

N08000005899

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



000131383670

06/18/08--01022--017 **78.75

RECEIVED
08 JUN 18 AM 11:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
2008 JUN 18 PM 1:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CS.6-20

ATTORNEYS' TITLE

Requestor's Name

1965 Capital Circle NE, Suite A

Address

Tallahassee, FL 32308

City/St/Zip

850-222-2785

Phone #

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1- First National Bank Condominium Association, Inc.

2-

3-

4-

☒ Walk-in

☐ Pick-up time ASAP

☒ Certified Copy

☐ Mail-out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS

<input type="checkbox"/>	Profit
<input checked="" type="checkbox"/>	Non-Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS

<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS

<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION

<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 19, 2008

ATTORNEYS' TITLE

SUBJECT: FIRST NATIONAL BANK CONDOMINIUM ASSOCIATION, INC.
Ref. Number: W08000029700

We have received your document for FIRST NATIONAL BANK CONDOMINIUM ASSOCIATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Written approval and clearance of the words BANK, BANC, BANCO, BANQUE, BANKER, BANKING, TRUST COMPANY, SAVINGS AND LOAN ASSOCIATION, SAVINGS BANK or CREDIT UNION, or words of similar import in any context or any manner must be obtained from the Office of Financial Regulation, pursuant to section 655.922(2a), Florida Statutes.

Enclosed is a "Corporate Name Approval Request" form to be completed and sent to the address indicated on the form. If the proposed name is approved by the Office of Financial Institutions, resubmit the document and the approval letter to the Division of Corporations for filing. The Office of Financial Institutions' phone number is 850-410-9800.

Please return the corrected 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) 245-6047.

Carolyn Lewis
Regulatory Specialist II
New Filing Section

Letter Number: 208A00037275

RECEIVED
08 JUN 20 AM 11:36
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

OFFICE OF FINANCIAL REGULATION

CORPORATE NAME APPROVAL REQUEST

Pursuant to Section 655.922, Florida Statutes, no person other than a financial institution shall in this state transact business under any name or title that contains the words "bank," "banker," "banking," "trust company," "savings and loan association," "savings bank," or "credit union," or words of similar import, in any context or in any manner.

A proposed corporate name should be definitive enough to differentiate the business to be conducted from that of a commercial bank, trust company, savings and loan association, savings bank, or credit union. For example, a mortgage-related business should use the word "mortgage" in its corporate name.

In order for OFR to consider your request for approval to use "bank," "banker," "banking," "trust company," "savings and loan association," "savings bank," or "credit union," or words of similar import, in any context or in any manner in your corporate title, and issue a no objection letter, please provide the following information:

- The corporate name proposed is:
First National Bank Condominium Association, Inc
- The nature of the business to be transacted:
Commercial Condominium association
- The proposed business will be located at:
3560 Kraft Rd, Naples FL 34105 239-591-6673
Street Address City State Zip Code Telephone
- List the principals involved in the proposed company:
owners of units - current Directors
Gary L. Tice
JD Clinton
Robert T. Reichert

	Name	Address	Telephone
Contact Person:	Tracy L Coghill	3080 Tamiami Tr E Naples FL 34112	(239) 649-4900

Return to:

Deputy Director
Office of Financial Regulation
200 East Gaines Street
Tallahassee, Florida 32399-0371
(850) 410-9111 (850) 410-8548 (fax)



OFFICE OF FINANCIAL REGULATION

DON B. SAXON
COMMISSIONER

FINANCIAL SERVICES
COMMISSION

CHARLIE CRIST
GOVERNOR

BILL MCCOLLUM
ATTORNEY GENERAL

ALEX SYK
CHIEF FINANCIAL OFFICER

CHARLES BRONSON
COMMISSIONER OF
AGRICULTURE

June 20, 2008

Tracy L. Coghill, Esquire
Treiser-Collins Attorneys at Law
3080 Tamiami Trail East
Naples, Florida 34112


Dear Ms. Coghill:

Re: First National Bank Center, Inc.

Thank you for your recent letter/fax requesting approval for use of the above-referenced name.

It is the opinion of this Office that the above-referenced corporate name is definitive enough to differentiate the business being conducted from that of a commercial bank or trust company. Therefore, the Office does not object to your use of the above-referenced name being registered to conduct business in the state of Florida. However, this does not give one the authority to act in any licensed capacity until all licensing requirements have been met within this state.

Sincerely,


Linda B. Charity
Director

LBC:bk

cc: Karen Beyer, Chief, Bureau of Commercial Recordings, Division of Corporations,
Department of State

MAILING ADDRESS: DIVISION OF FINANCIAL INSTITUTIONS
200 EAST GADSDEN STREET, TALLAHASSEE, FLORIDA 32399-0371
(850) 410-9800 • FAX (850) 410-9548

Affirmative Action / Equal Opportunity Employer

FILED
2008 JUN 10 PM 1:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF INCORPORATION

2003 JUN 18 PM 1:05

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**FIRST NATIONAL BANK CONDOMINIUM ASSOCIATION, INC.
A FLORIDA CORPORATION NOT FOR PROFIT**

Pursuant to Chapter 617, Florida Statutes, these Articles of Incorporation are created by Tracy L. Coghill, 1415 Panther Lane, Suite 164, Naples, Florida 34109, as sole Incorporator, for the purposes set forth below.

ARTICLE I

Name and Address

The name of the Corporation herein called the "Association", is FIRST NATIONAL BANK CONDOMINIUM ASSOCIATION, INC. and the address is 3560 Kraft Road, Naples, Florida 34105.

ARTICLE II

Purpose and Powers

The purpose for which the Association is organized is to provide an entity pursuant to the Florida Condominium Act for the operation of FIRST NATIONAL BANK CENTER, a Commercial Condominium, located in Collier County, Florida.

The Association is organized and shall exist on a non-stock basis as a corporation not for profit under the laws of the State of Florida, and no portion of any earnings of the Association shall be distributed or inure to the private benefit of any member, Director or officer of the Association. For the accomplishment of its purposes, the Association shall have all of the powers available and granted to it under the common law and the laws of the State of Florida, except as limited or modified by these Articles, the Declaration of Condominium, and Chapter 718 Florida Statutes, including, but not limited to, the following:

- A. To make and collect assessments from members of the Association to defray the costs, expenses and losses of the Condominium, and to use the proceeds of assessments in the exercise of its powers and duties.
- B. To maintain, repair, replace and operate the condominium property and Association property.
- C. To purchase insurance upon the condominium property and Association property for the protection of the Association and its members.
- D. To reconstruct improvements after casualty and to make further improvements of the property.

E. To make, amend and enforce reasonable rules and regulations governing the use of the areas of common responsibility and the operation of the Association.

F. To approve or disapprove the transfer of ownership, leasing, ownership and occupancy of units, as provided by the Declaration of Condominium.

G. To enforce the provisions of the Condominium Act, the Declaration of Condominium, these Articles, and the Bylaws and any Rules and Regulations of the Association.

H. To contract for the management and maintenance of the Condominium and to delegate any powers and duties of the Association in connection therewith except such as are specifically required by the Declaration of Condominium to be exercised by the Board of Directors or the membership of the Association.

I. To employ accountants, attorneys, architects, and other professional personnel to perform the services required for proper operation of the Condominium.

J. To enter into agreements, or acquire leaseholds and other possessory or use interests in lands or facilities for the benefit of the unit owners.

K. To borrow or raise money for any of the purposes of the Association, and from time to time without limitation as to amount, to draw, make, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable instruments and evidences of indebtedness; and to secure the payment of any thereof, and of the interest thereon, any mortgage, pledge, conveyance or assignment of trust, of the whole or any part of the rights or property of the Association, whether at the time owned or thereafter acquired.

All funds and the title to all property acquired by the Association shall be held for the benefit of the members in accordance with the provisions of the Declaration of Condominium, these Articles of Incorporation and the Bylaws.

ARTICLE III

Membership:

A. The membership of the Association shall consist of all record holders of an ownership interest in one or more units in the Condominium, as further provided in the Bylaws. Upon termination of the Condominium the members shall consist of those who are members at the time of such termination.

B. The share, or interest, of a member in the funds and assets of the Association cannot be assigned or transferred in any manner except as an appurtenance to his or her unit. After receiving approval of the Association as required by the Declaration of Condominium, changes in the Membership of the Association shall be established by recording in the Public Records of Collier County, Florida, a deed or other instrument of conveyance and by delivery to the Association of a copy of such recorded instrument.

C. The owners of each unit, collectively, shall be entitled to the number of votes in Association matters as set forth in the Declaration of Condominium and the Bylaws. The manner of exercising voting rights shall be as set forth in the Bylaws.

ARTICLE IV

Term

The term of the Association shall be perpetual.

ARTICLE V

Bylaws

The Bylaws of the Association may be altered, amended, or rescinded in the manner provided therein.

ARTICLE VI

Amendments

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

A. Amendments to these Articles shall be proposed by a majority of the Board, or upon petition of the owners representing at least twenty percent (20%) of the voting interests, by instrument, in writing, signed by them.

B. Upon any amendment or amendments to these Articles being proposed by said Board or unit owners, such proposed amendment or amendments shall be submitted to a vote of the members not later than the next annual meeting for which proper notice can be given.

C. Except as otherwise required for by Florida law, these Articles of Incorporation may be amended by vote of a majority of the voting interests at any annual or special meeting, or by approval in writing of a majority of the voting interests without a meeting, provided that notice of any proposed amendment has been given to the members of the Association, and that the notice contains a fair statement of the proposed amendment.

D. Notwithstanding the foregoing, any amendment to these Articles that will materially or adversely affect any Unit Owner, will require the joinder and consent of the Unit Owner whose interest has been materially or adversely affected.

E. An amendment shall become effective upon filing with the Secretary of State and recording a certified copy in the Public Records of Collier County, Florida.

**ARTICLE VII
DIRECTORS AND OFFICERS:**

A. The affairs of the Association will be administered by a Board of Directors consisting of the number of Directors determined by the Bylaws, but not less than three (3) Directors, and in the absence of such determination shall consist of three (3) Directors.

B. Directors of the Association shall be elected by the members in the manner determined by the Bylaws. Directors may be removed and vacancies of the Board of Directors shall be filled in the manner provided by the Bylaws.

C. The business of the Association shall be conducted by the officers designated in the Bylaws. The 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.

**ARTICLE VIII
INITIAL DIRECTORS:**

The initial Directors of the Association shall be:

J.D. Clinton, Gary L. Tice and Robert T. Reichert.

**ARTICLE IX
INITIAL REGISTERED AGENT.**

The initial registered office of the Association shall be at:

3450 Kraft Road, Unit 102
Naples, Florida 34105

The initial registered agent and its address shall be:

Tracy L. Coghill
1415 Panther Lane, Suite 164
Naples, Florida 34109

**ARTICLE X
INDEMNIFICATION:**

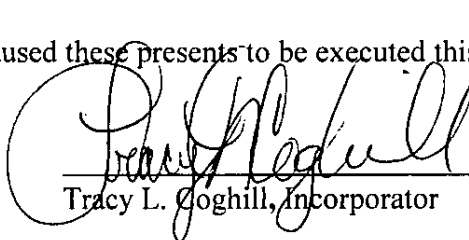
To the fullest extent permitted by Florida law, the Association shall indemnify and hold harmless every Director and every officer of the Association against all expenses and liabilities, including attorneys fees, actually and reasonably incurred by or imposed on him or her in connection with any legal proceeding (or settlement or appeal of such proceeding) to which he or she may be a party because of being or having been a Director or Officer of the Association. The foregoing right of indemnification shall not be available if a judgment or other final adjudication establishes that the Directors or Officers actions or omissions to act were material to the cause

adjudicated and involved:

- A. Willful misconduct or a conscious disregard for the best interests of the Association, in a proceeding by or in the right of the Association to procure a judgment in its favor.
- B. A violation of criminal law, unless the Director or Officer had no reasonable cause to believe his action was unlawful or had reasonable cause to believe his action was lawful.
- C. A transaction from which the Director or Officer derived an improper personal benefit.

In the event of a settlement, the right to indemnification shall not apply unless the Board of Directors approves such settlement as being in the best interest of the Association. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which a Director or Officer may be entitled.


WHEREFORE the Incorporator has caused these presents to be executed this 17th day of June, 2008.


Tracy L. Coghill, Incorporator

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 17th day of June, 2008 by Tracy L. Coghill, as Incorporator. She is personally known to me and did not take an oath.




Notary Public
Bonnie Norberg
Printed Name of Notary

My Commission Expires: 12-6-09
My Commission No. is: DD 497310

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for FIRST NATIONAL BANK CONDOMINIUM ASSOCIATION, INC., at the place designated in these Articles of Incorporation, I hereby accept the appointment to act in this capacity and agree to comply with the laws of the State of Florida in keeping open said office.

Dated: 6/17/08

REGISTERED AGENT:



Tracy L. Coghill

FILED

2008 JUN 18 PM 1:06

SECRETARY OF STATE
TALLAHASSEE, FLORIDA