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FLORIDA PROFIT/NON PROFIT CORPORATION

GABLES TOWNHOMES CONDOMINIUM ASSOCIATION, INC.

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**ARTICLES OF INCORPORATION  
OF  
GABLES TOWNHOMES CONDOMINIUM ASSOCIATION, INC.  
  
A CORPORATION NOT FOR PROFIT**

1. NAME. GABLES TOWNHOMES CONDOMINIUM ASSOCIATION, INC.

2. PURPOSE. The corporation is organized as a corporation not for profit under provisions of Chapter 617 of the Florida Statutes and is a Condominium Association as referred to and authorized by Chapter 718 of the Florida Statutes. The purpose for which the corporation is organized is an entity responsible for the operation of a Condominium in Miami-Dade County, Florida known as "Gables Townhomes Condominium". Such condominium is herein called "Condominium" and the Declaration of Condominium whereby the same has or will be created is herein called "Declaration".

3. MEMBERS. 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 owners.

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.

4. TERM. The existence of the corporation shall be perpetual unless the Condominium is terminated pursuant to the provisions of its Declaration and in the event of such termination, the corporation shall be dissolved in accordance with law.

5. NAMES AND RESIDENCE OF SUBSCRIBERS. The names and residences of the subscribers to these Articles of Incorporation are:

CARLOS VALERA	141 Sevilla
MARISABEL VALERA	Coral Gables, FL 33134
GEORGE M. SANTAMARINA	

6. DIRECTORS AND OFFICERS. The affairs of the corporation shall be managed and governed by a Board of Directors composed of three (3) members. The Directors, subsequent to the first Board of Directors, 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 action, and provisions respecting the removal, disqualification and resignation of Directors and for filling vacancies on the directorate, shall be established by the By-Laws.

The principal officers of the corporation shall be:

President  
Secretary/Treasurer

who shall be elected from time to time in the manner set forth in the By-Laws adopted by the Corporation.

7. NAMES OF OFFICERS. 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:

141 Sevilla Coral Gables, FL 33134

PRESIDENT CARLOS VALERA  
SECRETARY/TREASURER MARISABEL VALERA

8. BOARD OF DIRECTORS. 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.

CARLOS VALERA 141 Sevilla  
MARISABEL VALERA Coral Gables, FL 33134  
GEORGE M. SANTAMARINA

9. BY-LAWS. The original By-Laws are to be made by the Board of Directors and/or Declarer under the above mentioned Declaration. Prior to the time that the property mentioned in paragraph 2 above, has been submitted to Condominium ownership by the filing of the Declaration of Condominium, such first Board of Directors shall have full power to amend, alter or rescind the By-Laws by a majority vote.

- (a) Notice of the meeting shall contain a statement of the proposed Amendment;
- (b) The amendment has received the unanimous approval of the full Board of Directors;
- (c) No modification of or amendment to these By-Laws shall be valid unless set forth in or annexed to a duly recorded amendment to the Declaration of Condominium to which these By-Laws are attached, and otherwise comply with §718.112 (2) (f), Florida Statutes (1977).

10. AMENDMENT OF ARTICLES. 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 paragraph nine (9) above. Said amendment 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 President and the Secretary or the Assistant Secretary, and acknowledged by them, has been filed with the Secretary of State, and all filing fees paid.

11. POWERS. This corporation shall have all of the powers set forth in Florida Statute 617.021 and all of the powers of an association as set forth in the Condominium Act of the State of Florida and all powers granted to it by the Declaration of Condominium and exhibits attached thereto, including the power to contract for the management of the condominium. The corporation, or its manager shall operate and manage the condominium in accordance with the sense, meaning, direction, purpose and intent of the Declaration as the same may from time to time be amended and to otherwise perform, fulfill and exercise the powers, privileges, options, rights, duties, obligations and responsibilities entrusted to or delegated to it by the Declaration and/or By-Laws.

12. COMPENSATION. 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 Directors or Officers. In the event there are any excess receipts over disbursements as a result of performing services, such excess shall be either refunded to the owners or kept by the Association and applied against the Association's expenses for the following year as shall be determined by a vote of the unit owners subject to approval by the Board of Directors of the Association. The corporation may pay compensation in a reasonable amount to its Members, Directors and Officers for services rendered, may confer 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 thereto, 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 condominium 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 or By-Laws.

13. PRINCIPAL OFFICE AND REGISTERED AGENT. The principal office of the corporation shall be located at 141 Sevilla, Coral Gables, Florida 33134 but the corporation may maintain offices and transact business in such other places within or without the State of Florida as may from time to time be designated by the Board of Directors.

The Registered Agent of the corporation shall be CARLOS VALERA, 141 Sevilla, Coral Gables, Florida 33134 for the purpose of accepting service of process for the above stated corporation.

CARLOS VALERA, having been named to accept service of process for the above corporation, hereby agrees to act in such capacity and agrees to comply with the provisions of all statutes relative to the proper and complete performance of his duties.



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CARLOS VALERA

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IN WITNESS WHEREOF, the subscribers hereto have herunto set their hands and seals this 15 day of Jan, 2008.

In the presence of:

As to all subscribers

[Signature]  
[Signature]

[Signature]  
CARLOS VALERA  
[Signature]  
MARISABEL VALERA  
[Signature]  
GEORGE M. SANTAMARINA

STATE OF FLORIDA  
COUNTY OF MIAMI-DADE

BEFORE ME, the undersigned authority, personally appeared CARLOS VALERA, MARISABEL VALERA and GEORGE M. SANTAMARINA, who are personally known to me or who provided \_\_\_\_\_ as identification.

[Signature]  
NOTARY PUBLIC

My Commission expires:



Prepared by: George M. Santamarina, P.A.  
13831 SW 59th Street, Suite 203  
Miami, FL 33183  
305-408-6250  
Florida Bar No. 267961

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