

N09000003406

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09 APR -2 PM 2:49
CLERK OF THE STATE
TALLAHASSEE, FLORIDA

EN 4/7/09

W09000012604



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 17, 2009

PHILIP F. NOHRR, ESQ.
GRAYROBINSON, P.A.
PO BOX 1870
MELBOURNE, FL 32902-1870

SUBJECT: CASABELLA OFFICE PARK CONDOMINIUM ASSOCIATION, INC.
Ref. Number: W09000012604

We have received your document for CASABELLA OFFICE PARK 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 person designated as incorporator in the document and the person signing as incorporator must be the same.

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) 245-6062.

Eula Peterson
Regulatory Specialist II
New Filing Section

Letter Number: 009A00009099

RECEIVED
DEPARTMENT OF STATE
09 APR -2 AM 10:54

GRAY | ROBINSON
ATTORNEYS AT LAW

1795 WEST NASA BLVD. (32901)
POST OFFICE BOX 1870
MELBOURNE, FL 32902-1870
TEL 321-727-8100
FAX 321-984-4122
gray-robinson.com

FORT LAUDERDALE
JACKSONVILLE
KEY WEST
LAKELAND
MELBOURNE
MIAMI
NAPLES
ORLANDO
TALLAHASSEE
TAMPA

March 31, 2009

PHILIP F. NOHRR
Attorney
philip.nohrr@gray-robinson.com

File No.: 95760-1

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

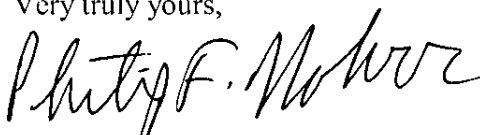
RE: Casabella Office Park Condominium Association, Inc.
Your Reference No.: W09000012604

Dear Sir:

Pursuant to your letter of March 17, 2009 (copy of which is enclosed), please find the original and one (1) copy of Articles of Incorporation for Casabella Office Park Condominium Association, Inc., wherein we have corrected the defect in the Articles previously sent to you for filing.. If these revised Articles meet with your approval, please send a certified copy of the Articles to the above address in the self-addressed stamped envelope provided herein.

Thank you for your assistance in this matter.

Very truly yours,


Philip F. Nohrr

PFN/hms
Enclosures

ARTICLES OF INCORPORATION
OF
CASABELLA OFFICE PARK CONDOMINIUM ASSOCIATION, INC.
A Non-Profit Corporation

09 APR -2 PM 2:10
SEALING UNIT - FLORIDA
TALLAHASSEE, FLORIDA

The undersigned hereby associate themselves for the purpose of forming a corporation not for profit under and pursuant to Chapter 617, Florida Statutes, and do hereby state as follows:

ARTICLE I

NAME

The name of this corporation shall be **CASABELLA OFFICE PARK CONDOMINIUM ASSOCIATION, INC.** ("Association"). The terms contained in these Articles of Incorporation shall have the same meaning as set forth in the Declaration unless otherwise defined herein.

ARTICLE II

PURPOSES AND POWERS

The purposes for which this Association is formed are as follows:

A. To form an "Association" as defined in Chapter 718, Florida Statutes, an enacted on the date hereof ("Condominium Act"), and, as such, to operate, maintain, repair, improve, reconstruct and administer the Condominium Property of, and to perform the acts and duties necessary and desirable for the management of the Buildings, Common Elements, and Limited Common Elements in Casabella Office Park Condominium, a Commercial Condominium (the "Condominium"); and to own, operate, lease, sell and trade property, whether real or personal, including Buildings in the Condominiums, as may be necessary or convenient in the administration of the Condominium.

B. To carry out the duties and obligations and receive the benefits given the Association by the Declaration of Condominium ("Declaration").

C. To establish by-laws for the operation of the Condominium's property ("By-Laws"), provide for the administration of the Association and rules and regulations for governing the same, and enforce the provisions of the Condominium Act, the Declaration, these Articles of Incorporation ("Articles") and the By-Laws.

D. The Association shall have all of the common law and statutory powers provided under the laws of the State of Florida, and those powers provided by the Condominium Act, the Declaration, these Articles and the By-Laws of the Association.

ARTICLE III

MEMBERS

A. All Building Owners in the Condominiums shall automatically be Members of the Association and their memberships shall automatically terminate when title to their Buildings is conveyed. If a Member conveys title to his Building under the provisions of the Declaration, the new owner shall automatically acquire membership in the Association. Membership certificates are not required and will not be issued.

B. Each Building Owner shall be entitled to one (1) vote. An individual, corporation or other entity owning an interest in more than one Building may be designated as the voting Member for each Building in which he or it owns an interest.

C. The share 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 Building. No part of the income of the Association shall be distributed to its Members, directors or officers.

ARTICLE IV

EXISTENCE

The existence of the Association shall commence with the filing of these Articles of Incorporation with the Secretary of State, Tallahassee, Florida. This Association shall have perpetual existence.

ARTICLE V

INCORPORATORS

The name and street address of the incorporator to these Articles of Incorporation are as follows:

<u>Name</u>	<u>Address</u>
Ronald D. Levy	1900 S. Harbor City Blvd., Suite 221 Melbourne, Florida 32901

ARTICLE VI

DIRECTORS

09 APR -2 PM 2:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII

OFFICERS

Subject to the direction of the Board of Administration, the affairs of the Association shall be administered by officers who shall be elected by and serve at the pleasure of said Board of Administration. The following persons shall constitute the initial officers of the Association and they shall continue to serve as such officers until removed by the Board of Administration:

<u>Name</u>	<u>Office</u>
Ronald D. Levy	President
Norma D. Levy	Vice President
Tamyra K. Dawson	Secretary/Treasurer

ARTICLE IX

BY-LAWS

A. The By-Laws of this Association shall be adopted by the Board of Administration and attached to the Declaration to be filed among the Public Records of Brevard County, Florida. The By-Laws may be amended by the Members in the manner provided in said By-Laws.

B. No amendment to the By-Laws shall be passed which would change the rights and privileges of the Developer referred to in the Declaration, and the Exhibits attached thereto, without the Developer's written approval.

C. No amendment to the By-Laws shall be passed which would operate to impair or prejudice the rights or liabilities of any mortgagee.

ARTICLE X

AMENDMENTS

A. Proposals for amendments to these Articles which do not conflict with the Condominium Act or the Declaration may be made by ten percent (10%) of the Members. Such proposals shall be in writing and shall state the purpose or purposes of the proposed amendment(s). The proposal shall then be delivered to the President who shall thereupon call a special meeting of the Members not less than ten (10) days nor more than sixty (60) days following his receipt of the proposed amendment. Should the President fail to call such special meeting, the Members may, in lieu thereof, call a special meeting. Notice of such special meeting shall be given and posted in the manner provided in the By-Laws. An affirmative vote of a majority of the votes of the Members shall be required for approval of the proposed amendment or amendments.

09 APR -2 PM 2:19
STATE
TALLAHASSEE, FLORIDA

B. Any Member may waive any or all of the requirements of this Article as to the submission of proposed amendments to these Articles to the President or notice of special meetings to vote thereon, either before, at or after a membership meeting at which a vote is taken to amend these Articles.

C. Notwithstanding anything herein to the contrary, these Articles may be amended only by the Developer of the Condominium during such time as the Developer shall be in control of the Association; provided, further, that the Developer may amend these Articles consistent with the provisions of the Declaration allowing certain amendments to be effected by the Developer alone.

ARTICLE XI

INDEMNIFICATION

Every Director and Officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees reasonably incurred by or imposed upon him, in connection with any proceedings or any settlement thereof, to which he may be a party, or in which he may become involved by reason of his being or having been a Director or Officer of the Association, whether or not he is a Director or Officer at the time such expenses are incurred, except in such cases wherein the Director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided, that all settlements must be approved by the Board of Administration as being in the best interest of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or Officer may be entitled.

ARTICLE XII

ADDRESS

The principal address of the Association shall be 1900 S. Harbor City Blvd., Suite 221, Melbourne, Florida 32901, or at such other place as may be subsequently designated by the Board of Administration.

ARTICLE XIII

CONVEYANCE

The Association shall accept any and all deeds of conveyance delivered to it by the "Developer" as defined in the Declaration.

ARTICLE XIV

QUORUM

09 APR -2 PM 2:49
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

A quorum at Members' meeting shall be attained by the presence, either in person or by proxy, of persons entitled to cast a majority of the votes of Members as defined in the By-Laws. If voting rights of any Owner are suspended pursuant to the provisions of the Declaration or the By-Laws, then the vote(s) of such Owner shall not be counted for the purpose of determining the presence of a quorum and a total number of authorized votes shall be reduced accordingly during the period of such suspension.

ARTICLE XV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is Tamyra K. Dawson, and the name of the Association's initial registered agent at that address is 1900 S. Harbor City Blvd., Suite 221, Melbourne, Florida 32901.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on this 24
day of March, 2009.

SIGNED, SEALED AND DELIVERED IN THE PRESENCE OF:

Alice Bocace
Witness Signature

Alice Bocace
Print Witness Name

Alice Bocace Dixie L. Maxwell
Witness Signature

Alice Bocace Dixie L. Maxwell
Print Witness Name

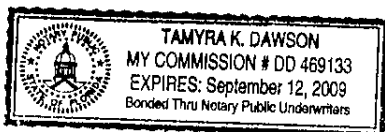
Ronald D Levy
RONALD D. LEVY, as
incorporator of
CASABELLA OFFICE PARK
CONDOMINIUM ASSOCIATION, INC.

Address: 1900 S. Harbor City Blvd.,
Suite 221
Melbourne, Florida 32901

STATE OF FLORIDA)
COUNTY OF BREVARD) ss:

THE FOREGOING INSTRUMENT was acknowledged before me this 24 day of March, 2009 by RONALD D. LEVY, as incorporator of CASABELLA OFFICE PARK CONDOMINIUM ASSOCIATION, INC., [X] who is personally known to me, or [] who produced _____ as identification, and who did take an oath.

My commission expires: 9-12-09



Tamyra K Dawson
Notary Public Signature

Tamyra K Dawson
Print Notary Public Name

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

Pursuant to Section 48.091, Florida Statutes, the following is submitted:

CASABELLA OFFICE PARK CONDOMINIUM ASSOCIATION, INC., a Florida not-for-profit corporation, desiring to organize or qualify under the laws of the State of Florida, in the County of Brevard, State of Florida has named Tamyra K. Dawson, located at 1900 S. Harbor City Blvd., Suite 221, Melbourne, Florida 32901, as its agent to accept service of process within Florida.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Date: March 24, 2009

Tamyra K. Dawson
Tamyra K. Dawson

09 APR -2 PM 2:50
TALLAHASSEE, FLORIDA