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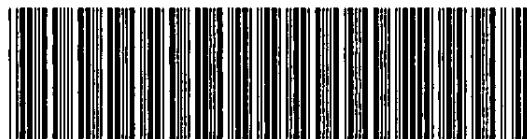
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FLORIDA DEPARTMENT OF STATE  
Division of Corporations

August 6, 2013

SILVER LAW GROUP  
ATTN: LINDA E CONLEY  
87889 OVERSEAS HWY, P O BOX 710  
ISLAMORADA, FL 33036

SUBJECT: WALKER'S ISLAND CONDOMINIUM ASSOCIATION, INC.  
Ref. Number: W13000043805

We have received your document for WALKER'S ISLAND CONDOMINIUM ASSOCIATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Pamela Smith  
Regulatory Specialist II

Letter Number: 313A00018805

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**SILVER**  
LAW GROUP

**VIA FEDERAL EXPRESS**

Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

August 15, 2013

87889 Overseas Highway  
P. O. Box 710  
Islamorada, Florida 33036

Phone: 305-664 -3363  
Fax: 305-664 -3365

**Re: Articles of Incorporation  
Walker's Island Condominium Association  
of the Florida Keys, Inc.**

Dear Sir or Madam:

Enclosed for filing, please find the revised Articles of Incorporation reflecting the new name of Walker's Island Condominium Association of the Florida Keys, Inc. A copy of your August 6, 2013 letter is also enclosed. Please return the certified copy to the address shown above.

Should you have any questions, please do not hesitate to contact our office.  
Thank you for your assistance in this regard.

Sincerely,

Linda E. Conley, Paralegal to  
Patricia M. Silver, Esq.

/lec  
Enclosures



**SILVER**  
LAW GROUP

**VIA FEDERAL EXPRESS**

Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

July 31, 2013

87889 Overseas Highway  
P. O. Box 710  
Islamorada, Florida 33036

Phone: 305-664 -3363  
Fax: 305-664 -3365

**Re: Articles of Incorporation  
Walker's Island Condominium Association, Inc.**

Dear Sir or Madam:

Enclosed for filing, please find the Articles of Incorporation for Walker's Island Condominium Association, Inc. Also enclosed is our firm's check in the amount of \$78.75, including payment for a certified copy of the Articles. Please return the certified copy to the address shown above.

Should you have any questions, please do not hesitate to contact our office.  
Thank you for your assistance in this regard.

Sincerely,

Linda E. Conley, Paralegal to  
Patricia M. Silver, Esq.

/lec  
Enclosures

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**ARTICLES OF INCORPORATION  
of  
WALKER'S ISLAND CONDOMINIUM ASSOCIATION OF  
THE FLORIDA KEYS, INC.**

*A Florida corporation not for profit*

The undersigned incorporator, for the purpose of forming a not for profit corporation under the laws of the state of Florida, hereby adopts the following Articles of Incorporation:

**ARTICLE 1**

**NAME AND ADDRESS**

The name of the corporation shall be WALKER'S ISLAND CONDOMINIUM ASSOCIATION OF THE FLORIDA KEYS, INC. The principal address of the Corporation is c/o Silver Law Group, 87889 Overseas Highway, Islamorada, Florida 33036, with a mailing address of P.O. Box 710, Islamorada, FL 33036. For convenience, the Corporation shall be referred to in this instrument as the "Association," the Declaration of Condominium as the "Declaration," these Articles of Incorporation as the "Articles," and the By-Laws of the Association as the "By-Laws."

**ARTICLE 2**

**PURPOSE**

The purpose for which the Association is organized is to provide an entity under the Florida Condominium Act as it exists on the date hereof (the "Act") for the operation of that certain condominium located or to be located in Monroe County, Florida, and known as WALKER'S ISLAND CONDOMINIUM ASSOCIATION OF THE FLORIDA KEYS, INC.

**ARTICLE 3**

**DEFINITIONS**

The 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 4**

**POWERS**

The powers of the Association shall include and be governed by the following:

- 4.1. General. The Association shall have all the common-law and statutory powers of a not for profit corporation under the laws of the state of Florida

that are not in conflict with the provisions of these Articles, the Declaration, the By-Laws or the Act.

4.2. Enumeration. The Association shall have the powers set forth in the Act except as limited by these Articles, the By-Laws and the Declaration (to the extent that they are not in conflict with the Act) and all of the powers reasonably necessary to operate the Condominium under the Declaration and as more particularly described in the By-Laws, including, but not limited to, the following;

- a. To make and collect assessments and other charges against members as Unit Owners, and to use the proceeds thereof in the exercise of its powers and duties.
- b. To buy, own, operate, lease, sell, trade and mortgage both real and personal property as may be necessary or convenience in the administration of the Condominiums or Association Property.
- c. To maintain, repair, replace, reconstruct, add to, and operate the Condominium Property, and other property acquired or leased by the Association.
- d. To purchase insurance upon the Condominium Property and insurance for the protection of the Association, its Officers, Directors and Unit Owners.
- e. To make and amend reasonable rules and regulations as provided in the By-Laws.
- f. To approve or disapprove the leasing, transfer of ownership, and occupancy to the extent authorized by the Declaration.
- g. To enforce by legal means the provisions of the Act, the Declaration, these Articles, the By-Laws, and the Rules and Regulations.
- h. To contract for the management and maintenance of the Condominium Property and to authorize a management agent (which may be an affiliate of the Developer) to assist the Association in carrying out its powers and duties by performing such functions as the submission of proposals, collection of assessments, preparation of records, enforcement of rules, and maintenance, repair and replacement of the Common Elements using funds made available by the Association. The Association and its Officers shall, however, retain at all times the powers and duties granted by the Condominium Act, including, but not limited to, the levy of assessments, promulgation of rules, and execution of contracts on behalf of the Association.
- i. To employ personnel to perform the services required for the proper operation, maintenance, conservation and use of the Condominium.
- j. To borrow money, pledge the assets of the Association as security for borrowed funds, and execute evidence of indebtedness.

- 4.3. Condominium Property. All funds and the title to all properties acquired by the Association and their proceeds shall be held for the benefit and use of the members in accordance with the provisions of the Declaration, these Articles and the By-Laws.
- 4.4. Distribution of Income; Dissolution. The Association shall make no distribution of income to its members, Directors or Officers. However, the assets of the Corporation may be distributed to its members, in connection with the termination of the Condominium and the dissolution of the Association, as provided by the Declaration. This provision shall not apply to the distribution of insurance proceeds as provided in the Declaration, nor the distribution of proceeds affiliated with termination or condemnation, as provided in the Declaration and the Act.
- 4.5. Limitation. The powers of the Association shall be subject to and shall be exercised in accordance with the provisions hereof and the Declaration, the By-Laws and the Act, provided that, in the event of conflict, the provisions of the Act shall control over those of the Declaration and By-Laws.

## ARTICLE 5

### MEMBERS

- 5.1. Membership. The members of the Association shall consist of all of the record title Owners of Units in the Condominium from time to time, and, after termination of the Condominium, shall also consist of those who were members at the time of such termination, and their successors and assigns. New members shall deliver a true copy of the recorded deed or other instrument of acquisition of title to the Association.
- 5.2. 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.
- 5.3. Voting. On all matters on which the membership shall be entitled to vote, there shall be only one vote for each Unit, which vote shall be exercised or cast in the manner provided by the Declaration and By-Laws. Any person or entity owning more than one Unit shall be entitled to one vote for each Unit owned. Those members whose voting rights are suspended pursuant to the terms of the Condominium Documents and/or Florida Law shall not be entitled to cast the vote assigned to the Unit for which the suspension was levied during the period of suspension.
- 5.4. Meetings. The By-Laws shall provide for an annual meeting of members, and may provide for regular and special meetings of members other than the annual meeting.

## ARTICLE 6

### TERM OF EXISTENCE

- 6.1. The Association shall have perpetual existence.

## ARTICLE 7

### INCORPORATOR

- 7.1. The name and address of the Incorporator of this Corporation is Patricia M. Silver, c/o The Silver Law Group, P.A., 87889 Overseas Highway, Islamorada, Florida 33036, with a mailing address of P.O. Box 710, Islamorada, FL 33036.

## ARTICLE 8

### OFFICERS

- 8.1. The affairs of the Association shall be administered by the Officers holding the offices designated in the By-Laws. The Officers shall be appointed by the Board of Directors of the Association at its first meeting following the annual meeting of the members of the Association and shall serve at the pleasure of the Board of Directors. The By-Laws may provide for the removal from office of Officers, for filling vacancies, and for the duties and qualifications of the Officers. The names and addresses of the Officers who shall serve until their successors are designated by the Board of Directors are as follows:

President: Thomas Cirrito  
9163 Old Dominion Drive  
McLean, VA 22102

Vice President: Patricia M. Silver  
The Silver Law Group, P.A.  
87889 Overseas Highway  
Islamorada, FL 33036

Secretary: Thomas Cirrito  
9163 Old Dominion Drive  
McLean, VA 22102



Treasurer: Thomas Cirrito  
9163 Old Dominion Drive  
McLean, VA 22102

## ARTICLE 9

### DIRECTORS

- 9.1 Number and Qualifications. The property, business, and affairs of the Association shall be managed by a board consisting of the number of Directors determined in the manner provided by the By-Laws, but which shall consist of not less than three Directors and which shall always be an odd number.
- 9.2 Duties and Powers. All of the duties and powers of the Association existing under the Act, the Declaration, these Articles, and the By-Laws shall be exercised exclusively by the Board of Directors (or as may properly be delegated by the Board to its agents, contractors or employees), subject only to approval by Unit Owners when such approval is specifically required.
- 9.3 Election; Removal. Directors of the Association shall be elected at the annual meeting of the members in the manner determined by and subject to the qualifications set forth in the By-Laws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by in the By-Laws.
- 9.4 Term of Developer's Directors. The Developer of the Condominium shall appoint the members of the first Board of Directors and their replacements who shall hold office for the periods described by the By-Laws.
- 9.5 First Directors. The names and addresses of the members of the first Board of Directors who shall hold office until their successors are elected and have taken office, as provided by the By-Laws, are as follows:

NAME	ADDRESS
Thomas Cirrito	9163 Old Dominion Drive, McLean, VA 22102
Patricia Silver	87889 Overseas Highway, Islamorada, FL 33036
Michael Healy	87889 Overseas Highway, Islamorada, FL 33036

## ARTICLE 10

### INDEMNIFICATION

- 10.1 Indemnity. The Association shall indemnify any Officer, Director or Committee Member who was or is a party or is threatened to be made a party to any threatened, pending, or contemplated action, lawsuit, or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he or she is or was a Director, employee, Officer or Committee Member of the Association, against expenses (including attorneys' fees and appellate attorneys' fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by that person in connection with such action, lawsuit or proceeding unless (a) a court of competent jurisdiction determines, after all available appeals have been exhausted or not pursued by the proposed indemnitee, that he or she did not act in good faith or in a manner he or she reasonably believed to be not in, or opposed to, the best interest of the Association, and, with respect to any criminal action or proceeding, that he or she had reasonable cause to believe his or her conduct was unlawful, and (b) such court further specifically determines that indemnification should be denied. The termination of any action, lawsuit, proceeding by judgment, order, settlement, conviction or on plea of nolo contendere or its equivalent shall not, of itself, create a presumption that the person did not act in good faith or did act in a manner that he or she reasonably believed to be not in, or opposed to, the best interest of the Association, and with respect to any criminal action or proceeding, that he or she had reasonable cause to believe that his or her conduct was unlawful.
- 10.2 Expenses. To the extent that a Director, Officer, or Committee Member has been successful on the merits or otherwise in defense of any action, lawsuit or proceeding referred to in Section 10.1 above, or in defense of any claim, issue, or matter therein, he or she shall be indemnified against expenses (including attorneys' fees and appellate attorneys' fees) actually and reasonable incurred by him or her in connection with that defense.
- 10.3 Advances. Expenses incurred in defending a civil or criminal action, lawsuit or proceeding shall be paid by the Association in advance of the final disposition of such action, lawsuit or proceeding upon receipt of an undertaking by or on behalf of the affected Director, Officer or Committee Member to repay such amount unless it shall ultimately be determined that he or she is entitled to be indemnified by the Association as authorized in this Article 10.
- 10.4 Miscellaneous. The indemnification provided by this Article shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under any By-Law, agreement, vote of members, or otherwise, and shall continue as to a person who has ceased to be a Director,

Office or Committee Member and shall inure to the benefit of the heirs and personal representatives of that person.

- 10.5 Insurance. The Association shall have the power to purchase and maintain insurance on behalf of any person who is or was a Director, Officer, Committee Member, employee or agent of the Association, or is or was serving, at the request of the Association, as a Director, Officer, Committee Member, employee or agent of another corporation, partnership, joint venture, trust, or other enterprise, against any liability asserted against him or her and incurred by him or her in any such capacity, or arising out of his or her status as such, whether or not the Association would have the power to indemnify him or her against such liability under the provision of this Article.

## ARTICLE 11

### BY-LAWS

- 11.1 The first By-Laws of the Association shall be adopted by the Board of Directors and may be altered, amended, or rescinded in the manner provided in the By-Laws.

## ARTICLE 12

### AMENDMENTS

- 12.1 Proposal of Amendments. An amendment may be proposed by the President of the Association, a majority of the Directors, or by 25% of the entire Voting Interests.
- 12.2 Proposed Amendment Format. Proposals to amend existing Articles shall contain the full text of the Article to be amended. New words shall be underlined and words to be deleted shall be ~~struck through~~. If the proposed change is so extensive that this procedure would hinder rather than assist understanding, a notation must be inserted immediately preceding the proposed amendment stating "SUBSTANTIAL REWORDING OF ARTICLE. SEE ARTICLE (#) FOR PRESENT TEXT."
- 12.3 Notice. Copies of proposed amendments shall be included in the notice of any meeting at which a proposed amendment is to be considered or in connection with documentation for action without a meeting.
- 12.4 Adoption. A resolution for the adoption of a proposed amendment may be adopted by a vote of 50% of the Voting Interests of the association present (in person or by proxy) and voting at a duly noticed meeting at which a quorum is present, or by the written agreement of 50% if the entire Voting Interests.

Amendments correcting errors, omissions, or scrivener's errors may be executed by the Officers of the Association, upon Board approval, without need for Association membership vote.

- 12.5 Limitation. No amendment shall be made that is in conflict with the Act, the Declaration, or the By-Laws, nor shall any amendment make any changes that would in any way affect any of the rights, privileges, powers, or options herein provided in favor of or reserved to the Developer, or an affiliate, successor, or assign of the Developer unless the Developer shall join in the execution of the amendment. No amendment to this paragraph 12.5 shall be effective.
- 12.6 Developer Amendments. To the extent lawful, the Developer may amend those Articles consistent with the provisions of the Declaration, allowing certain amendments to be effected by the Developer alone.
- 12.7 Recording. A copy of each amendment shall be filed with the Secretary of State under the provisions of applicable Florida law, and a copy certified by the Secretary of State shall be recorded in the public records of Monroe County, Florida.

### ARTICLE 13

#### INITIAL REGISTERED OFFICE, ADDRESS, AND NAME OF REGISTERED AGENT

The initial registered office of this Corporation shall be at 87889 Overseas Highway, Islamorada, FL 33036, with the privilege of having its office and branch offices at other places within or without the state of Florida. The initial registered agent of the Corporation shall be Patricia M. Silver, who shall also be a resident agent, whose address is 87889 Overseas Highway, Islamorada, FL 33036, with a mailing address of P.O. Box 710, Islamorada, FL 33036.

IN WITNESS WHEREOF, the Incorporator has affixed his signature the day and year set forth below.

John M. San  
Signature

Patricia M. Silver  
Print Name

STATE OF FLORIDA     )  
COUNTY OF MONROE    )

The foregoing instrument was acknowledged before me on August 14, 2013,  
by Patricia M. Silver, who is personally known to me or who has

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produced \_\_\_\_\_ as identification and who did

not take an oath.

Linda E. Conley  
Signature of person taking acknowledgement

Linda E. Conley  
Print Name

My commission expires: \_\_\_\_\_

NOTARY PUBLIC STATE OF FLORIDA  
Linda E. Conley  
Commission # DD971187  
Expires: MAR. 15, 2014  
BONDED THRU ATLANTIC BONDING CO., INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE  
OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY  
BE SERVED

In compliance with the laws of Florida, the following is submitted:

That desiring to organize under the laws of the state of Florida with his principal office, as indicated in the foregoing Articles of Incorporation, in the County of Monroe, Florida, the corporation named in those Articles has named Patricia M. Silver, whose address is The Silver Law Group, LLC, 87889 Overseas Highway, Islamorada, Florida 33036, with a mailing address of P.O. Box 710, Islamorada, FL 33036, as its statutory registered agent.

Having been named the statutory agent of the corporation at the place designated in this certificate, I hereby accept the same and agree to act in this capacity and agree to comply with the provisions of Florida law relative to keeping the registered office open.

Patricia M. Silver  
Registered Agent

8/14/13  
Date

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