#### Florida Department of State

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#### FLORIDA PROFIT/NON PROFIT CORPORATION SSV PROFESSIONAL CENTER CONDOMINIUM ASSOCIATION, INC

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Certificate of Status	0
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#### ARTICLES OF INCORPORATION (NOT FOR PROFIT) OF

# SSV PROFESSIONAL CENTER CONDOMINIUM ASSOCIATION, INC.,

a Florida Not for Profit Corporation organized under the laws of the State of Florida

The undersigned subscribers to these Articles of Incorporation each competent as an incorporator pursuant to the provisions of sections 617.02011, Florida Statutes, desiring to associate for the purpose of forming a Florida Not-for-Profit Corporation pursuant to Chapter 617, do hereby certify as follows:

#### ARTICLE I. NAME OF THE CORPORATION

The name of the Corporation is and shall be:

## SSV PROFESSIONAL CENTER CONDOMINIUM ASSOCIATION, INC., a Florida Not for Profit Corporation

## ARTICLE II. GENERAL PURPOSE OF CORPORATION

The general purposes for which this Corporation is organized are as follows:

(1) The Corporation is organized to be the "Association" as provided for in the "Declaration of Condominium for SSV Professional Center, a Condominium located in Marion County, Florida. The Corporation does not contemplate any pecuniary profit.

#### ARTICLE III. PRINCIPAL OFFICE and MAILING ADDRESS

The principal office and mailing address of this Corporation are:

11253 Bridge House Road Windermere, FL 34786

#### ARTICLE IV. REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this Corporation in the State of Florida is:

9471 Baymeadows Road, Suite 404, Jacksonville, FL 32256.

The name of the initial Registered Agent at that address is:

Francis M. Boyer, Esq.

ARTICLE V.
INITIAL BOARD OF DIRECTORS and/or OFFICERS

The number of directors constituting the initial board of directors and/or officers shall be one (1) and the names and address of each person who is to serve as a member thereof is as follows:

NAME OF DIRECTOR

ADDRESS

Dr. VISHNU REDDY

11253 Bridge House Road Windermere, FL 34786

#### ARTICLE VI. INCORPORATORS

The name and address of the each incorporator is:

Name

Address

NAME

**ADDRESS** 

Dr. VISHNU REDDY

11253 Bridge House Road Windermere, FL 34786

#### ARTICLE VII. MANNER OF ELECTION

The manner in which the directors are elected or appointed shall be stated in the Bylaws.

#### ARTICLE VIII. BOARD OF DIRECTORS

The Corporation shall be managed and governed by a Board of Directors composed of not less than three (3) nor more than five (5) members. The initial Board of Directors shall have at least one (1) member. The number of Directors on the Board of Directors shall always be an odd number. Directors of the Association shall be elected at the meeting of the members in the manner determined by the Bylaws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the Bylaws. The first election of Directors after the appointment provided above shall not be held until after the developer's control of the condominium has terminated. The initial Directors named in these Articles shall serve until the first election of Directors, and any vacancies in their number occurring before the first election shall be filled by the remaining Directors. At each meeting thereafter, the members shall elect the appropriate number of directors for a term of three (3) years.

## ARTICLE IX. EXERCISE OF CORPORATE POWERS

The Corporation shall have all of the powers provided by the Florida Statutes for this type of corporation, and as provided to the "Association" by the "declaration of Condominium of SSV Professional Center, a Condominium," located in Marion County, Florida.

#### ARTICLE X. MEMBERSHIP

The Unit Owners in the SSV Professional Center, a Condominium, are members and shareholders of the Corporation.

#### ARTICLE XI. REMOVAL OF DIRECTORS

Any or all directors may be removed in accordance with the provisions of Section 617.0808, Florida Statutes.

#### ARTICLE XII. ACTION BY DIRECTORS WITHOUT A MEETING

Any action which may be taken at a meeting of the directors or a 'committee thereof may be taken without a meeting, provided that a consent in writing setting forth the action so to be taken, signed by all of the directors or all the members of the committee, as the case may be, is filed in the minutes of the proceedings of the board of directors or of the committee.

#### ARTICLE XII. AMENDMENT OF ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended at any time in accordance with the provisions of Section 617.1001, Florida Statutes. This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. Articles may be amended at any time by a majority vote of the shareholders

#### ARTICLE XV. GENERAL POWERS

This Corporation shall have all powers which a corporation of this nature under the laws of the State of Florida may legally exercise, including but not limited to all of those powers enumerated and set forth in Section 617.0302. Florida Statutes.

#### ARTICLE XVI. OFFICERS

The Officers of this Corporation shall consist of a President, a Secretary and a Treasurer, each of whom shall be elected by the board of directors in the manner and at the time prescribed in the By-Laws of the Corporation. Such other officers and assistant officers and agents as may be deemed necessary may be elected or

appointed by the board of directors or chosen in such other manner as may be prescribed by the by-laws. Any two or more officers may be held by the same person.

#### ARTICLE XVII. DURATION OF CORPORATE EXISTANCE

This Corporation shall have perpetual existence unless dissolved sooner according to law. Corporate existence shall commence upon the filing of these Articles of Incorporation with the Florida Department of State.

## ARTICLE XVIII. INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law. No Officer or Director shall be personally liable for monetary damages to the Corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, unless that Officer or Director breached or failed to perform his duties as an Officer or Director as provided by Fla. Stat. §617.0831.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto, by setting his hand and seal, executed these Articles of Incorporation on this 25 day of

<u> Jurse</u>, 2012.

Dr. VISHNU-REDDY, as Incorporator

JUN 26 PH 12: CRETARY OF STATE

# CERTIFICATE DESIGNATING PLACE AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED IN THE STATE OF FLORIDA OF

## SSV PROFESSIONAL CENTER CONDOMINIUM ASSOCIATION, INC.,

a Florida Not for Profit Corporation organized under the laws of the State of Florida

In compliance with Fla. Stat. §48.091, the following is submitted:

That SSV PROFESSIONAL CENTER CONDOMINIUM ASSOCIATION, INC., a Florida Not for Profit Corporation, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the ARTICLES OF INCORPORATION, in the

9471 Baymeadows Road, Suite 404 Jacksonville, FL 32256

has named Francis M. Boyer, Esq., as its agent to account service of process within this State.

Dr. VISHNU REDDY

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

HAVING BEEN been so named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby accept to accept this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performances of my duties, and I am familiar with and accept the obligations of my position as Registered Agent, and agree to comply with the provisions of said Act relative to keeping open said office.

Dated this 25 day of \_\_\_\_\_, 2012.

7. Boyer

Francis M. Boyer, Esq. Registered Agent