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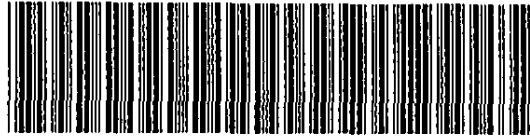
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**ROBERT S. HAYES, P.A.**

Attorney at Law

441 West Vine St.  
Kissimmee, FL 34741

Tel: 407-933-4005  
Fax: 407-933-8782  
Rshpa07@aol.com

September 3, 2013

New Filing Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**RE: OAKBRIDGE COMMERCE PARK OWNERS ASSOCIATION, INC.**

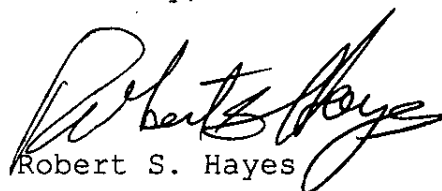
Dear Sir or Madam:

Enclosed is an original and one copy of the Articles of Incorporation, Designation and Acceptance for the above-named Florida corporation. The check for \$87.50 is enclosed.

Please file the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Thank you for your attention to this matter.

Sincerely,



Robert S. Hayes

RSH/kk

Enclosure

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ARTICLES OF INCORPORATION

OF

OAKBRIDGE COMMERCE PARK OWNERS ASSOCIATION, INC.

The undersigned, hereby makes, subscribes, acknowledges and files the following Articles for the purpose of forming a non-profit corporation under the laws of the State of Florida.

ARTICLE I - NAME; TERMS

The name of this corporation is OAKBRIDGE COMMERCE PARK OWNERS ASSOCIATION, INC.

All terms used in these Articles shall have the same meaning as contained in the Declaration of Covenants and Restrictions for OAKBRIDGE COMMERCE PARK.

ARTICLE II - PURPOSES

The corporation does not contemplate pecuniary gain or profit, direct or indirect, to its members. The purposes for which it is formed are:

To maintain and improve the Common Areas of the OAKBRIDGE COMMERCE PARK more particularly described as follows:

**TRACT A, OAKBRIDGE COMMERCE PARK, ACCORDING TO THE MAP OR PLAT THEREOF AS RECORDED IN PLAT BOOK 12, PAGE 131, PUBLIC RECORDS OF OSCEOLA COUNTY, FLORIDA; and,**

**Lift Station and surrounding easement located in Lot 2 of OAKBRIDGE COMMERCE PARK,**

and for this purpose to:

- 
- (a) own, acquire, build, operate and maintain Common Areas for the benefit of the Owners, including but not limited to: commons, green belts, open spaces, structures and personal properties incident thereto, hereinafter collectively referred to as "the Common Areas" all as indicated on the plat of the OAKBRIDGE PARK COMMERCE in Osceola County, Florida;
  - (b) maintain grass or trees;
  - (c) to fix and collect assessments (or charges) to be levied against the Property;
  - (d) enforce any and all covenants, restrictions and agreements applicable to the Property;
  - (e) pay taxes and liability insurance, if any, on the Common Areas and facilities;
  - (f) maintain grounds of the Common Areas including mowing, fertilizing, and insecticides;
  - (g) erect and maintain such facilities for the common enjoyment of the members of the Association as the Board of Directors may deem fit;
  - (h) pay the utilities costs for maintaining Common Areas including water, sewer and electricity;
  - (i) pay for other miscellaneous services which may be required such as exterminating or wildlife maintenance services, lift station maintenance and pond maintenance;
  - (j) maintain a reserve for future maintenance and repairs;
  - (k) enforce and maintain all restrictions and regulations as set forth in the Declaration of Covenants and Restrictions for OAKBRIDGE COMMERCE PARK;
  - (l) obtain liability and casualty and any other insurance as the Owners agree; and
  - (m) to effectuate this purpose.

### ARTICLE III - MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment by OAKBRIDGE COMMERCE PARK OWNERS ASSOCIATION, INC., shall be a member of OAKBRIDGE COMMERCE PARK OWNERS ASSOCIATION, INC., from the date such member acquires title to his Lot, provided that any such person or entity who holds such interest merely as a security for the performance of an obligation shall not be a member.

### ARTICLE IV - TERM

This corporation shall have perpetual existence.

### ARTICLE V - THE SUBSCRIBERS

The name and post office address of the subscriber of these Articles of Incorporation is as follows:

<u>NAME</u>	<u>POST OFFICE ADDRESS</u>
JAN M. JAROSZEWICZ	23120 L'ERMITAGE CIRCLE BOCA RATON, FL 33433

### ARTICLE VI - OFFICERS

The officers shall be a President, a Vice-President, and a Secretary/Treasurer. The President shall be a member of the Board of Directors. The Officers shall be chosen by majority vote of the directors. All officers shall hold office at the pleasure of the Board of Directors. Any officer may serve in

multiple officer capacities.

ARTICLE VII - INITIAL OFFICERS

<u>NAME</u>	<u>OFFICE</u>	<u>POST OFFICE ADDRESS</u>
JAN M. JAROSZEWICZ	PRESIDENT	23120 L'ERMITAGE CIRCLE BOCA RATON, FL 33433
DIANA GAUCHAT	VICE PRESIDENT	2551 BOGGY CREEK ROAD KISSIMMEE, FL 34744
DIANA GAUCHAT	SECRETARY	2551 BOGGY CREEK ROAD KISSIMMEE, FL 34744
JAN M. JAROSZEWICZ	TREASURER	23120 L'ERMITAGE CIRCLE BOCA RATON, FL 33433

ARTICLE VIII - BOARD OF DIRECTORS

The affairs of the corporation shall be managed by a Board of five (5) directors. The initial Board of Directors shall consist of five (5) directors who shall hold office until the election of their successors at the annual meeting of members, or until their prior resignation. The Owner of each Lot shall select one (1) director. Provided, however, in the event a member elects not to designate a director, then such non-director-designating member's vote shall have been deemed to be automatically and unconditionally released to the President of the Association for vote by proxy at the President's sole and unfettered discretion, and such non-director-designating member shall fully indemnify and hold the President and all members of the board unconditionally

harmless for any liability whatsoever relating to any such vote or action so taken by proxy.

The names and addresses of those persons who are to act as directors until their resignation or the election of their successors are:

<u>LOT #</u>	<u>NAME</u>	<u>POST OFFICE ADDRESS</u>
1	DIANA GAUCHAT	2551 BOGGY CREEK ROAD KISSIMMEE, FL 34744
2	MARA MALONEY	COLE FD PORTFOLIO, LLC
3	MICHAEL J. AMATO, as person occupying title of Asset Management Director	1 COURTHOUSE SQUARE SUITE 3100, ASSET MGMT. KISSIMMEE, FL 34741
4	ROSEMARY MEDINA	3956 TOWN CENTER BLVD. SUITE 528 ORLANDO, FL 32837
5	JAN M. JAROSZEWICZ	23120 L'ERMITAGE CIRCLE BOCA RATON, FL 33433

#### ARTICLE IX - BY-LAWS

The By-Laws of the corporation may be made, amended, altered or rescinded at a regular or special meeting of the members, by a vote of four-fifths (4/5) of the members present in person or by proxy; provided that those provisions of the By-Laws which are governed by these Articles of Incorporation may not be amended except as provided in the Articles of Incorporation or applicable law.

#### ARTICLE X - AMENDMENTS TO THE ARTICLES OF INCORPORATION

These Articles may be amended, altered or rescinded in accordance with law, by the members, provided that the voting and quorum requirements specified for any action under the provisions of Article IX shall apply also to any amendment of such provision, and provided further that no amendment shall be effective to impair or dilute any rights of members that are governed by the recorded Declaration applicable to the Property (as, for example, membership and voting rights) which are part of the property interests created thereby; nor shall any amendment hereto be effective to change or alter in any way any of the rights or privileges of Osceola County created by the Declaration or any other source, without the written approval of said County.

#### ARTICLE XI - VOTING RIGHTS

Members shall be all those Owners as defined in Article III. Members shall be entitled to one (1) vote for each Lot in which they hold the interests required for membership by Article III. When more than one (1) person holds such interest or interests in any Lot, all such persons shall be members and the vote for such Lot shall be exercised as they among themselves determine, but in no event shall more than one (1) vote be cast with respect to any such Lot.



#### ARTICLE XII - ADDITIONS TO PROPERTY

Additions to the Property described in Article II may be made only on recommendation of the Board of Directors. Such additions shall extend the jurisdiction, functions, duties, and membership of this corporation to such properties and must have the assent of four out of five of the votes of the members at a meeting duly called for this purpose, written notice of which shall be mailed to all members at least thirty (30) days in advance and shall set forth the purpose of the meeting.

#### ARTICLE XIII - QUORUM

The quorum required for any action governed by these Articles of Incorporation shall be four-fifths (4/5) of the total voting interest.

#### ARTICLE XIV - VOTES NECESSARY

Approval for any action governed by Articles XII of these Articles of Incorporation shall require a four-fifths (4/5) vote of the voting interests present, in person or by proxy, at a meeting in which a quorum has been obtained. Any other action governed by these Articles of Incorporation must be made by at least a majority of the voting interest present, in person or by proxy, at a meeting in which a quorum has been obtained.

ARTICLE XV - DEDICATION OF PROPERTIES OR TRANSFER OF  
FUNCTION TO PUBLIC AGENCY OR UTILITY

The corporation shall have power to dispose of its real properties as provided by general law.

ARTICLE XVI - DISSOLUTION

The corporation may be dissolved only with the assent given in writing and signed by a unanimous vote of the members and only with written consent of Osceola County. Written notice of a proposal to dissolve, setting forth the reasons thereof and the disposition to be made of the assets (which shall be consonant with Article XVII hereof) shall be mailed to every member at least ninety (90) days in advance of any action taken.

ARTICLE XVII - DISPOSITION OF ASSETS UPON DISSOLUTION

Upon dissolution of the corporation, the assets, both real and personal of the corporation, shall be dedicated to an appropriate public agency or utility to purposes as nearly practicable the same as those to which they were required to be devoted by the corporation. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to purposes as nearly practicable the same as those to which they were required to be devoted by the corporation.

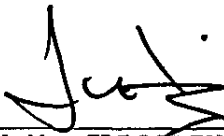
No such disposition of corporation properties shall be effective to divest or diminish any right or title to any member vested in him under the recorded covenants and deeds applicable to the Property unless made in accordance with the provisions of such covenants and deeds.

ARTICLE XVIII - INDEMNIFICATION OF OFFICERS AND DIRECTORS

Every director and every officer of the corporation will be indemnified by the corporation against all expenses and liabilities, including legal fees reasonably incurred by and imposed upon him in connection with any proceeding or any settlement of any proceeding to which he may be a party or in which he may become involved by reason of his being or having been a director or officer of the corporation, whether or not he is a director or officer at the time such expenses are incurred, except when the director or officer is adjudged guilty of willful misfeasance or malfeasance or gross negligence in the performance of his duties. Provided that in the event of a settlement, indemnification will apply only in the event that the Board of Directors approves such settlement and reimbursement as being in the best interest of the corporation. The foregoing right of indemnification will be in addition to and not exclusive of all other rights to which such director or officer may be entitled.


IN WITNESS WHEREOF, the undersigned has made and subscribed

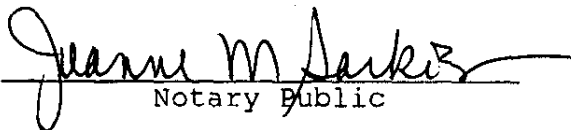
to these Articles of Incorporation at Kissimmee, Osceola County,  
Florida for the uses and purposes set forth herein.

  
\_\_\_\_\_  
JAN M. JAROSZEWICZ

**STATE OF FLORIDA  
COUNTY OF OSCEOLA**

The foregoing instrument was acknowledged before me this  
12<sup>th</sup> day of July, 2013, by JAN M. JAROSZEWICZ, who  
is personally known to me or who has produced  
\_\_\_\_\_ as identification and who did take  
an oath.

NOTARY PUBLIC-STATE OF FLORIDA  
 Joanne M. Sarkisian  
Commission # EE108041  
Expires: JULY 01, 2015  
BONDED THRU ATLANTIC BONDING CO., INC.

  
\_\_\_\_\_  
Notary Public

**CERTIFICATE DESIGNATING PLACE FOR THE**  
**SERVICE OF PROCESS WITHIN THIS STATE AND**  
**NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Section 617.023, Florida Statutes, the following is submitted in compliance with said Act: That OAKBRIDGE COMMERCE PARK OWNERS ASSOCIATION, INC., desiring to organize under the laws of the State of Florida, with its principal office at 4545 Pleasant Hill Road, Suite 205, Kissimmee, Florida 34759, County of Osceola, State of Florida, has designated and established 441 W. Vine Street, Kissimmee, Florida 34741, County of Osceola, State of Florida, as its office for the service of process within this State and named ROBERT S. HAYES, ESQUIRE as its agent to accept service of process.

OAKBRIDGE COMMERCE PARK OWNERS  
ASSOCIATION, INC.

By: \_\_\_\_\_

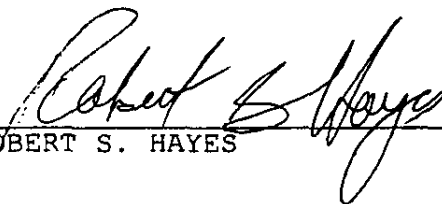
Jan M. Jaroszewicz

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DIVISION OF CORPORATION

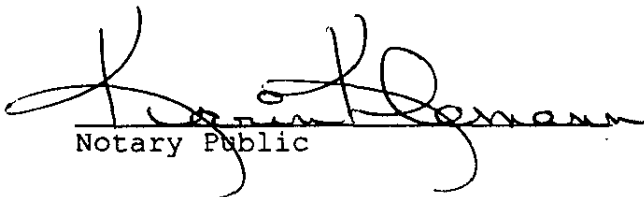
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**ACCEPTANCE**

I, ROBERT S. HAYES, hereby accepts the designation as Registered Agent for Service of Process upon OAKBRIDGE COMMERCE PARK OWNERS ASSOCIATION, INC., desiring to organize under the laws of the State of Florida, with its registered office at 441 W. Vine Street, Kissimmee, Florida 34741, and agree to act as Registered Agent for said Corporation and to comply with the provisions of Florida Law pertaining to keeping open said office and upon whom process may be served.

  
ROBERT S. HAYES

Sworn to and subscribed before me this 6<sup>th</sup> day of September, 2013. ROBERT S. HAYES is personally known by me.

  
Notary Public

NOTARY PUBLIC-STATE OF FLORIDA  
Karin Klemann  
Commission # EE098062  
Expires: JUNE 06, 2015  
BONDED THRU ATLANTIC BONDING CO., INC.