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FLORIDA PROFIT/NON PROFIT CORPORATION

CITRUS TOWER MEDICAL CENTER LANDSITE CONDOMINIUM ASSOCIATION, Inc.

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**ARTICLES OF INCORPORATION
OF
CITRUS TOWER MEDICAL CENTER LANDSITE CONDOMINIUM ASSOCIATION, INC.**

The undersigned, acting as the sole incorporator, desiring to form a corporation not for profit pursuant to the Florida Not For Profit Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I - NAME OF CORPORATION

The name of the corporation shall be Citrus Tower Medical Center Landsite Condominium Association, Inc. (hereinafter referred to as "Association" or "Corporation").

ARTICLE II - PRINCIPAL OFFICE

The principal office and mailing address of the Association shall be c/o Darrell Bengé, 483 North Semoran Blvd., Suite 204, Winter Park, FL 32792.

ARTICLE III - TERM OF EXISTENCE

Existence of the Association shall commence with the filing of these Articles of Incorporation with the Secretary of State, Tallahassee, Florida. The Association shall exist perpetually.

ARTICLE IV - GENERAL PURPOSE AND POWERS

The general purpose for which the Association is organized shall be for regulating use of property and to engage in any activity or business permitted under the laws of Chapter 617 and Chapter 718 of the State of Florida and to act as the Association for the Citrus Tower Medical Center, a Landsite Condominium.

**ARTICLE V - INITIAL REGISTERED
OFFICE AND REGISTERED AGENT**

The initial street address of the registered office of the corporation in the state of Florida is Swann & Hadley, P.A. The name of the initial registered agent of the corporation at such address is 1031 W. Morse Blvd., Suite 350, Winter Park, FL 32789.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

- A. The initial number of directors of the Association shall be three (3).

Robert Miner
Sandeep Bajaj
Karan Reddy

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B. The number of directors of the Association may be increased or decreased from time to time pursuant to By-Laws, but shall never be less than the minimum number of directors required by applicable law.

C. The names and addresses of the initial members of the Board of Directors, who shall hold office until their successors are duly elected and have qualified, are:

<u>Name</u>	<u>Address:</u>
Robert Miner	Nanki International, LLC 483 North Semoran Blvd. Winter Park, FL 32792
Sandeep Bajaj	Florida Cardiology Group 483 North Semoran Blvd. Suite 204 Winter Park, FL 32792
Karan Reddy	Florida Cardiology Group 483 North Semoran Blvd. Suite 204 Winter Park, FL 32792

ARTICLE VII - INCORPORATOR

The name and street address of the incorporator of the corporation is:

<u>Name</u>	<u>Address:</u>
Richard R. Swann	Swann & Hadley, P.A. 1031 W. Morse Blvd., Suite 350 Winter Park, FL 32789

ARTICLE VIII- BY-LAWS

The first Bylaws of the Association shall be adopted by the Board of Directors and the power to adopt, amend, or repeal By-Laws for the management of the Association shall be as provided in the Bylaws.

ARTICLE IX - AMENDMENT TO ARTICLES

These Articles of Incorporation may be amended in any manner permitted by law.

ARTICLE X - INDEMNIFICATION

10.1 Indemnity. The Association shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or contemplated action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he

is or was a director, employee, officer, committee member or agent of the Association, against expenses (including attorneys' fees and appellate attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceeding, unless (a) a court of competent jurisdiction determines, after all available appeals have been exhausted or not pursued by the proposed indemnitee, that he did not act in good faith or that he acted in a manner he reasonably believed to be not in, or opposed to, the best interest of the Association, and, with respect to any criminal action or proceeding, that he had reasonable cause to believe his conduct was unlawful, and (b) such court further specifically determines that indemnification should be denied. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or upon plea of nolo contendere or its equivalent shall not, of itself, create a presumption that the person did not act in good faith, or acted in a manner which he reasonably believed to be not in, or opposed to, the best interest of the Association, and, with respect to any criminal action or proceeding, that he had reasonable cause to believe that his conduct was unlawful.

10.2 Expenses. To the extent that a director, officer, committee member, employee or agent of the Association has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in Section 10.1 above, or in defense of any claim, issue or matter therein, he shall be indemnified against expenses (including attorneys' fees and appellate attorneys' fees) actually and reasonably incurred by him in connection therewith.

10.3 Advances. Expenses incurred in defending a civil or criminal action, suit or proceeding shall be paid by the Association in advance of the final disposition of such action, suit or proceeding upon receipt of an undertaking by or on behalf of the affected director, officer, committee member, employee or agent to repay such amount unless it shall ultimately be determined that he is entitled to be indemnified by the Association as authorized in this Article 10.

10.4 Miscellaneous. The indemnification provided by this Article shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under any by-law, agreement, vote of members or otherwise, and shall continue as to a person who has ceased to be a director, officer, committee member, employee or agent and shall inure to the benefit of the heirs and personal representatives of such person.

10.5 Insurance. The Association shall have the power to purchase and maintain insurance on behalf of any person who is or was a director, officer, committee member, employee or agent of the Association, or is or was serving, at the request of the Association, as a director, officer, committee member, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against any liability asserted against him and incurred by him in any such capacity, or arising out of his status as such, whether or not the Association would have the power to indemnify him against such liability under the provisions of this Article.

10.6 Amendment. Anything to the contrary herein notwithstanding, the provisions of this Article 10 may not be amended without the prior written consent of all persons whose interest would be adversely affected by such amendment.

The Association shall indemnify its directors, officers, employees, and agents to the full extent permitted by the Florida Not For Profit Corporation Act.

ARTICLE XI - MEMBERSHIP

The members of the Association shall consist of all of the record title owners of condominium units (hereinafter referred to as "Units") in the Citrus Tower Medical Center, a Landsite Condominium, from time to time, and their successors and assigns.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation at Winter Park, Florida, this 30th day of June, 2008.


Richard R. Swann

STATE OF FLORIDA)

) ss:

COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me this 30th day of June, 2008, by Richard R. Swann. He is personally known to me or has provided a Florida driver's license (type of identification) as identification.


NOTARY PUBLIC
Printed Name:

KAREN M. BROWN

(NOTARIAL SEAL)

My Commission Expires:




KAREN M. BROWN
MY COMMISSION # 00434782
EXPIRES: July 18, 2009
Bonded thru Budget Notary Services

ACCEPTANCE BY REGISTERED AGENT

The undersigned, Swann & Hadley, P.A., as registered agent appointed in accordance with the foregoing Articles of Incorporation, does hereby accept such appointment, and does hereby state that he is familiar with, and accepts, the obligations imposed pursuant to Section 617.0503 of the Florida Not For Profit Corporation Act.

SWANN & HADLEY, P.A.

By:


Richard R. Swann
President

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