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FLORIDA PROFIT/NON PROFIT CORPORATION
Maitland West Business Condominium Association, Inc.

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ARTICLES OF INCORPORATION**OF****MAITLAND WEST BUSINESS CONDOMINIUM ASSOCIATION, INC.**

The undersigned Incorporator, for the purpose of forming a corporation not for profit, pursuant to the Florida Not For Profit Corporation Act (Chapter 617, Florida Statutes), to serve as the condominium association for Maitland West Business Condominium (the "Condominium"), located in Orange County, Florida, which has or is being created pursuant to that certain Declaration of Condominium for Maitland West Business Condominium recorded or to be recorded in the Public Records of Orange County, Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME OF CORPORATION

The name of the corporation shall be MAITLAND WEST BUSINESS CONDOMINIUM ASSOCIATION, INC. For convenience, the corporation shall be referred to in this instrument as the "Association," these Articles of Incorporation as the "Articles," and the Bylaws of the Association as the "Bylaws."

ARTICLE II - PRINCIPAL OFFICE OF THE ASSOCIATION

The principal office and mailing address of the Association shall be 2701 Maitland Center Parkway, Suite 225, Maitland, Florida 32751, or at such other place as may be subsequently designated by the Board of Directors of the Association.

ARTICLE III - PURPOSE

The purpose for which the Association is formed is to serve as the condominium association for the Condominium, and to provide a corporate entity pursuant to the Florida Condominium Act, Chapter 718, Florida Statutes, as it exists on the date hereof (the "Condominium Act"), for the operation of the Condominium.

ARTICLE IV - DEFINITIONS

The term "Declaration" shall mean that certain Declaration of Condominium for Maitland West Business Condominium recorded or to be recorded in the Public Records of Orange County, Florida, as it may be amended from time to time, which encumbers the property more particularly described in the Declaration. All other terms used in these Articles shall have the same definitions and meanings as those set forth in the Declaration, unless herein provided to the contrary, or unless the context otherwise requires.

ARTICLE V - POWERS

Section 1. General. The Association shall have all of the common law and statutory powers and duties of a corporation not for profit formed as a condominium association under the Laws of Florida (including without limitation the Condominium Act), except as expressly limited or restricted by the terms of these Articles, the Declaration, the Bylaws or the Condominium Act.

Section 2. Association Property. All funds and the title to all properties owned or acquired by the Association and their proceeds shall be held for the benefit and use of the members of the Association in accordance with the provisions of the Declaration, these Articles and the Bylaws.

Section 3. Assessments. The Association may make and collect assessments against its members, and may use the proceeds of assessments in the exercise of its powers and duties.

Section 4. Distribution of Income; Dissolution. The Association shall not pay a dividend to its members and shall make no distribution of income to its members, directors or officers, and upon dissolution, all assets of the Association shall be transferred only to another non-profit corporation or a public agency or as otherwise authorized by the Florida Not For Profit Corporation Act. Notwithstanding the foregoing, the Association may make refunds to its members, giving credits to its members, disbursing insurance proceeds to its members or disbursing or paying settlements to its members.

ARTICLE VI - MEMBERSHIP

Section 1. Members. The members of the Association shall consist of all of the Unit Owners of Units in the Condominium from time to time, as more particularly set forth in the Declaration.

Section 2. Assignment. 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 the Unit for which that share is held.

Section 3. Voting. On all matters upon which the membership shall be entitled to vote, there shall be one vote for each percentage point of the percentage of total assessments of each member as set forth in the Declaration. All votes shall be exercised or cast in the manner provided by the Declaration, the Bylaws and the Condominium Act. Any person or entity owning more than one Unit shall be entitled to cast the aggregate number of votes attributable to all Units owned.

Section 4. Meetings. The Bylaws shall provide for an annual meeting of the members of the Association, and may make provision for regular and special meetings of members other than the annual meeting.

ARTICLE VII - DIRECTORS

Section 1. Duties and Powers. All of the duties and powers of the Association existing under the Condominium Act, the Declaration, these Articles and the Bylaws shall be exercised exclusively by the Board of Directors, its agents, managers, contractors or employees, subject only to approval by members when such approval is specifically required. The Board of Directors shall constitute the "Board of Administrators" as such term is used in the Condominium Act.

Section 2. Number and Qualification. The property, business and affairs of the Association shall be managed by a Board of Directors consisting of five (5) directors. Directors need not be members of the Association.

Section 3. Election; Removal. Directors of the Association shall be elected in the manner determined by and subject to the qualifications set forth in the Bylaws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the Bylaws.

Section 4. Initial Directors. The names and addresses of the members of the initial Board of Directors who shall hold office until their successors are elected and have taken office, as provided in the Bylaws, are as follows:

<u>Unit Appt</u>	<u>Unit Name</u>	<u>Address</u>
B	Reid S. Berman	2701 Maitland Center Parkway Suite 225 Maitland, FL 32751
C	Clifford Stein	2701 Maitland Center Parkway Suite 225 Maitland, FL 32751
A	Brian Spear	700 W. Morse Boulevard Suite 220 Winter Park, Florida 32789
A	Paul Missigman	700 W. Morse Boulevard Suite 220 Winter Park, Florida 32789
A	Dean Price	700 W. Morse Boulevard Suite 220 Winter Park, Florida 32789

Section 5. Standards. A director shall discharge his or her duties as a director, including any duties as a member of a committee, in good faith, with the care an ordinarily prudent person in a like position would exercise under similar circumstances, and in a manner reasonably believed to be in the best interests of the Association.

ARTICLE VIII - OFFICERS

The affairs of the Association shall be administered by the officers holding the offices designated in the Bylaws. The officers shall be elected by the Board of Directors of the Association and shall serve at the pleasure of the Board of Directors. The Bylaws may provide for the removal from office of officers, for filling vacancies and for the duties and qualifications of the officers.

ARTICLE IX - INCORPORATOR

The name and address of the Incorporator of this Association is:

Name

Address

Reid S. Berman

2701 Maitland Center Parkway
Suite 225
Maitland, FL 32751

**ARTICLE X - INITIAL REGISTERED OFFICE;
ADDRESS AND NAME OF REGISTERED AGENT**

The initial registered office of this Association shall be at 2701 Maitland Center Parkway, Suite 225, Maitland, FL 32751 with the privilege of having its office and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be Reid S. Berman.

ARTICLE XI - BYLAWS

The Bylaws of the Association shall be adopted by the Board of Directors and may be thereafter altered, amended or rescinded only by affirmative vote of two-thirds (2/3%) of the votes entitled to be cast by members of the Association except as otherwise provided therein. Notwithstanding anything contained herein or in the Bylaws of the Association or the Declaration to the contrary, the provisions of section 3.01 of the Bylaws may only be amended upon a unanimous vote of the Members.

ARTICLE XII - AMENDMENTS

Amendments to these Articles shall be proposed and adopted in the following manner:

Section 1. Notice. Notice of a proposed amendment shall be included in the notice of any meeting at which the proposed amendment is to be considered and shall be otherwise given in the time and manner provided in the Florida Not for Profit Corporation Act and the Condominium Act. Such notice shall contain the proposed amendment or a summary of the changes to be affected thereby.

Section 2. Adoption. Amendments shall be proposed and adopted in the manner provided in the Florida Not For Profit Corporation Act and in the Condominium Act (the latter to control over the former to the extent provided for in the Condominium Act).

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Section 3. Recording. A copy of each amendment shall be filed with the Secretary of State pursuant to the provisions of applicable Florida law, and a copy certified by the Secretary of State shall be recorded in the public records of Orange County, Florida with an identification on the first page thereof of the book and page of said public records where the Declaration is recorded.

ARTICLE XIII - TERM OF EXISTENCE

The Association shall have perpetual existence.

ARTICLE XIV - INDEMNIFICATION OF OFFICERS AND DIRECTORS

Section 1. The Association shall defend, indemnify and hold harmless any person who is made a party or is threatened to be made a party to any action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he or she is or was a director, officer, committee member, employee or agent of the Association, but only if and to the extent he or she acted in good faith and, with respect to any criminal action or proceeding, he or she reasonably believed his or her conduct was lawful. This obligation includes, without limitation, payment of all judgments, fines, penalties, interest, settlement payments and expenses (including without limitation the reasonable fees and disbursements of attorneys, paralegals, experts and consultants in preparation for and during all pretrial, trial, retrial, appellate and post-judgment proceedings) actually and reasonably incurred by him or her in connection with any such action, suit or proceeding.

Section 2. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or upon a plea of *nolo contendere* or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith, or, with respect to any criminal action or proceeding, that such person had reasonable cause to believe that his or her conduct was unlawful.

Section 3. Notwithstanding any other provision hereof to the contrary, no indemnification shall be made in respect of any claim, issue or matter as to which such person shall have been adjudged to be liable for gross negligence or misconduct in the performance of his or her duty to the Association.

Section 4. Expenses incurred in defending a civil or criminal action, suit or proceeding shall be paid by the Association from time to time as incurred rather than only after the final disposition of such action, suit or proceeding. Payment of such expenses shall be made in each specific case only after receipt by the Association of an undertaking by or on behalf of the director or officer to repay such amounts if it shall later develop that he or she is not entitled to be indemnified by the Association.

Section 5. The indemnification provided by this Article shall not be deemed exclusive of any other rights to which the Association's directors or officers may be entitled under the Declaration, the Bylaws, any agreement, any vote of members or disinterested directors, or otherwise, both as to actions in their official capabilities and as to action in another capacity while holding such offices or positions, and shall continue as to a person who has ceased to be a

director, officer, committee member, agent or employee and shall inure to the benefit of the heirs, executors and administrators of such a person.

Section 6. The Association shall have the power, but shall not be obligated, to purchase and maintain indemnification insurance to provide coverage for any liability asserted against any director or officer of the Association in any of his or her capacities as described in Section 1, whether or not the Association would have the power to indemnify him or her under this Article.

Section 7. Any person requesting indemnification shall first look to any insurance maintained by the Association for indemnification against expenses (including attorneys' fees), judgments, fines, and amounts paid in settlement (as described above). The Association shall be obligated to indemnify such person (if entitled to indemnification by the Association) only to the extent such insurance does not indemnify such person. In the event that any expenses, judgments, fines, or amounts paid in settlement are paid pursuant to insurance maintained by such Association, the Association shall have no obligation to reimburse the insurance company.

ARTICLE XV - INCONSISTENCY

If there are conflicts between the provisions of Florida law, the Declaration, these Articles of Incorporation and the Bylaws, the provisions of Florida law, the Declaration, these Articles of Incorporation and the Bylaws (in that order) shall prevail.

ARTICLE XVI - EFFECTIVE DATE

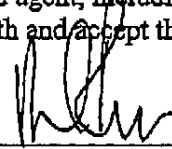
These Articles of Incorporation shall be effective on February 28, 2012.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation this 28 day of Feb, 2012.


Reid S. Berman, Sole Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent to accept service of process at the place designated in the foregoing Articles of Incorporation, I hereby accept such designation and agree to act in such capacity and comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent, including the provisions of Section 48.091 of the Florida Statutes. I am familiar with and accept the duties and obligations of Section 617.0503 of the Florida Statutes.


Reid S. Berman

Dated: Feb 28, 2012

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TALLAHASSEE, FL 32399