

NO8000003441

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H08000090095 3)))



H080000900953ABC+

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : WHWW, INC.
Account Number : I20060000124
Phone : (407) 246-6584
Fax Number : (407) 645-3728

RECEIVED APR - 8 2008

FLORIDA PROFIT/NON PROFIT CORPORATION

MURPHY-JONES BUSINESS PARK CONDOMINIUM ASSOCIATION,

Certificate of Status	1
Certified Copy	1
Page Count	09
Estimated Charge	\$87.50

Electronic Filing Menu

Corporate Filing Menu

Help

FILED
2008 APR - 8 AM 10:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H080000900953

**ARTICLES OF INCORPORATION
OF
MURPHY-JONES BUSINESS PARK CONDOMINIUM
ASSOCIATION, INC.**

002/010
FILED
2008 APR -8 AM 10:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a not-for-profit corporation under the Florida Not-For-Profit Corporation Act (Chapter 617 of the Florida Statutes), adopts the following Articles of Incorporation for the corporation ("Articles").

ARTICLE I

NAME

The name of the corporation shall be **MURPHY-JONES BUSINESS PARK CONDOMINIUM ASSOCIATION, INC.**, hereinafter referred to as the "**Association**."

ARTICLE II

Principal Office

The principal office of the Association shall be located at 5113 Forsyth Commerce Road, Orlando, Florida 32807. The Board may from time-to-time designate another address for the principal office of the Association.

ARTICLE III

Definitions

The terms used in these Articles shall have the same definitions and meanings as those set forth in the Declaration of Condominium of Forsyth Commerce Road Business Park, a Condominium (the "Declaration"), recorded or to be recorded in the Public Records of Orange County, Florida, unless herein provided to the contrary, or unless the context otherwise requires.

ARTICLE IV

Purpose

The purpose for which the Association is organized is to provide an entity pursuant to the Florida Condominium Act (the "Act") as it exists on the date hereof for the operation of that certain condominium located in Orange County, Florida, known as the **MURPHY-JONES BUSINESS PARK**, a condominium (the "**Condominium**").

ARTICLE V

General Powers

The Association shall have all of the powers and duties reasonably necessary to operate and maintain the Association, including, but not limited to, the following:

H080000900953

H080000900953

A. General. All of the common law and statutory powers of a corporation not for profit under the laws of Florida that are not in conflict with the provisions of these Articles, the Declaration, the Bylaws or the Act.

B. Enumeration. The Association shall have the powers and duties set forth in the Act except as limited by these Articles, the Bylaws, and the Declaration (to the extent that they are not in conflict with the Act) and all of the powers and duties reasonably necessary or convenient to operate the Condominium under the Declaration and as more particularly described in the Bylaws, as they may be amended from time to time, including, but not limited to, the following:

1. To establish, levy, collect and enforce payment of all fees, dues, charges or assessments pursuant to the terms of the Declaration or the Bylaws for all of the purposes of the Association,
2. To pay all expenses incident to the conduct of the business of the Association,
3. To promulgate, amend and enforce rules, regulations, bylaws, covenants, restrictions and agreements for the maintenance, conservation, drainage and use of the Condominium Property and for the health, comfort, safety and welfare of the Unit Owners,
4. To purchase, lease, hold, sell, mortgage or otherwise acquire or dispose of real or personal property and to enter into, make perform or carry out contracts of every kind with any person, firm corporation or association,
5. To charge recipients for services rendered by the Association and the user for the use of Association property where such is deemed appropriate by the Association,
6. To pay taxes and other charges, if any, on or against any property owned, used or accepted by the Association,
7. To borrow money and to make, accept, endorse, execute and issue debentures, promissory notes or other obligations of the Association for money borrowed or in payment for property acquired or for any of the other purposes of the Association, and to secure the payments for such obligations by mortgages, pledges or other instruments of trust by liens upon or assignment of or agreement in regard to all or any part of the property rights or privileges of the Association,
8. To maintain, repair, replace, reconstruct, add to and operate the Condominium Property, and to contract for the management and maintenance of same,
9. To maintain, operate, repair and reconstruct the surface water and storm water management system to provide drainage, water storage, conveyance

H080000900953

H080000900953

or other surface water and stormwater management capabilities as permitted by the St. Johns River Water Management District. Any repair or reconstruction of the surface water and stormwater management system shall be as permitted, or if modified, as approved, by the St. Johns River Water Management District,

10. To purchase insurance upon the Condominium Property and insurance for the protection of the Association, its officers, directors and Unit Owners, as required by the Declaration,
11. To enforce by legal means the provisions of the Act, the Declaration, the Articles, the Bylaws, and the Rules and Regulations for the use of the Condominium Property.

ARTICLE VI

Membership

- A. The members of the Association shall consist of all of the record title owners of Units in the Condominium from time to time, and, after termination of the Condominium, shall consist of those who are members at the time of the termination and their successors and assigns.
- B. On all matters upon which the membership is entitled to vote, the Unit Owners shall be entitled to cast one (1) vote per square foot of Unit Area owned (said Unit Area per Unit being calculated and established as set forth in Section 4.2 of the Declaration), which vote shall be cast in the manner provided by the Declaration and Bylaws. The vote of a Unit Owner shall not be divisible, however, the Voting Interest of a Unit Owner may be divisible (by way of example, not limitation, a single vote may not be divided, however, a Unit Owner with, say, a Unit Area of 10,000 square feet would be entitled to cast 10,000 votes entirely or in parts (3,000 votes to Candidate X, 2,000 votes to Candidate Y, and 5,000 to Candidate Z)).
- C. The share of a member in the funds and assets of the Association cannot be assigned, encumbered, hypothecated, subjected to a security interest, or transferred in any manner, except as an appurtenance to the Unit for which that share is held.

ARTICLE VII

Board of Directors

- A. The property, business, and affairs of the Association shall be managed by a Board of Directors, who need not be owners. The initial Board of Directors shall consist of four (4) directors who shall hold office until the election of their

H080000900953

H080000900953

successors. Thereafter, the manner of election or appointment of directors and their terms of office shall be as provided in the Bylaws.

B. In addition to those other responsibilities specified herein the Board of Directors shall provide the following services as and when deemed necessary or appropriate by the Board of Directors and shall have easement rights necessary to perform same:

1. All maintenance and repair of the surface water and stormwater management system, and all improvements related thereto.
2. Conducting business of the Association, including arranging for ancillary administrative services such as legal, accounting, financial, and communication services such as informing Unit Owners of activities, meetings, and other important events.
3. Purchasing insurance as may be required hereby or by the Bylaws and any other insurance to the extent deemed necessary or desirable by the Board of Directors which insurance policies shall be in the name of the Association, individually and as agent for the Unit Owners covered by the policies, without naming them, and as agents for their mortgagees, without naming them.

C. The owners and addresses of the members of the first Board of Directors, who shall hold office until their successors are elected or appointed and have qualified as provided in the Bylaws, are as follows:

Director	Christopher C. Murphy 5113 Forsyth Commerce Road Orlando, Florida 32807
----------	---

Director	Garry I. Jones 3300 University Boulevard Winter Park, Florida 32792
----------	---

Director	Isis P. Jones 3300 University Boulevard Winter Park, Florida 32792
----------	--

Director	Kristina L. Murphy 5113 Forsyth Commerce Road Orlando, Florida 32807
----------	--

H080000900953

ARTICLE VIII

Officers

- A. The affairs of the Association shall be administered by the officers designated in the Bylaws. Officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Association and shall serve at the pleasure of the Board of Directors. The position of any officer who resigns or is removed from service during his or her term shall be filled on an interim basis by the Board of Directors until the next election.
- B. The names and addresses of the initial officers who shall serve until their successors are elected by the Board of Directors are:

President	Christopher C. Murphy 5113 Forsyth Commerce Road Orlando, Florida 32807
-----------	---

Vice President	Garry I. Jones 3300 University Boulevard Winter Park, Florida 32792
----------------	---

Secretary	Isis P. Jones 3300 University Boulevard Winter Park, Florida 32792
-----------	--

Treasurer	Kristina L. Murphy 5113 Forsyth Commerce Road Orlando, Florida 32807
-----------	--

ARTICLE IX

Corporate Existence

The corporation shall have perpetual existence.

ARTICLE X

Bylaws

The Board of Directors shall adopt the Bylaws, which may be amended, altered or rescinded by the Board in a manner provided in the Bylaws.

H080000900953

ARTICLE XI**Indemnification of Officers and Directors**

Each and every officer and director of this Association shall be indemnified by the Association against all costs, expenses, and liabilities, including legal fees reasonably incurred by or imposed upon such officer or director in connection with any claim, demand or proceeding to which such officer or director may be a party or in which such officer or director may become involved by reason of his being or having been an officer or director of this Association whether or not such person is an officer or director at the time such expenses are incurred, provided, however, if such officer or director is adjudged guilty of willful malfeasance or willful malfeasance in the performance of the duties of such officer or director, the Association shall not indemnify such officer or director. In the event of a settlement of any claim or proceeding, the indemnification herein provided shall be applicable only when the Board of Directors shall approve such settlement and shall determine that such indemnification shall be in the best interest of the officer or director and the Association. The Association may purchase such insurance policies as the Board of Directors shall deem appropriate to provide such indemnification. The foregoing right of indemnification shall be in addition to, but not exclusive of, any and all other rights to which such officer or director may be entitled.

ARTICLE XII**Dissolution**

The Association may be dissolved only upon the termination of the Condominium as provided in the Declaration of Condominium.

ARTICLE XIII**Amendment of Articles of Incorporation**

These Articles may be altered, amended or repealed in the following manner:

- A. Notice of the proposed amendment shall be included in the notice of any meeting in which a proposed amendment is considered.
- B. Any amendment which alters any provision relating to the surface water and stormwater drainage management system, beyond maintenance and/or repairs to its original condition, including the water management portions of the Common Elements, must have prior written approval of the St. Johns River Water Management District, which approval shall be in recordable form and recorded in the Public Records of the County in which the Property is located.
- C. A resolution for the adoption of the proposed amendment may be proposed either by the Board or by the members of the Association. Approval of a proposed amendment must be by seventy-five percent (75%) approval of the Board of Directors of the Association and seventy-five percent (75%) of the votes entitled to be cast by members.

H080000900953

ARTICLE XIV

Registered Agent: Registered Office

The registered agent of the Association to accept service of process in this state and who shall serve until replaced by the Board shall be Christopher C. Murphy, whose address is as follows: 5113 Forsyth Commerce Road, Orlando, Florida 32807.

ARTICLE XV

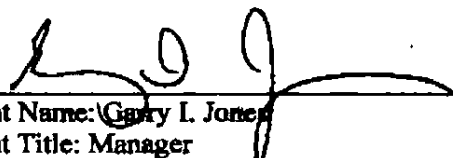
Incorporator

The name and address of the incorporator to these Articles of Incorporation is:

BRIGHT AND SHINY PROPERTIES, LLC
3300 University Boulevard, Suite 160
Winter Park, Florida 32792

IN WITNESS WHEREOF, the incorporator has hereunto affixed its signature this
8th day of April, 2008.

BRIGHT AND SHINY PROPERTIES, LLC

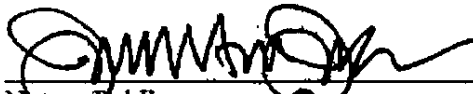
By: 
Print Name: Gary L. Jones
Print Title: Manager

By: 
Print Name: Christopher C. Murphy
Print Title: Manager

H080000900953

STATE OF FLORIDA
COUNTY OF ORANGE


The foregoing instrument was acknowledged before me on 4/8, 2008, by GARRY I. JONES, as Manager of **BRIGHT AND SHINY PROPERTIES, LLC**, a Florida limited liability company, on behalf of the company. Such officer is personally known to me or has produced a valid driver's license as identification.


Notary Public
Print Name: Jennifer Ann Jones

My Commission Expires:

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me on April 8, 2008, by CHRISTOPHER C. MURPHY, as Manager of **BRIGHT AND SHINY PROPERTIES, LLC**, a Florida limited liability company, on behalf of the company. Such officer is personally known to me or has produced a valid driver's license as identification.


Notary Public
Print Name: Jennifer Ann Jones

My Commission Expires



H080000900953

H080000900953

DESIGNATION OF REGISTERED AGENT

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

That **MURPHY-JONES BUSINESS PARK CONDOMINIUM ASSOCIATION, INC.**, a Florida corporation, desiring to organize under the laws of the State of Florida, with its principal office in the County of Orange, State of Florida, as indicated in the Articles of Incorporation, has named Christopher C. Murphy, whose address is 5113 Forsyth Commerce Road, Orlando, Florida 32807, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service or process for the above stated corporation, at the 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.


Christopher C. Murphy

2008 APR -8 AM 10:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA