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HARRISON, SALE, MCCLOY & THOMPSON

PAGE 01

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Harrison Center Condominium Association, Inc.

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ARTICLES OF INCORPORATION
OF

HARRISON CENTER CONDOMINIUM ASSOCIATION, INC.

In compliance with the laws of the State of Florida, the undersigned do hereby voluntarily associate for the purpose of forming a corporation not-for-profit for the purposes and with powers set forth herein. All capitalized terms set forth herein, to the extent not defined herein, shall have the meanings set forth in the Declaration of Condominium for Harrison Center Condominium Association, Inc. to be recorded in the public records of Bay County, Florida, as it may be modified and supplemented from time to time ("Declaration").

ARTICLE I - NAME

The name of the corporation is HARRISON CENTER CONDOMINIUM ASSOCIATION, INC.

ARTICLE II - REGISTERED AGENT AND REGISTERED OFFICE

The name and address of the initial Registered Agent of this corporation at that address is Nareshkumar Patel whose address is 225 Richard Jackson Blvd., Panama City Beach, Florida 32407.

ARTICLE III - PRINCIPAL OFFICE

The mailing address and principal office of the Association shall be located at 225 Richard Jackson Blvd., Panama City Beach, Florida 32407, but the Association may maintain offices and transact business in such places, within or without the State of Florida, as may from time to time be designated by the Board of Directors.

ARTICLE IV - PURPOSE

The purpose and objectives of the Association shall be to administer the operation and management of Harrison Center, a Condominium ("Condominium"), which may be established in accordance with the Florida Condominium Act, Chapter 718, Florida Statutes ("Act") upon that certain real property situated in Bay County, Florida, described on Exhibit "A" of the Declaration of Condominium for Harrison Center, a Condominium, to be recorded in the public records of Bay County, Florida ("Declaration"), as such Declaration is amended from time to time, and to perform the acts and duties incident to the operation and management of the Condominium in accordance with the provisions of these Articles of Incorporation, the Bylaws of the Association ("Bylaws") (which will be adopted pursuant hereto), and the Declaration, as and when the property described therein together with the improvements situated thereon are submitted to the condominium form of ownership; and to own, operate, encumber, lease, manage, sell, convey, exchange and otherwise deal with the lands submitted to the condominium form of ownership, the improvements thereon, and such other property, real and personal, as may be or become part of the Condominium (collectively

H09000186054 3

"Condominium Property") to the extent necessary or convenient in the administration of the Condominium as provided for in the Declaration. The Association shall be conducted as a non-profit organization for the benefit of its members.

ARTICLE V - POWERS

The Association shall have the following powers:

- A. All of the powers and privileges granted to corporations not-for-profit under the law pursuant to which this corporation is chartered.
- B. All of the powers reasonably necessary to implement and effectuate the purpose of the Association including, without limitation, the power, authority and rights granted under the Declaration and Chapter 718, Florida Statutes.

ARTICLE VI - MEMBERS

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

- A. The owners of all Units in the Condominium shall be members of the Association.
- B. Membership shall be established by the acquisition, of fee simple title to a Unit in the Condominium, or by acquisition of a fee ownership interest therein, by voluntary conveyance or operation of law, and the membership of any person or entity shall be automatically terminated when such person or entity is divested of all title or his entire fee ownership in such Unit; provided, that nothing herein contained shall be construed as terminating the membership of any person or entity owning fee title to or a fee ownership interest in two or more Units at any time while such person or entity shall retain fee title to or a fee ownership interest in any Unit.
- C. 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 the Unit(s) owned by such member. The funds, and assets of the Association shall be expended, held and used only for the benefit of the membership and for the purposes authorized herein, in the Declaration, and in the Bylaws.
- D. On all matters upon which the membership is entitled to vote, as hereinafter provided, the memberships appurtenant to the Units shall have votes as follows: (i) each membership appurtenant to a Unit shall be entitled to one (1) vote per Unit.

ARTICLE VII - EXISTENCE AND DISSOLUTION

The Association shall have perpetual existence. The Association may be dissolved with the assent given in writing and signed by not less than sixty-seven percent (67%) of the First Mortgagees in accordance with the provisions of the Declaration. 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 to be used for purposes similar to those for which this Association was created, or for the general welfare of the residents of the county in which the

H09000186054 3

Condominium Property is located. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to similar purposes.

ARTICLE VIII - MANAGEMENT

The affairs of the Association shall be managed by the President of the Association assisted by the Vice President, Secretary and Treasurer who shall perform the duties of such offices customarily performed by like officers of corporations in the State of Florida subject to the direction of the Board of Directors. The officers of the Association may be compensated in the manner to be provided in the Bylaws. The Board of Directors, or the President, with the approval of the Board of Directors, may employ a managing agent, agency, or other managerial and supervisory personnel or entity to administer or assist in the administration of the operation and management of the Condominium and the affairs of the Association, and any and all such persons or entities may be so employed without regard to whether any such person or entity is a member of the Association or a Director or officer of the Association, as the case may be.

ARTICLE IX - BOARD OF DIRECTORS

This corporation shall have at least three (3) directors. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one.

ARTICLE X - FIRST BOARD OF DIRECTORS

The name and address of the initial Board of Directors who, subject to the provisions of the laws of the State of Florida, these Articles of Incorporation and the Bylaws, shall hold office for the first year of the Association's corporate existence, and thereafter until their successors are selected and have qualified, are as follows:

Nareshkumar Patel
225 Richard Jackson Blvd.
Panama City Beach, Florida 32407

Chetan Patel
225 Richard Jackson Blvd.
Panama City Beach, Florida 32407

Jayeshkumar Patel
225 Richard Jackson Blvd.
Panama City Beach, Florida 32407

H09000186054 3

H09000186054 3

ARTICLE XI - OFFICERS


The officers of the Corporation, who shall hold office until their successors are elected pursuant to these Articles of Incorporation and the Bylaws, and have qualified, shall be the following:

<u>Name and Title</u>	<u>Address</u>
Nareshkumar Patel President	225 Richard Jackson Blvd. Panama City Beach, Florida 32407
Jayeshkumar Patel Vice President/Secretary	225 Richard Jackson Blvd. Panama City Beach, Florida 32407
Chetan Patel Treasurer	225 Richard Jackson Blvd. Panama City Beach, Florida 32407

ARTICLE XII - BYLAWS

The original Bylaws of the Association shall be adopted by a majority vote of the subscribers to these Articles of Incorporation at a meeting at which a majority of the subscribers is present, and, thereafter, the Bylaws may be amended, altered or rescinded by affirmative vote of the majority of the Board of Directors.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 20 day of Aug, 2009.



NARESHKUMAR PATEL
Its: President

H09000186054 3

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

In compliance with Chapter 48.091, Florida Statutes, the following is submitted:

HARRISON CENTER CONDOMINIUM ASSOCIATION, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 225 Richard Jackson Blvd., Panama City Beach, Bay County, Florida 32407, has named Nareshkumar Patel, 225 Richard Jackson Blvd., Panama City Beach, Bay County, Florida 32407, as its agent to accept service of process within the State of Florida.

HARRISON CENTER CONDOMINIUM
ASSOCIATION, INC.

8-20-09
Date

Nareshkumar Patel
NARESHKUMAR PATEL
Its: President

ACKNOWLEDGEMENT:

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.

8-20-09
Date

Nareshkumar Patel
NARESHKUMAR PATEL
Registered Agent

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