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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**THE SHOPPES OF WEST OAKS CONDOMINIUM ASSOCIATION, IN**

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**ARTICLES OF INCORPORATION  
OF  
THE SHOPPES OF WEST OAKS CONDOMINIUM ASSOCIATION, INC.**  
(A corporation not for profit)

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TALLAHASSEE, FLORIDA

The undersigned subscribers and directors hereby file the Articles of Incorporation of The Shoppes of West Oaks Condominium Association, Inc., a not-for-profit Florida corporation, pursuant to F.S. 617.013.

**ARTICLE I**

The name of the Corporation shall be The Shoppes of West Oaks Condominium Association, Inc.

**ARTICLE II**

The purpose for which the Corporation is organized is to establish, maintain and operate any common areas and/or recreational facilities of certain property located in Orange County, Florida, as more particularly described on Exhibit "A" attached hereto and incorporated herein by reference (collectively, the "Property"), not for profit but solely for the mutual advantages of the members, to present a unified effort to the members in protecting the value of the property of the members of the Corporation, and to engage in such other activities with respect to Corporation, and to engage in such other activities with respect to the Property as the Corporation deems appropriate. Without limiting the generality of the foregoing, the Corporation may:

1. Exercise all of the powers and privileges and perform all of the duties and obligations of the Association as set forth in that certain Declaration of Condominium (the "Declaration"), applicable to the property and recorded or to be recorded in the Office of the Clerk of the Court, Orange County, Florida, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;
2. Fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration, to pay all expenses in connection therewith and all office and other expenses in connection therewith and all office and other expenses incident to the business of the Association, including all licenses, taxes, or governmental charges levied or imposed against the property of the Association;
3. Acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;
4. Borrow money, and with the assent of at least eighty percent (80%) of each class of members, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for borrowed or debts incurred;
5. Dedicate, sell or transfer all or any part of the common area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by at least eighty percent (80%) of each class of members, agreeing to such dedication, sale or transfer;

6. Participate in mergers and consolidations with other non-profit organizations organized for the same purposes, provided that such merger, consolidation or annexation shall have the assent of at least eighty percent (80%) of each class of members as set forth in the Declaration.

7. Have and exercise any and all powers, rights, and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Florida by law may now or hereafter have or exercise.

### ARTICLE III

The members of the Corporation shall be limited to owners of "Units" (as defined in the Declaration) of the Property. Every person or entity who is a record owner of a fee or undivided fee interest in any Unit or portion thereof which is subject to assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Unit which is subject to assessment by the Association.

### ARTICLE IV

This corporation shall have perpetual existence.

### ARTICLE V

The name of the initial registered agent and the street address of the initial registered office are Alan Charron, 6700 Conroy Road, Suite 230, Orlando, Florida, 32835.

### ARTICLE VI

The names and addresses of the subscriber hereto is Alan Charron, 6700 Conroy Road, Suite 230, Orlando, Florida, 32835.

### ARTICLE VII

The affairs of the Corporation shall be managed by a Board of Directors consisting of five persons. The Board of Directors shall be elected by the members of the Corporation and shall be elected annually. The Board of Directors shall elect or appoint a President, Vice President, Secretary, Treasurer, and Assistant Secretary at the first meeting of the Board of Directors following each annual meeting of the members. The duties of the officers shall be prescribed by the Bylaws of the Corporation.

### ARTICLE VIII

The names of the officers who are to serve until the first election by the Board of Directors shall be:

President	Alan Charron
Vice President	Robert Kaplus
Secretary	Alan Charron
Treasurer	William Smith

#### ARTICLE IX

The Bylaws of the Association shall be adopted by the Board of Directors. Thereafter, the Bylaws may be amended, all a regular or special meeting of the members, by a vote of a majority of a quorum of members present in person or by proxy.

#### ARTICLE X

The names and addresses of the persons constituting the First Board of Directors and who will serve until the first election are: Alan Charron, Robert Kaplus, each having an address of 6700 Conroy Road, Suite 230, Orlando, Florida, 32835 and Jason Povlick, having an address of 2651 State Road 17 South, Haines City, Florida 33844.

#### ARTICLE XI

Amendments to the Articles of Incorporation may be proposed by any member and adopted by a eighty percent (80%) or greater vote thereof.

#### ARTICLE XII

The Association may be dissolved with the assent given in writing and signed by not less than eighty percent (80%) of members. Upon dissolution of the Association, other 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. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust, or other organization to be devoted to such similar purposes.

IN WITNESS WHEREOF, the undersigned has subscribed his name respectively to the Articles of Incorporation of The Shoppes of West Oaks Condominium Association, Inc, a corporation not for profit, on this 22nd day of September, 2009.

  
Alan Charron, Incorporator

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 608.415 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED COMPANY, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the company is: .

THE SHOPPES OF WEST OAKS  
CONDOMINIUM ASSOCIATION, INC.

6700 Conroy Road, Suite 230, Orlando, Florida, 32835

The name and address of the registered agent and office is:

Alan Charron

(Name)

6700 Conroy Road, Suite 230

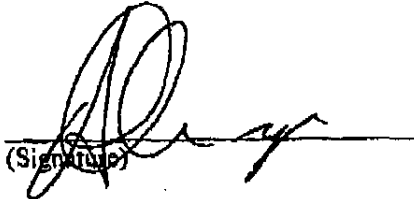
(P. O. Box not acceptable)

Orlando, Florida 32835

(City/State/Zip)

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*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
(Signature)

DIVISION OF CORPORATIONS, P. O. BOX 6327, TALLAHASSEE, FLORIDA 32314