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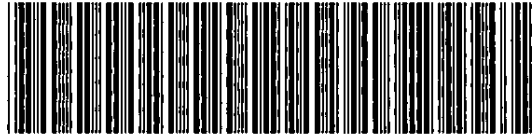
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9/5/13



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 786398 7821110

AUTHORIZATION : *[Signature]*

COST LIMIT : \$ 78.75

ORDER DATE : September 4, 2013

ORDER TIME : 10:55 AM

ORDER NO. : 786398-005

CUSTOMER NO: 7821110

DOMESTIC FILING

NAME: THE VILLAS AT COTORRO AVENUE
CONDOMINIUM ASSOCIATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 52956

EXAMINER'S INITIALS: _____

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ARTICLES OF INCORPORATION
OF
THE VILLAS AT COTORRO AVENUE CONDOMINIUM ASSOCIATION, INC.

I, the undersigned incorporator (hereinafter, "Incorporator" or "Subscriber"), for the purpose of forming a not-for-profit corporation in accordance with the laws of the State of Florida, acknowledges and files these Articles of Incorporation in the Office of the Secretary of the State of Florida.

I.
NAME

The name of this corporation shall be **THE VILLAS AT COTORRO AVENUE CONDOMINIUM ASSOCIATION, INC.** For convenience, the corporation shall herein be referred to as the "Association".

II.
PURPOSES AND POWERS

The Association shall have the following powers:

A. To manage, operate and administer THE VILLAS AT COTORRO AVENUE, a Condominium (referred to herein as the "Condominium"), and to undertake the performance of, and to carry out the acts and duties incident to the administration of the Condominium in accordance with the terms, provisions, conditions and authorizations contained in these Articles, the Association's By-Laws and the Declaration of Condominium recorded among the Public Records of Miami-Dade County, Florida.

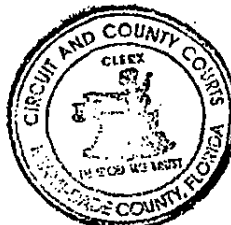
B. To carry out the duties and obligations and receive the benefits given the Association by the Declaration of Condominium.

C. To establish By-Laws and Rules and Regulations for the operation of the Association and to provide for the formal administration of the Association; to enforce the Condominium Act (as hereinafter defined), the Declaration of Condominium, the By-Laws and the Rules and Regulations of the Association.

D. To contract for the management of the Condominium.

E. To acquire, own, operate, mortgage, lease, sell and trade property, whether real or personal as may be necessary or convenient in the administration of the Condominium.

F. The Association shall have all the common law and statutory powers and duties set forth in Chapter 718, Florida Statutes, as amended (the "Condominium Act") and the Declaration of Condominium for the Condominium and all other powers and duties reasonably necessary to operate the Condominium pursuant to its Declaration of Condominium, as same may be amended from time to time.



III.
MEMBERS

A. Each unit owner in the Condominium shall automatically be members of the Association.

B. Membership, as to any members other than 5740 LLC, a Florida limited liability company ("Developer"), shall commence upon the acquisition of record title by such members to their respective unit as evidenced by the recording of a deed of conveyance among the Public Records of Miami-Dade County, Florida, as provided in the Declaration of Condominium or upon transfer of title. Membership shall terminate upon the divestment of title to said unit.

C. On all matters as to which the membership shall be entitled to vote, there shall be only one vote for each Unit, which vote shall be exercised in the manner provided by the Declaration of Condominium and the By- Laws.

D. 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 his unit.

IV.
EXISTENCE

The Association shall have perpetual existence.

V.
INCORPORATOR

The name and address of the Incorporator is as follows:

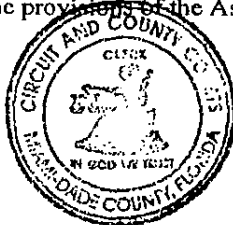
<u>NAME</u>	<u>ADDRESS</u>
Nitza Gonzalez	3971 SW 8 St., Suite 205, Coral Gables, Florida 33134

VI.
DIRECTORS

A. The Condominium and Association affairs shall be managed by a Board of Directors initially composed of four (4) persons.

B. The number of Directors to be elected, the manner of their election and their respective terms shall be as set forth in the Association's By-Laws.

The following persons shall constitute the initial Board of Directors, and they shall hold office for the term and in accordance with the provisions of the Association's By-Laws:



<u>NAME</u>	<u>ADDRESS</u>
Luis Briones	3971 SW 8 St., Suite 205, Coral Gables, Florida 33134
Manuel A. Larrieu II	3971 SW 8 St., Suite 205, Coral Gables, Florida 33134
Nitza Gonzalez	3971 SW 8 St., Suite 205, Coral Gables, Florida 33134
Manuel A. Larrieu	3971 SW 8 St., Suite 205, Coral Gables, Florida 33134

VII. OFFICERS

The affairs of the Association shall be administered by the Officers designated in the By-Laws, who shall serve at the pleasure of said Board of Directors. The names and addresses of the Officers who shall serve until the first election of Officers pursuant to the Provisions of the By-Laws are as follows:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Luis Briones	President	3971 SW 8 St., Suite 205, Coral Gables, Florida 33134
Manuel A. Larrieu II	Vice President and Secretary	3971 SW 8 St., Suite 205, Coral Gables, Florida 33134
Nitza Gonzalez	Assistant Secretary	3971 SW 8 St., Suite 205, Coral Gables, Florida 33134

VIII. BY-LAWS

The By-Laws of the Association shall be adopted by the initial Board of Directors. The By-Laws may be amended in accordance with the provisions thereof, except that no portion of the By-Laws may be altered, amended, or rescinded in such a manner as would prejudice the rights of the Developer of the Condominium or mortgagees holding mortgages encumbering units in the Condominium, without their prior written consent.

IX. AMENDMENTS TO ARTICLES

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

A. Notice of the subject matter of any proposed amendment shall be included in the notice of the meeting at which the proposed amendment is to be considered.

B. A resolution for the adoption of a proposed amendment may be proposed either by any member of the Board of Directors or by any member of the Association. In order for any



amendment or amendments to be effective, the same must be approved by unanimous vote of the entire Board of Directors or by unanimous vote of the members of the Association.

C. No amendment shall make any changes in the qualifications for membership or in the voting rights of members of the Association, without approval in writing by all members and the joinder of all record owners of mortgages encumbering condominium units. No amendment shall be made that is in conflict with the Condominium Act or the Decimation of Condominium.

D. A copy of each amendment adopted shall be filed within ten (10) days of adoption with the Secretary of State, pursuant to the provisions of applicable Florida Statutes.

X.

INDEMNIFICATION

Every Director and every Officer of the Association shall be indemnified by the Association and by each member of the Association against all expenses and liabilities, including counsel fees reasonably incurred by or imposed upon the Director(s) or Officer(s) in connection with any proceeding or any settlement thereof to which the Director(s) or Officer(s) may be a party, or in which the Director(s) or Officer(s) may become involved by reason of the Director(s) or Officer(s) being or having been a Director(s) or Officer(s) of the Association, whether or not Director(s) or Officer(s) at the time such expenses are incurred, except in such cases wherein the Director(s) or Officer(s) is adjudged guilty of willful misconduct in the performance of such Director's or Officer's duty, provided, however, that in the event of a settlement, the indemnification set forth herein shall apply only when the Board of Directors, exclusive of any Director(s) seeking indemnification, approves such settlement and reimbursement as being for the best interests of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all of the rights to which such Director(s) or Officer(s) may be entitled.

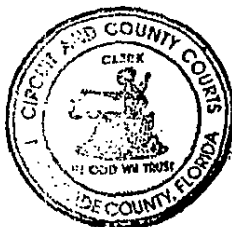
XI.

INITIAL REGISTERED OFFICE, AGENT AND ADDRESS

The principal office of the Association shall be at 3971 SW 8 St., Suite 205, Coral Gables, Florida 33134, or at such other place, within or without the State of Florida as may be subsequently designated by the Board of Directors. The initial registered office of the Association is at 3971 SW 8 St., Suite 205, Coral Gables, Florida 33134, and the initial registered agent therein is Nitza Gonzalez.

IN WITNESS WHEREOF, the undersigned Incorporator has hereunto set her hand and seal this 28 day of August, 2013.

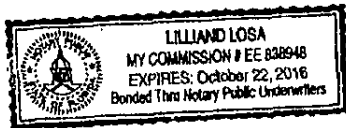

Nitza Gonzalez, Incorporator



STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 28 day of August 2013,
by NITZA GONZALEZ, who is personally known to me.

My Commission Expires:



Lillian Losa
Notary of Public, State of Florida
Print Name

I hereby accept the designation of Registered Agent as set forth in these Articles of Incorporation.

Nitza Gonzalez
Nitza Gonzalez

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 28 day of August 2013,
by NITZA GONZALEZ, who is personally known to me.

My Commission Expires:



Lillian Losa
Notary of Public, State of Florida
Print Name

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