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DIVISION OF CORPORATIONS
2009 MAR -9 PM 4:56

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COVER LETTER

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

2009 MAR -9 PM 4: 56

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

SUBJECT: 3919 Newberry Condominium Association, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee &
Certificate of
Status

☒ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM:

Suzanne Taggart

Name (Printed or typed)

3919 W. Newberry Rd

Address

Gainesville FL 32607

City, State & Zip

352-333-6513

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

2009 MAR -9 PM 4: 56

March 2, 2009

SUZANNE TAGGART
3919 W. NEWBERRY ROAD
GAINESVILLE, FL 32607

SUBJECT: 3919 NEWBERRY CONDOMINIUM ASSOCIATION, INC.
Ref. Number: W09000009818

We have received your document for 3919 NEWBERRY 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):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

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) 245-6973.

Claretha Golden
Regulatory Specialist II
New Filing Section

Letter Number: 209A00007149

**ARTICLES OF INCORPORATION OF
3919 NEWBERRY CONDOMINIUM ASSOCIATION, INC.**

(A Corporation Not For Profit
Under the Laws of the State of Florida)

In order to form a corporation under the provisions of Chapter 617 of the laws of the State of Florida for the formation of corporations not for profit, the undersigned Subscriber, sometimes hereafter referred to as "Declarant," hereby creates a corporation for the purpose and with the powers hereinafter mentioned:

ARTICLE I

The name of the corporation shall be 3919 Newberry Condominium Association, Inc., hereinafter referred to as the "Association."

ARTICLE II

The purpose of the Association shall be to serve as an entity, pursuant to Section 718.111, *Florida Statutes*, hereinafter called the "Condominium Act," and to administer the operation and management of 3919 Newberry Condominium, an Office Condominium, to be established in accordance with the Condominium Act by the recording of a Declaration of Covenants, Conditions, and Restrictions, and Reservation of Easements (the "Declaration") with respect to the real property located in Alachua County, Florida, and to administer the operation and management of the Condominium in accordance with the Declaration, these Articles of Incorporation, and the Association's Bylaws; and to own, operate, lease, sell, trade, and otherwise deal with such property, whether real or personal, as may be necessary or convenient in the administration of the Condominium. The Association shall be conducted as a non-profit organization for the benefit of its Members, and shall distribute no part of its income to its members, directors, or officers.

ARTICLE III

The Association shall have the following powers:

1. The Association shall have all of the powers and privileges granted to corporations not for profit under the law pursuant to which this Association is chartered and not in conflict with the Condominium Act.
2. The Association shall have all the powers and duties set forth in the Condominium Act except as limited by these Articles and the Declaration.
3. The Association shall have all the powers reasonably necessary to implement the purposes of the Association, including but not limited to the following:
 - a. To levy and collect assessments against members of the Association to defray the common expenses of the Condominium as provided in the Declaration and in the Bylaws, including the right to levy and collect assessments for the purpose of acquiring, operating, leasing, managing, and otherwise trading and dealing with property, whether real or personal, including Units in the Condominium.
 - b. To buy, sell, trade, lease, or encumber property, real or personal, and to construct additional improvements of the Condominium property.

c. To maintain, repair, replace, reconstruct after casualty, operate, and manage the condominium property or any property owned or leased by the Association for use by members of the Association.

d. To acquire and pay for insurance on the condominium property and for the protection of the Association and member unit owners.

e. In the manner provided in the Bylaws, to make and amend reasonable rules and regulations for the use and appearance of units and common elements in the condominium for the benefit of member unit owners.

f. To approve or disapprove the leasing, transfer, mortgaging, ownership, or possession of Units in the manner provided for in the Declaration or the Bylaws.

g. To enforce through legal means the Condominium Act, the Declaration, the Bylaws, these Articles and any rule or regulations governing the use of the condominium that may be hereafter established.

h. To contract for the management of the condominium and delegate to a manager entity, which may be affiliated with the Declarant, those powers and duties which are not specifically required by the Condominium Act to be retained by the board of directors, and also to contract for the management or operation of those portions of the common elements which are susceptible to such management or operation, or to enter leases for such common elements for the same purpose.

i. To hire employees to perform the services needed for the proper operation of the condominium.

j. To hold all funds and titles of all property acquired by the Association and their proceeds in trust for the members in accordance with the Declaration, the Bylaws, and these Articles.

k. To execute all of the rights, duties, and obligations which may be granted to or imposed upon the Association pursuant to the Declaration.

l. To operate, maintain, and manage the surface water or stormwater management system(s) in a manner consistent with the St. Johns River Water Management District permit requirements and applicable District rules, and to assist in the enforcement of the Declaration which relates to the surface water or stormwater management system. The Association shall levy and collect adequate assessments against members of the Association for the costs of maintenance and operation of the surface water or stormwater management system.

ARTICLE IV

The qualification of the members, the manner of their admission to membership and termination of such membership and voting by members shall be as follows:

1. The record owners of all Units in the Condominium shall be members of the Association and no other persons or entities shall be entitled to membership except as provided in Item 5 of Article IV.

2. Membership shall be acquired by recording in the Public Records of Alachua County, Florida, a deed or other instrument establishing record title to a Unit in 3919 Newberry Condominium, an Office Condominium, the owner designated on such instrument thus becoming a member of the Association, and the membership of the prior owner being thereby terminated, provided, however, that any party who owns more than one unit shall remain a member of the Association so long as (s)he retains title to or a fee ownership interest in any Unit.

3. The interest of a member in the funds and assets of the Association cannot be assigned, hypothecated, or transferred in any manner, except as an appurtenance to his/her Unit. The funds and assets of the Association shall belong solely to the Association subject to the limitation that the same be expended, held, or used for the benefit of the membership and for the purposes authorized herein, in the Declaration and in the Bylaws.

4. On all matters on which the membership shall be entitled to vote, there shall be only those votes for each unit as set forth in the Declaration, notwithstanding the fact that the Unit is owned by more than one person, and such vote or votes may be exercised by the owner of each Unit in such manner as may be provided in the Bylaws. Should any owner own more than one Unit, such owner shall be entitled to exercise or cast as many votes as are allocated to the particular Units owned.

5. Until such time as the land referred to in Article II shall be submitted to a plan of condominium ownership by the recordation of the Declaration, the membership of the Association shall be comprised of the Subscriber to these Articles.

ARTICLE V

The period of duration of the Association is perpetual.

ARTICLE VI

The principal office of the Association shall be located at 3919 Newberry Road, Gainesville, Alachua County, Florida 32607, but the Association may maintain offices and transact business in such other places within or without the State of Florida as may be designated by the Board of Directors. The Board of Directors may relocate the principal office of the Association.

ARTICLE VII

1. The affairs of the Association shall be managed by a Board of Directors. The number of persons which will constitute the entire Board of Directors shall be not less than three (3). Upon the sale of the first Unit by the Declarant to a Unit Owner, said Unit Owner shall be entitled to elect one director.

Unit Owners other than the Declarant shall be entitled to elect additional directors pursuant to Section 718.301(1), *Florida Statutes*. After the Declarant ceases to own any Units, all directors shall be elected by Unit Owners.

2. The number of directors constituting the initial Board of Directors of the Association is three (3). The names and addresses of the persons who are to serve on the initial Board of Directors are:

<u>Name</u>	<u>Address</u>
Michael Warren	502 NW 16 th Ave Gainesville FL 32601
Carl Walls	3919 W Newberry Rd Gainesville FL 32607
Suzanne Taggart	3919 W Newberry Rd Gainesville FL 32607

ARTICLE VIII

The affairs of the Association shall be administered by the officers in accordance with the Bylaws. The president and such other officers and assistant officers as the Board of Directors may designate shall constitute the officers of the Association. The officers of the Association 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 names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Michael Warren	President	502 NW 16 th Ave Gainesville FL 32601
Carl Walls	Vice-President	3919 W Newberry Rd Gainesville FL
Suzanne Taggart	Treasurer	3919 W Newberry Rd Gainesville FI
Suzanne Taggart	Secretary	

ARTICLE IX

The first Bylaws of the Association shall be adopted by the Board of Directors and may be amended by the Board of Directors and the members of the Association in the manner provided in the Bylaws.

ARTICLE X

Every director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities including counsel fees, reasonably incurred by or imposed in connection with any proceeding to which (s)he may be a party, or become involved by reason of being or having been a director or officer at the time such expenses are incurred, except in cases where the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his/her duties; provided that any claim for reimbursement or indemnification shall only apply if the Board of Directors approves such settlement and reimbursement as being in the best interests of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such directors or officers may be entitled.

The Association may purchase liability insurance to insure all directors, officers, or agents, past and present, against all expenses and liabilities as set forth above.

ARTICLE XI

Any amendment to these Articles of Incorporation may be proposed by the Board of Directors acting upon a vote of the majority of the directors, or by the members of the Association owning not less than 25.0% of the Units, whether meeting as members or by instrument in writing signed by them. Any proposed amendment shall be transmitted to the

president of the Association or other officer of the Association, in the absence of the president, who shall call a special meeting of the members of the Association for a date not sooner than ten (10) days nor later than sixty (60) days from the receipt of the proposed amendment, and it shall be the duty of the secretary to give written notice to each member of such meeting, stating the time and place and reciting the proposed amendment(s) in reasonably detailed form, which notice shall be mailed or presented personally to each member not less than five (5) days nor more than thirty (30) days before the date set for such meeting. If mailed, such notice shall be deemed to be properly given when deposited in the United States mail, postage prepaid, addressed to the member at his/her post office address as it appears in the records of the Association. Any member may, by written waiver of notice signed by such member, waive notice and such waiver, when filed in the records of the Association, whether before or after the meeting, shall be deemed equivalent to the giving of notice to that member. At the meeting, the proposed amendment(s) must be approved by an affirmative vote of the members owning not less than 75.0% of the units. At any meeting held to consider such amendment(s) the written vote of any member of the Association shall be recognized, if such member is not in attendance at such meeting or represented there by proxy, provided such written vote is delivered to the secretary of the Association at or prior to such meeting.

Notwithstanding the foregoing, any amendment signed by the owners of all of the Units shall become immediately effective. A copy of any amendment which is adopted shall be accepted and certified by the Secretary of State and be recorded in the public records of Alachua County, Florida.

No amendment shall change the qualifications for membership, voting, or property rights for members, the Association's obligations to exercise its powers in accordance with the Condominium Act, the Declaration, the Bylaws, and these Articles, or its obligation concerning distribution of Association income, dissolution, and the holding of all funds and titles to properties acquired by the Association for the benefit of unit owners, without written approval by all members and the joinder of all record owners of mortgages on units. No amendment shall be made that is in conflict with the Condominium Act or the Declaration.

ARTICLE XII

In the absence of fraud, no contract or other transaction between the Association and any other person, firm, corporation, or partnership shall be affected or invalidated by reason of the fact that any director or officer of the Association is pecuniarily or otherwise interested therein.

ARTICLE XIII

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

OGS Investments, Inc.
720 South Pine Avenue
Ocala, FL 34474

ARTICLE XIV

The initial registered agent of the Association is Suzanne Taggart, and the street address of the initial registered office of the Association is 3919 W Newberry Road Gainesville Florida 32607.

ARTICLE XV

The Association in addition to the foregoing obligations, rights, and duties, has been formed to comply with obligations imposed by permits, regulations, and authorizations of regulatory bodies having jurisdiction over the common properties. To that end the following are made a part of these Articles:

1. The Association is organized for the purpose of management, maintenance, operation, and care of real and personal property, including but without limitation, all lakes, ditches, canals, retention, or detention areas, drainage, other surfacewater management works, and preservation or conservation areas, wetlands, and wetland mitigation areas which are owned by the Association or the owners in common.

a. To maintain, repair, replace, operate, and care for real and personal property, including but without limitation, all lakes, ditches, canals, retention, or detention areas, drainage, other surfacewater management works, and preservation or conservation areas, wetlands, and wetland mitigation area which are owned by the Association or the owners in common in a manner consistent with the permit issued by the St. Johns River Water Management District and the operation and maintenance plan.

b. To do and perform any obligations imposed upon the Association by the Declaration or by any permit or authorization from any unit of local, regional, state, or federal government, and to enforce by any legal means the provisions of these Articles, the Bylaws, and the Declaration.

2. Notwithstanding the other provisions contained in these Articles to the contrary, until Declarant or its successor-in-interest relinquishes that right or ceases to be the owner, Declarant agrees that it shall, prior to relinquishing control of the Association or otherwise allowing control to transfer to the directors of the Association, shall provide such notice to the St. Johns River Water Management District as may then be required, that all terms and conditions placed upon the Declarant by permits or authorizations from the St. Johns River Water Management District have been satisfied in full and that transfer is proposed to occur on a specific date.

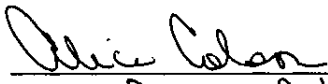
3. The Bylaws will be adopted and may be amended by the directors or members, consistent with these Articles and the Declaration. Amendments to these Articles or the Bylaws which directly or indirectly impact operation and maintenance of the surfacewater management system, including but without limitation, all lakes, ditches, canals, retention, or detention areas, drainage, other surfacewater management works, and preservation or conservation areas, wetlands, and wetland mitigation areas which are owned by the Association or the owners in common, may be made after approval by the St. Johns River Water Management District. Such approval shall be in the form of a modification to any and all permits issued by the St. Johns River Water Management District under the lawfully adopted rules of the St. Johns River Water Management District in effect at the time of application for such modification. Amendments to these Articles or the Bylaws which do not impact operation or maintenance of the system may be made


without authorization of the St. Johns River Water Management District; however, copies of any such amendments shall be forwarded to the District within 30 days of approval.

4. Prior to termination, dissolution, or final liquidation of this Association, the responsibility for the operation and maintenance of the surface water or stormwater management system must be transferred to and accepted by an entity which would comply with Section 40C-42.027, F.A.C., and be approved by the St. Johns River Water Management District prior to such termination, dissolution or liquidation.

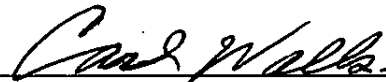
IN WITNESS WHEREOF, the undersigned Subscriber has caused these presents to be executed as of the 19th day of February 2009.

*Signed, sealed and delivered
in our presence as witnesses:*


Printed Name: Alice Colson


Printed Name: Melissa Bivens

OGS Investments, Inc.,
a Florida corporation

BY: 
Name (print): Carl Walls
Its (print): President


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STATE OF FLORIDA
COUNTY OF ALACHUA

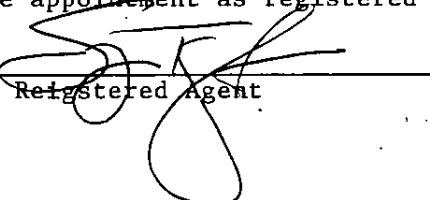
I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared CARL WALLS as President of OGS Investments, Inc., a Florida corporation, [☒] who is personally known to me or [☐] who produced _____ as identification, and he acknowledged before me that the Corporation is a subscriber described in the foregoing Articles of Incorporation, and he acknowledged and swore to the execution of the said Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid on this 19 day of February, 2009.

BOBBIE GASTON
Notary Public, State of Florida
My comm. Exp. Oct. 19, 2012
Comm. No. DD 832175


Notary Public, State of Florida

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate. I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Registered Agent

3/6/09
Date