

N09000010786

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

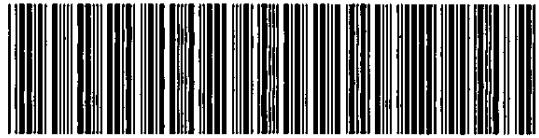
(Document Number)

Certified Copies _____

Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



500162384095

11/06/09--01023--005 **78.75

FILED
09 NOV -6 PM 2:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HERRMANN|HAAHR^{PL}
ATTORNEYS AT LAW

1015 7th Avenue North, St. Petersburg, FL 33705
P. 727.896.7777 F. 727.896.3999
www.hhlegal.com

November 2, 2009

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

Re: Memphis Road Industrial Park Condominium Association, Inc.

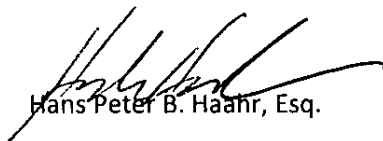
Dear Sir or Madam,

Please find enclosed an original and one copy of the Articles of Incorporation for the above-captioned corporation together with the certificate designating the Registered Agent. Also enclosed is my firm's check in the amount of \$78.75 for the filing fee, certified copy and Registered Agent certification.

Subsequent to the filing of the enclosed Articles of Incorporation, please forward the certified copy of same to my office at the above address together with your Certificate of Incorporation.

Thank you for your assistance in this matter.

Sincerely,
Herrmann & Haahr, PL



Hans Peter B. Haahr, Esq.

Enclosures

ARTICLES OF INCORPORATION
FOR
MEMPHIS ROAD INDUSTRIAL PARK CONDOMINIUM ASSOCIATION,

MEMPHIS ROAD INDUSTRIAL PARK, LLC, a Florida limited liability company, being desirous of forming a corporation not for profit under the provisions of Chapter 617 of the Florida Statutes, states as follows:

ARTICLE I. NAME AND ADDRESS

The name of this corporation shall be Memphis Road Industrial Park Condominium Association, Inc., a Florida not-for-profit corporation, hereinafter referred to as the Association. The street address of the initial principal office of the Association, which is also the mailing address of the Association, is 2083 58th Ave Circle East, Suite A, Bradenton, Florida 34203.

ARTICLE II. PURPOSE

The Association is organized as a corporation not for profit under the terms and provisions of Chapter 617 of the Florida Statutes, and is a condominium association, as referred to and authorized by Section 718.111 of the Florida Statutes. The specific purpose for which the Association is organized is to provide an entity responsible for the operation of a commercial condominium in Manatee County, Florida, known as Memphis Road Industrial Park, a Land Condominium, hereinafter referred to as the Condominium. The Declaration of Condominium and any amendments thereto, whereby the Condominium has been or will be created are hereinafter referred to as the Declaration. The developer of the Condominium is Memphis Road Industrial Park, LLC, a Florida limited liability company, hereinafter referred to as Developer.

The foregoing paragraph enumerates the specific purposes of the Association,

FILED
09 NOV -6 PM 2:41
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

but it is expressly provided hereby that such enumeration shall not be held to limit or restrict in any manner the purposes or powers of the Association otherwise permitted by law.

ARTICLE III. POWERS AND DUTIES

Section 1. The Association shall have all of the common law and statutory powers of a corporation not for profit which are not in conflict with the Declaration and Chapter 718 of the Florida Statutes, hereinafter referred to as the Condominium Act.

Section 2. The Association shall have all of the powers and duties set forth in the Condominium Act, as lawfully modified by these Articles of Incorporation, the Bylaws of the Association or the Declaration.

ARTICLE IV. LIMITATIONS OF ACTIVITIES

No part of the net earnings of the Association shall inure to the benefit of, or be distributable to, any member, director or officer of the Association; provided, however, the Association may pay compensation in a reasonable amount for services rendered and may confer benefits on its members in conformity with its purposes.

ARTICLE V. TERM OF EXISTENCE

The Association shall have perpetual existence, unless dissolved according to law.

ARTICLE VI. MEMBERS

Every owner of a recorded present ownership interest in a unit in the Condominium shall become a member of the Association; provided, however, in the event of termination of the Condominium, members shall be those persons or other

legal entities who are members at the time of such termination, their successors and assigns. Membership in the Association shall be terminated automatically when the ownership interest in the Condominium unit supporting said membership vests in another person or legal entity.

Prior to the recording of the Declaration in the Public Records of Manatee County, Florida, the incorporator shall constitute the sole member of the Association.

ARTICLE VII. BOARD OF DIRECTORS

Section 1. The business affairs of the Association shall be managed by the Board of Directors.

Section 2. This Association shall have four (4) directors initially who are to serve as directors until the first election by the members. The names and addresses of the initial directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Steven P. Solomon	2083 58 th Avenue Circle E Suite A Bradenton, FL 34203
Chris Ritchie	12505 6 th St. E. Treasure Island, FL 33706
Sydney Ritchie	12505 6 th St. E. Treasure Island, FL 33706
John Solomon	2083 58 th Avenue Circle E Suite A Bradenton, FL 34203

Section 3. The number of directors may be changed from time to time as provided by the Bylaws, but their number shall never be less than four (4).

Section 4. The first election of directors shall not be held until unit owners other than Developer are entitled to elect at least one (1) director pursuant to the provisions

of the Condominium Act. Any vacancies in the Board occurring before the first election shall be filled by Developer.

Section 5. Subsequent to the first election of directors, directors entitled to be elected by unit owners other than Developer shall be elected at the annual meeting of the members and shall be qualified and hold office as provided in the Bylaws. Until Developer transfers control of the Association to the non-Developer unit owners, Developer shall be entitled to appoint and remove all directors except those entitled to be elected by the non-Developer unit owners.

SECTION VIII. OFFICERS

Section 1. The officers of the Association shall be a President, one or more Vice Presidents (if determined to be necessary by the Board of Directors), a Secretary and a Treasurer. Such other officers, assistant officers and agents as may be deemed necessary may be elected or appointed from time to time as provided in the Bylaws.

Section 2. The names of the persons who are to serve as officers of the Association until the first annual meeting of the Board of Directors are:

<u>OFFICE</u>	<u>NAME</u>
President	Steven P. Solomon
Vice President	Chris Ritchie
Secretary	John Solomon
Treasurer	Sidney Ritchie

Section 3. The officers shall be elected at each annual meeting of the Board of Directors or as provided in the Bylaws, and each shall serve until his or her successor is chosen and qualified, or until his or her earlier resignation, removal from office or death.

Section 4. The officers shall have such duties, responsibilities, and powers as provided in the Bylaws and the Florida Statutes.

ARTICLE IX. AMENDMENTS

These Articles of Incorporation may be amended as provided in the Florida Statutes, as amended from time to time.

ARTICLE X. INITIAL REGISTERED OFFICE AND AGENT


The street address of the initial registered office of this Association is 2083 58th Ave Circle East, Suite A, Bradenton, Florida 34203, and the name of the initial registered agent of this Association located at that address is Steven P. Solomon.

ARTICLE XI. INCORPORATORS

The name and address of the incorporator is Memphis Road Industrial Park, LLC, 2083 58th Avenue Circle East, Suite A, Bradenton, Florida 34203.

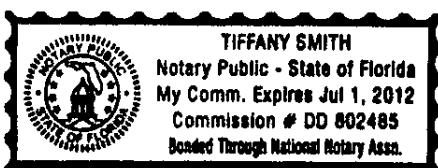
WHEREFORE, for the purpose of forming a corporation not for profit under the provisions of Chapter 617 of the Florida Statutes, the undersigned, constituting the incorporator hereof, has caused these Articles of Incorporation to be executed this 3rd day of November, 2009.

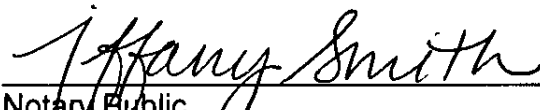
MEMPHIS ROAD INDUSTRIAL PARK, LLC.

By: 
Steven P. Solomon, MGRM

STATE OF FLORIDA)
COUNTY OF MANATEE)

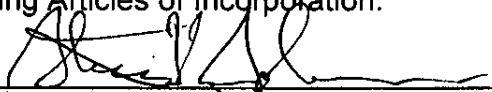
The foregoing instrument was acknowledged before me this 3 day of November, 2009, by Steven P. Solomon, the President of Memphis Road Industrial Park, LLC, a Florida limited liability company, on behalf of the company. He is personally known to me or has produced _____ as identification and did (did not) take an oath.




Notary Public

ACCEPTANCE

I HEREBY ACCEPT the designation as initial Registered Agent for the Association, as stated in the foregoing Articles of Incorporation.

 (SEAL)

Steven P. Solomon

FILED

09 NOV -6 PM 2:11

SECRETARY OF STATE
TALLAHASSEE, FLORIDA