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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

cf. 9-2

OVERSTREET, MILES, RITCH & CUMBIE, P.A.

ATTORNEYS AT LAW

100 Church Street
Kissimmee, Florida 34741

R. Stephen Miles, Jr.
John B. Ritch
Fred H. Cumbie, Jr.
Murray Overstreet, Of Counsel

Telephone: (407) 847-5151
Facsimile: (407) 847-3353

August 26, 2008

State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Central Medical Park Property Owner's Association, Inc.

Gentlemen:

Enclosed you will find original and one copy of Articles of Incorporation, together with our firm check in the amount of \$70.00. Please forward confirmation in care of this office.

Thanking you, I am

Sincerely yours,

A handwritten signature in black ink, appearing to read "R. Stephen Miles, Jr.", written in a cursive style.

R. Stephen Miles, Jr.

RSM, Jr.:dw
Enclosures

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ARTICLES OF INCORPORATION
OF

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CENTRAL MEDICAL PARK PROPERTY OWNERS ASSOCIATION, INC. SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I.
NAME

The name of the corporation shall be Central Medical Park Property Owners Association, Inc.

ARTICLE II.
ADDRESS OF ASSOCIATION

The street address of the initial registered office of this corporation is 101 Park Place Boulevard, Suite 3, Kissimmee, FL 34741 and the name of the initial registered agent of this corporation at that address is Ken Baker. The mailing address of the corporation is also 101 Park Place Boulevard, Suite 3, Kissimmee, FL 34741.

ARTICLE III.
PURPOSE OF ASSOCIATION

The general nature, objects and purposes of the Association shall be:

- A. To promote the health, safety and welfare of the owners of the property described as Central Medical Park, located at 401 – 461 West Oak Street, Kissimmee, Florida
- B. To provide for the improvement, maintenance and preservation of Central Medical Park;
- C. To administer and enforce all of the terms and conditions of that Declaration of Covenants, Conditions, Restrictions and Easements on Central Medical Park;
- D. To operate without profit for the sole and exclusive benefit of its members.

ARTICLE IV.
POWERS OF ASSOCIATION

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

- A. To exercise and enforce all of the powers, privileges and duties set forth in the above described Declaration as it presently exists and as it may be amended;
- B. To establish, levy, collect and enforce payment of all fees, dues, charges or

assessments pursuant to the terms of the aforesaid Declaration or By-laws of the Association for all of the purposes of the Association and to create and establish reasonable reserves for those purposes;

C. To pay all expenses incident to the conduct of the business of the Association;

D. To promulgate or enforce rules, regulations, by-laws, covenants, restrictions or agreements to effectuate all of the purposes for which the Association is organized;

E. 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;

F. 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;

G. To pay taxes and other charges, if any, on or against any property owned, used or accepted by the Association;

H. 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;

I. To exercise any and all powers, rights and privileges which a corporation organized under the laws of the State of Florida with regard to corporations not for profit may now or hereafter have or exercise under said laws.

ARTICLE V. MEMBERSHIP

The members of the Association shall consist of the fee simple owners of the parcels in Central Medical Park. Membership shall be as a result of the ownership of a parcel and may not be separated from such ownership. The foregoing is not intended to include as members persons or entities who hold an interest merely as security for the performance of an obligation.

ARTICLE VI. VOTING RIGHTS

The Association shall have a single class of voting members:

Which shall be all owners of parcels within Central Medical Park and each member shall be

entitled to one vote for each one thousand (1,000) square feet, or fraction thereof, of each building located upon any parcel within Central Medical Park owned by such member. When more than one person holds an interest in any parcel, all such persons shall be members. The vote for such parcels shall be exercised as those owners determine, but in no event shall more than one vote be cast with respect to any single one thousand (1,000) square feet of a building.

ARTICLE VII.
BOARD OF DIRECTORS

The business and affairs of the Association shall be managed by a Board of Directors consisting of not less than three (3) directors. The exact number of directors shall be fixed from time to time by the By-laws as adopted and amended by the membership of the Association. The initial Board of Directors shall consist of three (3) directors, who shall hold office until the election of his successors, and the name and address of the member of the first Board of Directors is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Kevin Schoolfield	101 Park Place Boulevard, Suite 3 Kissimmee, FL 34741
Ken Baker	101 Park Place Boulevard, Suite 3 Kissimmee, FL 34741
Michael H. Link	461 W. Oak Street Kissimmee, FL 34741

ARTICLE VIII.
OFFICERS

The officers of the Association shall be a President, a Secretary, a Treasurer, and such other officers as the Board of Directors may from time to time, by resolution, establish. Any two or more offices may be held by the same person except the offices of President and Secretary may not be held by the same person. The officers shall be elected by the Board of Directors at the first meeting of the Board of Directors following the annual meeting of the members of the Association. The names and addresses of the initial officers who shall serve until their successors are elected by the Board of Directors are:

President: Kevin Schoolfield	101 Park Place Boulevard, Suite 3 Kissimmee, FL 34741
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Secretary and Treasurer: Ken Baker

101 Park Place Boulevard, Suite 3
Kissimmee, FL 34741

ARTICLE IX.
DURATION

The corporation shall have perpetual existence.

ARTICLE X.
BYLAWS

The members of the Association shall adopt By-laws consistent with these Articles and said By-laws may be amended, altered or rescinded by the majority of the votes entitled to be cast by the membership of the Association.

ARTICLES XI.
CONTRACTS BETWEEN ASSOCIATION AND OFFICERS/DIRECTORS

No contract or transaction between the Association and one or more of its officers or directors or between the Association and any other legal entity in which one or more of the officers or directors of the Association are interested in any manner, shall be invalid, void or voidable solely for that reason, or solely because an officer or director of the Association is present at or participates in the meeting of the Board of Directors of the Association or any committee thereof which authorized such a contract or transaction, or solely because of the vote of such officer or direction in connection therewith. No officer or director of the Association shall incur a liability by reason of the fact that such officer or director is or may be interested in any such contract or transaction. Interested directors may be counted in determining the presence of a quorum at the meeting of the Board of Directors or any committee thereof which authorizes contracts or transaction.

ARTICLE XII.
DISSOLUTION

This Association may be dissolved upon the written consent of a majority of the votes entitled to be cast by the membership of the Association. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency and shall be used for purposes similar to those for which this Association was created. In the event that such dedication is refused or in the event that those persons voting for dissolution so indicate, such assets shall be granted, conveyed or assigned to any other non-profit corporation devoted to such similar purposes.

ARTICLE XIII.
AMENDMENTS

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.

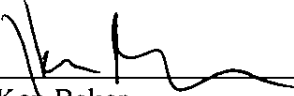
B. A resolution for the adoption of the proposed amendment may be proposed either by the Board of Directors or by the members of the Association, however, the proposed amendment shall be adopted only by a majority of the votes entitled to be cast by the members of the Association.

ARTICLE XIV.
SUBSCRIBERS

The names and addresses of the subscribers to these Articles of Incorporation are:

Ken Baker	101 Park Place Boulevard, Suite 3
	Kissimmee, FL 34741

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of
Incorporation on August 22, 2008.



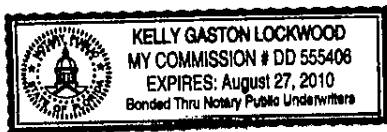
Ken Baker

.STATE OF FLORIDA

COUNTY OF OSCEOLA

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Ken Baker, to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed and subscribed to the same. He is personally known to me or has produced _____ as identification.

WITNESS my hand and seal this 22nd day of August, 2008.



Kelly Gaston Lockwood
NOTARY PUBLIC, State of Florida
My Commission expires: 8/27/2010

ACCEPTANCE OF REGISTERED AGENT

I, Ken Baker, having been named to accept service of process for Central Medical park Property Owners Association Inc., desiring to organize under the laws of the State of Florida, with its principal office at 101 Park Place Boulevard, Suite 3, Kissimmee, FL 34741, hereby accepts to act as Registered Agent for said corporation, and agrees to comply with the provisions of the Florida Statutes, to keeping open said office, and upon whom process may be served.

Ken Baker
Ken Baker

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TALLAHASSEE, FLORIDA