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Page 1 of 1

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FLORIDA PROFIT/NON PROFIT CORPORATION

COASTAL ROOSEVELT OFFICE PARK CONDOMINIUM ASSOCIATION,

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**ARTICLES OF INCORPORATION**  
**of**  
**COASTAL ROOSEVELT OFFICE PARK**  
**CONDOMINIUM ASSOCIATION, INC.**

I, the undersigned, by and under the provisions of statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation not-for-profit, do hereby declare as follows:

**ARTICLE I - NAME OF CORPORATION**

The name of this corporation shall be COASTAL ROOSEVELT OFFICE PARK CONDOMINIUM ASSOCIATION, INC., hereinafter referred to as the Association.

**ARTICLE II - GENERAL NATURE OF BUSINESS**

The general nature of the business to be conducted by the Association shall be the operation and management of the affairs and property of the condominium known as COASTAL ROOSEVELT OFFICE PARK, A CONDOMINIUM, located at 12450 Roosevelt Boulevard, St. Petersburg, Florida, and to perform all acts provided in the Declaration of Condominium of said condominium and the Condominium Act, Chapter 718, Florida Statutes (2006).

**ARTICLE III - POWERS**

The Association shall have all of the statutory powers of a corporation not-for-profit and all of the powers and duties set forth in the Condominium Act and the Declaration of Condominium of Coastal Roosevelt Office Park, A Condominium. As more particularly set forth in the Declaration of Condominium of Coastal Roosevelt Office Park, A Condominium, the Association may enter into lease agreements and may acquire and enter into agreements acquiring leasehold, membership, and other possessory or use interests for terms up to and including ninety-nine (99) years (whether or not such interests relate to property contiguous to the land of the condominium) intended to provide for the enjoyment, recreation, or other use or benefit of the Association members, including but not limited to the lease of recreation areas and facilities. In addition, the Association shall have the power to operate and maintain common property, specifically including, without limitation, any surface water management system as permitted by the Southwest Florida Water Management District, including all lakes, retention areas, water management areas, ditches, culverts, structures and related appurtenances.

#### ARTICLE IV - MEMBERS

All persons or entities owning a vested present interest in the fee title to a condominium unit in Coastal Roosevelt Office Park, A Condominium, which interest is evidenced by a duly recorded proper instrument in the Public Records of Pinellas County, Florida, shall be members of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall terminate automatically and immediately at the time a member's vested interest in the fee title terminates, except that upon the termination of the condominium, the membership of a unit owner who conveys the unit to the trustee as provided in the Declaration of Condominium shall continue until the trustee makes a final distribution of such unit's share of the funds collected and held by the trustee.

After the Association approves of a conveyance of a unit as provided in the Declaration of Condominium, the change of membership in the Association shall be evidenced in the Association records by delivery to the Association of a copy of the recorded deed or other instrument of conveyance.

Membership shall be appurtenant to and shall not be separated from ownership of the unit.

Prior to the recording of the Declaration of Condominium of Coastal Roosevelt Office Park, a Condominium, the subscriber hereto shall constitute the sole member of the Association.

#### ARTICLE V - VOTING RIGHTS

The voting rights for the two (2) Units are as follows:

Unit 1	85 votes
Unit 2	<u>15</u> votes

Total Votes = 100

When more than one person or entity owns a unit in the condominium, the vote(s) for that unit shall be exercised as they, among themselves, determine, but in no event shall more than the votes allocated to that unit be cast with respect to any particular unit, and the vote(s) will not be divided among the owners of any particular unit.

#### ARTICLE VI - INCOME DISTRIBUTION

No part of the income of the Association shall be distributable to its members, except as compensation for services rendered.

### ARTICLE VII - EXISTENCE

The Association shall exist perpetually unless dissolved according to law. If the Association is dissolved, any property consisting of the surface water management system shall be conveyed to an appropriate agency of local government and, if not accepted, then the surface water management system shall be dedicated to a similar non-profit corporation.

### ARTICLE VIII - REGISTERED OFFICE, REGISTERED AGENT, PRINCIPAL PLACE OF BUSINESS

The registered office of the Association shall be at 29750 U.S. Highway 19 North, Suite 201, Clearwater, Florida 33761, and the registered agent at such address shall be Jason K. Lesser, until such time as another registered agent is appointed by resolution of the board of directors. The initial principal place of business of the Association shall be 29750 U.S. Highway 19 North, Suite 200, Clearwater, Florida 33761.

### ARTICLE IX - NUMBER OF DIRECTORS

The business of the corporation shall be conducted by a board of directors which shall consist of not less than three (3) and not more than five (5) persons, as shall be designated by the Bylaws.

### ARTICLE X - BOARD OF DIRECTORS AND OFFICERS

The names and mailing addresses of the initial board of directors and officers are as follows:

<u>Name</u>	<u>Address</u>
Jason K. Lesser	29750 U.S. Hwy. 19 N, Suite 201 Clearwater, FL 33761
Marsha Lesser	29750 U.S. Hwy. 19 N, Suite 201 Clearwater, FL 33761
Douglas Zelman	29750 U.S. Hwy. 19 N, Suite 201 Clearwater, FL 33761

The directors shall not be compensated by the Association for their services as directors.

#### ARTICLE XI - RECALL AND REMOVAL OF DIRECTORS

Subject to the provisions of Article XIII hereof, and the provisions of the Florida Condominium Act, Chapter 718, Florida Statutes, and the rules and regulations promulgated pursuant thereto, directors may be recalled from office with or without cause, by the affirmative vote of a majority of the voting interests of the Association.

#### ARTICLE XII - INDEMNIFICATION OF OFFICERS AND DIRECTORS

All officers and directors shall be indemnified by the Association to the maximum extent required and allowed by Florida law. The Association may purchase and maintain insurance on behalf of all officers and directors against any liability asserted against them or incurred by them in their capacity as officers and directors or arising out of their status as such.

#### ARTICLE XIII - BYLAWS

The first Bylaws of the Association shall be adopted by the board of directors and may be altered, amended or rescinded in the manner provided in such Bylaws.

#### ARTICLE XIV - SUBSCRIBER

The name and street address of the subscriber to these Articles of Incorporation is as follows:

Name

Address

Jason K. Lesser

29750 U.S. Hwy. 19 N, Suite 201  
Clearwater, FL 33761

#### ARTICLE XV - AMENDMENT

These Articles of Incorporation may be amended as set forth in Chapter 617, Florida Statutes; provided, however, that any such amendment shall be approved by at least seventy-five percent (75%) of the voting interests of the Association. Until the election of a majority of the directors by unit owners other than Developer, no amendment shall be effective without the written consent of the Developer.

The undersigned, being the Incorporator of this corporation, for the purpose of forming this corporation not for profit under the laws of the State of Florida, has executed these Articles of Incorporation this 28<sup>th</sup> day of March, 2008.


  
Jason K. Lesser

STATE OF FLORIDA       )  
COUNTY OF PINELLAS    )

The foregoing instrument was acknowledged before me, a notary public authorized to take acknowledgments in the State and County set forth above, this by JASON K. LESSER, (✓) who is personally known to me, or ( ) who has produced his driver's license as identification, and who did not take an oath, and he acknowledged to and before me that he executed said Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal this 28<sup>th</sup> day of March, 2008, in the aforesaid County and State.

NOTARY PUBLIC

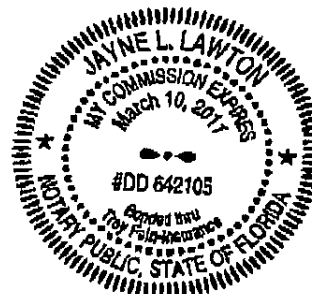
  
Signature of Notary Public

JAYNE L. LAWTON

Printed Name of Notary Public

Commission Number:

My Commission Expires:



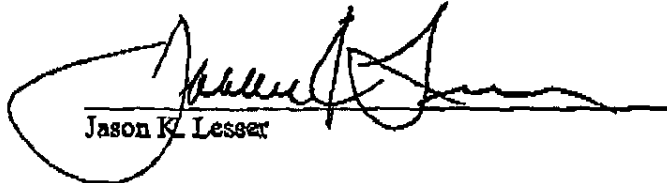
**CERTIFICATE DESIGNATING REGISTERED AGENT  
AND STREET ADDRESS FOR SERVICE OF PROCESS  
WITHIN FLORIDA**

Pursuant to Section 48.091, Florida Statutes, COASTAL ROOSEVELT OFFICE PARK CONDOMINIUM ASSOCIATION, INC., a Florida corporation not for profit, desiring to organize under the laws of the State of Florida, hereby designates JASON K. LESSER, whose address is 29750 U.S. Hwy. 19 N, Suite 201, Clearwater, FL 33761, as its Registered Agent to accept service of process within the State of Florida.

**ACCEPTANCE BY REGISTERED AGENT**

Having been named Registered Agent and designated to accept service of process for the above named corporation, at the place designated herein, 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 as Registered Agent.

Dated the 28<sup>th</sup> day of March, 2008.

  
Jason K. Lesser

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