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2011 FEB 17 PM 4:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch FEB 18 2011

COVER LETTER

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

SUBJECT: PARKVIEW RESORT 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: Lucas A. Smith, Esq./Weinstock & Scavo, P.C.
Name (Printed or typed)

3405 Piedmont Rd NE Suite 300
Address

Atlanta, GA 30305
City, State & Zip

404-231-3999
Daytime Telephone number

lsmith@wslaw.net
E-mail address: (to be used for future annual report notification)

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

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2011 FEB 17 PM 4:41

NOTARY PUBLIC
STATE OF FLORIDA
JAN 10 2011

**ARTICLES OF INCORPORATION
OF
PARKVIEW RESORT CONDOMINIUM ASSOCIATION, INC.**

We, the undersigned, hereby associate ourselves together for the purpose of forming a non-profit Association under the laws of the State of Florida, pursuant to Chapter 617, Florida Statutes, and hereby certify as follows:

ARTICLE I.

The name of this Association, hereinafter referred to as the "Association," shall be **PARKVIEW RESORT CONDOMINIUM ASSOCIATION, INC.** Its principal office and place of business shall be at 6233 International Drive, Orlando, Florida 32819, Orange County, Florida. The Board of Directors may from time to time move the principal office of the Association to any other address in the State of Florida.

ARTICLE II.

The purpose for which the corporation is organized is:

(1) The Association is formed for the purpose of undertaking all of the functions contained herein and in the Declaration of Condominium for The Parkview Resort, a Condominium, recorded or to be recorded in the Official Record Books of Orange County, Florida and for the purpose of performing all functions allocated to such Association by Chapter 718, Florida Statutes ("Condominium Act") and the applicable provisions of the Florida Vacation Plan and Time-Sharing Act, Chapter 721, Florida Statutes ("Timeshare Act") and to further own, operate, lease, sell, trade, and otherwise deal with property described in said Declaration in accordance with the provisions of the Condominium Act, Timeshare Act, and said Declaration, the Bylaws of the Association ("Bylaws") and these Articles.

(2) In addition, and not in limitation of the foregoing, although Developer retains the right to form other condominium associations, the Association is formed for the purpose of being the Association as referred to within the Declaration and maintaining, operating and managing Condominium.

In furtherance of the purposes of the Association, the Association may:

A. exercise all of the powers and privileges and perform all of the duties and obligations of the Association as set forth in the aforescribed Declaration as the same may be amended from time to time as therein provided, such Declaration being incorporated herein as if set forth at length;

B. fix, levy, collect and enforce payment by any lawful means, all charges and assessments pursuant to the terms of said Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against any property of the Association;

C. 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;

D. borrow money, and as appropriate, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

E. exercise all of the common law and statutory powers of a corporation not for profit established to govern a Florida condominium; provided, however, that no action shall be taken which conflicts with said Declaration, the Condominium Act or the Timeshare Act;

F. make and enforce reasonable rules and regulations governing the use of Units, Common Elements, Limited Common Elements (as defined in the Declaration) and any property owned by the Association;

G. maintain, repair, replace and operate property over which the Association has full ownership or the right and power to maintain, replace and operate in accordance with these Articles of Incorporation, said Declaration, the Condominium Act, the Timeshare Act and the Bylaws for this Association;

H. reconstruct improvements as required in said Declaration;

I. enforce by legal means the provisions of the Condominium Act, Timeshare Act, these Articles of Incorporation, the Bylaws of the Association and the regulations to the use of the property of the Condominium;

J. participate in mergers and consolidations with other not for profit corporations organized for the same or similar purposes;

K. make and collect Assessments against Owners (as defined in the Declaration) to defray the costs, expenses and losses of the Condominium(s);

L. use the proceeds of assessments in the exercise of its powers and duties;

M. maintain, repair, replace and operate the property of the Condominium(s) (as defined in the Declaration);

N. purchase insurance upon the property of the Condominium(s) and insurance for the protection of the Association and its members as Owners;

O. reconstruct the improvements after casualty and to further improve the property;

P. approve or disapprove the transfer, mortgage and ownership of Units as may be provided in the Declaration of Condominium and Bylaws;

Q. contract for the management of the Condominium(s) and to delegate to such contractors all powers and duties of the Association except as such are specifically required by the Declaration of Condominium to have the approval of the Board of Directors or the membership of the Association;

R. contract for the management or operation of portions of the Common Elements (as defined in the Declaration) susceptible to separate management or operation, and to lease such portions; and

S. employ personnel to perform the services required for proper operation of the Condominium(s).

ARTICLE III.

Every person or entity who is the record owner of a fee or undivided fee interest in any Unit or Timeshare Interest within the Condominium shall be a member of the Association provided, however, each Unit or Timeshare Interest, as applicable, shall have only one (1) membership regardless of how many persons own the Unit or Timeshare Interest. The foregoing is not intended to include persons or entities owning interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from the ownership of the Unit or Timeshare Interest within the Condominium.

All persons who are owners of Condominium Units or Timeshare Interests within said Condominium(s) shall automatically be members of this Association. Such membership shall automatically terminate when such person is no longer an Owner of a Condominium Unit or Timeshare Interest. Membership in the Association shall be limited to such

Owners.

Persons who own Timeshare Interests under a Timeshare Plan, as defined in the Declaration, shall be members of this Association, with their rights and duties to be as defined in the Declaration.

Subject to the foregoing, admission to and termination of membership shall be governed by the Declaration.

ARTICLE IV.

This Association shall have perpetual existence.

ARTICLE V.

The name and residence of the incorporator of these Articles of Incorporation is as follows:

Howard Cheng
6233 International Drive
Orlando, Florida 32819

ARTICLE VI.

(1) The affairs of the Association shall be managed and governed by a Board of Directors composed of five members nor more than the number specified in the Bylaws. The directors, subsequent to the first Board of Directors, shall be elected at the annual meeting of the membership, for a term of two (2) years (except as otherwise provided in the Bylaws), or until their successors shall be elected and shall qualify. Provisions for such election, and provisions respecting the removal, disqualification and resignation of directors and for filling vacancies of the Board of Directors shall be established by the Bylaws.

(2) The principal officers of the Association shall be: President, Vice-President, Secretary, and Treasurer, who shall each be elected from time to time in the manner set forth in the Bylaws adopted by the Association.

ARTICLE VII.

The names of the officers who are to serve until the election of officers, pursuant to the terms of the Declaration and Bylaws, are as follows:

Show-Lain Cheng	President
Jack Cheng	Vice-President
Howard Cheng	Treasurer
Hung-Ru Liao-Sim	Secretary

ARTICLE VIII.

The following shall constitute the first Board of Directors and shall serve until the first election of the Board of Directors at the first regular meeting of the membership.

Show-Lain Cheng	6233 International Drive Orlando, Florida 32819
Jack Cheng	6233 International Drive Orlando, Florida 32819

Howard Cheng

6233 International Drive
Orlando, Florida 32819

ARTICLE IX.

The Bylaws of the Association shall initially be made and adopted by its first Board of Directors.

Prior to the time the *first Declaration* is filed in the Public Records of Orange County, Florida, said first Board of Directors shall have full power to amend, alter or rescind said Bylaws by a majority vote.

After the aforesaid Declaration is so filed, the Bylaws may be amended, altered, supplemented or modified by the membership at the annual meeting, or at a duly convened special meeting of the membership, by vote, as follows:

A. If the proposed change has been approved by the unanimous approval of the Board of Directors, then it shall require only a majority vote of the total membership to be adopted.

B. If the proposed change has not been approved by the unanimous vote of the Board of Directors, then the proposed change must be approved by seventy-five percent (75%) of the total vote of the membership.

ARTICLE X.

Amendments to these Articles of Incorporation may be proposed by any member or Director, and shall be adopted in the same manner as is provided for the amendment of the Bylaws as set forth in Article IX above. Said amendment(s) shall be effective when a copy thereof, together with an attached certificate of approval by the membership, sealed, with the corporate seal, signed by the Secretary or an Assistant Secretary, and executed and acknowledged by the President or Vice-President, has been filed with the Secretary of State, State of Florida, and all filing fees paid.

ARTICLE XI.

This Association shall have all of the powers set forth in Section 617.021, Florida Statutes, all of the powers set forth in the Condominium Act and the applicable provisions of the Florida Timeshare Act, and all powers granted to it by the Declaration and exhibits annexed thereto, including the power to contract for the management of the Condominium and its recreational facilities.

ARTICLE XII.

There shall be no dividends paid to any of the members, nor shall any part of the income of the Association be distributed to its Board of Directors or officers. In the event there are any excess receipts over disbursements as a result of performing services, such excess shall be applied against future expenses. The Association may pay compensation in a reasonable amount to its members, directors and officers for services rendered, may confer benefits upon its members in conformity with its purposes, and upon dissolution or liquidation, may make distribution to its members as is permitted by the court having jurisdiction thereof, and no such payment, benefit or distribution shall be deemed to be a dividend or distribution of income.

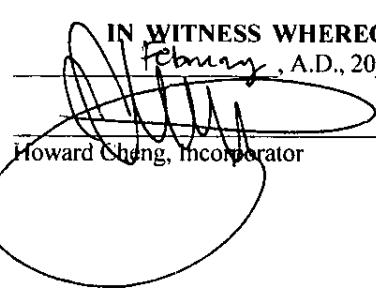
This Association shall issue no shares of stock of any kind or nature whatsoever. Membership in the Association and the transfer thereof, as well as the number of members, shall be upon such terms and conditions as provided for in the Declaration and Bylaws. The voting rights of the Owners of Units and Timeshare Interests in said Condominium Property shall be as set forth in the Declaration and/or Bylaws.

ARTICLE XIII.

(2) **Assessments.** The Assessments as referenced above shall be used for the maintenance, repair, upkeep and replacement of the surface water or stormwater management systems including but not limited to work within retention areas, drainage structures and drainage easements.

(3) **Dissolution.** In the event of termination, dissolution or final liquidation of the Association, the responsibility for the maintenance, repair, upkeep, replacement and operation of any surface water or stormwater management system applicable to the Condominium(s) Property must be transferred to an accepted by an entity which would comply with relevant law including, if applicable, Section 40C-42.027, F.A.C., and be approved by any applicable water management district prior to such termination, dissolution or liquidation.

IN WITNESS WHEREOF, the incorporator hereto has hereunto set his hand and seal this 11th day of February, A.D., 2011.


Howard Cheng, Incorporator

STATE OF New York
COUNTY OF Queens

The foregoing instrument was acknowledged before me this 11th day of February 2011, by Howard Cheng, who is personally known to me or who has produced valid identification.

Hung-Ru Liao-Sim
Signature

Notary Name: Hung-Ru Liao-Sim
Title/Rank: Notary Public
Serial #: 0116150956



My commission expires: 8/7/2014

This instrument was prepared by:

Weinstock & Scavo, P.C./Cathleen R. Smith, Esq.
3405 Piedmont Road, Suite 300
Atlanta, Georgia 30305

CERTIFICATE OF AGENT UPON WHOM PROCESS MAY BE SERVED.

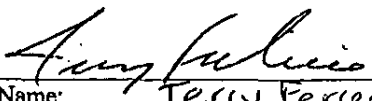
In pursuance of Chapter 617, Florida Statutes, the following is submitted, in compliance with said Act:

First - **PARKVIEW RESORT CONDOMINIUM ASSOCIATION, INC.**, desiring to incorporate under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 6233 International Drive Orlando, Florida 32819, County of Orange, State of Florida, has named Corporation Service Company, located at 1201 Hays Street, Tallahassee, Florida 32301, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

Corporation Service Company

By: 
Print Name: Terry Ferrentino
Print Title: Asst VP

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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA