disqualification and resignation of administrators and for filling vacancies shall be established by the bylaws.

Section 2. The principal officers of the corporation shall be:

President/Treasurer: Russell Kriver
Secretary:

(the last two officers may be combined), who shall be elected from time to time, in the manner set forth in the bylaws 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 bylaws, are as follows:

Russell Kriver

ARTICLE VIII

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

Russell Kriver

ARTICLE IX

The bylaws of the corporation shall initially be made and adopted by its first Board of Administrators.

Prior to the time the property described in Article II herein above has been submitted to condominium ownership by the filing of the Declaration of Condominium, the bylaws may be amended, altered, supplemented or modified by the membership at the annual meeting, or at a duly convened special meeting of the membership by a vote of unit owners entitled to exercise sixty-seven percent (67%) or more of the total voting power of the Association. The method of election of directors is as stated in the bylaws.

ARTICLE X

Amendments to these Articles of Incorporation may be proposed by one-third of the members and shall be adopted in the same manner as is provided for the amendment of the bylaws as set forth in Article IX above. Said amendment(s) shall be effective when a copy thereof, together with an attached certificate of its 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, including the power to contract for the management of the condominium and recreational facilities.

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 its Board of Administrators or officers.

The corporation is organized and operated solely for administrative and managerial purposes. It is not intended that the corporation show any net earnings, but no part of any net earnings that do occur shall inure to the benefit of any private member. If, in any taxable year, the net income of the corporation from all sources other than casualty insurance proceeds and other nonrecurring items exceed the sum of (1) total common expenses for which payment has been made or liability incurred within the taxable year, and (2) reasonable reserves for common expenses and other liabilities in the next succeeding taxable year, such excess shall be held by the corporation and used to reduce the amount of assessments that would otherwise be required in the following year. For such purposes, each unit owner will be credited with the portion of any excess that is proportionate to his interest in the common elements of the condominium.

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 Bylaws. The voting rights of the owners of parcels in said condominium property shall be as set forth in the Declaration of Condominium and bylaws.

ARTICLE XIII

The street address of the initial registered office of this corporation is 1420 SE 47th Street, Cape Coral, FL 33904, and the name of the initial registered agent of this corporation at that address is Harold S. Eskin, Esq.

IN WITNESS WHEREOF, the subscribers hereto have hereunto set their hands and seals this 26 day of June 2007.

Signed, sealed and delivered
in the presence of:

X Jack F. Carpenter
(SEAL) JACK F. CARPENTER

Ruslan Krivoruchko
Ruslan Krivoruchko

✓ Stephanie Bellotto
(SEAL) Stephanie Bellotto

STATE OF FLORIDA
COUNTY OF LEE

BEFORE ME, the undersigned authority, personally appeared Ruslan Krivoruchko ~~RUSSELL KRIVER~~, who after being by me first duly sworn, acknowledged that they executed the foregoing Articles of Incorporation of HEPBURN AVENUE CONDOMINIUM ASSOCIATION, INC., a Florida corporation not for profit, for the purposes therein expressed.

WITNESS my hand and official seal, at the state and county aforesaid, this 26 day of June, 2007.

My Commission Expires: 6-2008

Miriam Tomassini
Notary Public



Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST, that, HEPBURN AVENUE CONDOMINIUM ASSOCIATION, INC., desiring to organize under the laws of the State of Florida, with the location of its condominium, as indicated in the Articles of Incorporation at City of Lehigh Acres, County of Lee, State of Florida, has named Harold S. Eskin located at 1420 SE 47th St., Cape Coral, FL as its agent to accept service of process within this state.

ACKNOWLEDGMENTS

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By _____

REGISTERED AGENT

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2007 JUL 16 AM 10:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA