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FLORIDA PROFIT/NON PROFIT CORPORATION
2121 WEST FIRST STREET CONDOMINIUM ASSOCIATION, INC.

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| To: | Division of Corporations | From: | Monica Genovese, FRP |
| Fax: | 8506176381 | Pages: | 8 |
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| Re: | Articles of Incorporation | | |

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**ARTICLES OF INCORPORATION OF
2121 WEST FIRST STREET CONDOMINIUM ASSOCIATION, INC.**

Pursuant to Section 617.0202, Florida Statutes, the Articles of Incorporation of **2121 WEST FIRST STREET CONDOMINIUM ASSOCIATION, INC.**, a Florida not-for-profit corporation, are hereby set forth as follows:

ARTICLE I.

1.1 The name of the corporation, herein called the "Association" is **2121 WEST FIRST STREET CONDOMINIUM ASSOCIATION, INC.**, a Florida not-for-profit corporation, and its street address is 2121 West First Street, Fort Myers, Florida 33901.

ARTICLE II.

2.1 The purpose for which the Association is organized is to provide an entity pursuant to the Chapter 718, Florida Statutes (as amended from time to time, the "Condominium Act"), for the operation of a commercial condominium known as 2121 West First Street, a Condominium, located in the City of Fort Myers, Lee County, Florida (the "Condominium").

2.2 The Association is organized and shall exist upon a non-stock basis as a corporation not-for-profit under the laws of the State of Florida, and no portion of any earning of the Association shall be distributed or inure to the private benefit of any member, director or officer of the Association. For the accomplishment of its purposes, the Association shall have all of the common law and statutory powers and duties of a corporation not-for-profit, except as limited as modified by these Articles, the Declaration of Condominium for the Condominium, the Bylaws of the Association, and the Condominium Act, including, but not limited to, the following:

2.2.1 To make and collect assessments against members of the Association and to disburse the proceeds of assessments in the exercise of its powers and duties.

2.2.2 To protect, maintain, repair, replace, and operate the Condominium Property, the Common Elements, and the Association Property, including the operation and maintenance of any and all storm water management facilities and areas.

2.2.3 To purchase insurance upon the Condominium Property, the Common Elements, and Association Property for the protection of the Condominium, the Association and its members.

2.2.4 To reconstruct improvements after casualty and to make further improvements to the Condominium Property, the Common Elements, and the Association Property.

2.2.5 To make, amend, and enforce reasonable rules and regulations governing the use of the Condominium Property, the Common Elements, the Association Property, and the operation of the Association.

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2.2.6 To approve or disapprove the transfer of ownership, leasing and occupancy of Units, as provided by the Declaration of Condominium.

2.2.7 To enforce the provisions of the Condominium Act, the Declaration of Condominium, these Articles, the Bylaws, and the Rules and Regulations of the Association.

2.2.8 To contract for the management and maintenance of the Condominium and the Condominium Property, the Common Elements, and Association Property, and to delegate any power and duty of the Association in connection therewith except such as are specifically required by the Declaration of Condominium to be exercised by the Board of Directors or the members of the Association.

2.2.9 To employ accountants, attorneys, architects, and other professional personnel to perform the services required for proper operation of the Condominium.

2.2.10 To enter into agreements, or acquire leaseholds, memberships and other possessory or use interests in lands or facilities. It has the power whether or not the lands or facilities are contiguous to the lands of the Condominium, if they are intended to provide enjoyment, recreation or other use or benefit to the Unit Owners.

2.2.11 To borrow or raise money for any purpose of the Association and the Condominium, and from time to time without limit as to the amount; to draw, make, accept, endorse, execute, and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures, and other negotiable instruments and evidences of indebtedness; and to secure the payment thereof, and of the interest thereon, by means of a mortgage, pledge, conveyance or assignment in trust, of the whole or any part of the rights or property of the Association and/or the Condominium, whether at the time owned or thereafter acquired.

2.2.12 All statutory powers and duties set forth in Chapter 617, Florida Statutes, as it may hereafter be amended.

2.3 All funds and the title to all property acquired by the Association shall be held for the benefit of the members in accordance with the provisions of the Declaration of Condominium, these Articles and the Bylaws.

ARTICLE III.

3.1 The members of the Association shall consist of all record owners of fee simple interest in one or more Units in the Condominium, as further provided in the Bylaws. After termination of the Condominium, the members shall consist of those who are members at the time of such termination. The share of a member in the funds and assets of the Association cannot be assigned or transferred in any manner except as an appurtenance to his Unit. The owners of each Unit, collectively, shall be entitled to the number of votes in Association matters as set forth in the Declaration of Condominium and the Bylaws. The manner of exercising voting rights shall be set forth in the Bylaws.

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ARTICLE IV.

4.1 The term of the Association shall be perpetual.

ARTICLE V.

5.1 The Bylaws of the Association may be altered, amended or rescinded in the manner provided therein.

ARTICLE VI.

6.1 The affairs of the Association will be administered by a Board of Directors consisting of the number of Directors determined by the Bylaws, but not less than three (3) Directors, and in the absence of such determination shall consist of three (3) Directors. Directors of the Association shall be elected by 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 business of the Association shall be conducted by the Officers designated in the Bylaws. The Officers shall be elected by the Board of Directors 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.

ARTICLE VII.

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

7.1.1 Proposal: Amendments to these Articles may be proposed either by a majority of the Board of Directors or by a petition of the owners of one-fourth (1/4) of the Units by instrument, in writing, signed by them.

7.1.2 Procedure: Upon any amendment or amendments to these Articles being proposed by said Board of Directors or Unit Owners, such proposed amendment or amendments shall be submitted to a vote of the members not later than the next annual meeting for which proper notice can be given.

7.1.3 Vote Required: Except as otherwise required for by the Condominium Act, these Articles may be amended by vote of a majority of the Voting Interest, in person or by proxy, at any annual or special meeting or by approval in writing of a majority of the Voting Interests without a meeting, provided that notice of any proposed amendment has been given to the members of the Association, and that the notice contains a fair statement of the proposed amendment.

7.1.4 Effective Date: An amendment shall become effective upon filing with the Secretary of State and recording a certified copy in the Public Records of Lee County, Florida.

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ARTICLE VIII.

8.1 The Initial Directors of the Association shall be:

James M. Scarmozzino
Jeffrey Kushner
Robert A. Cooper

8.2 The Initial Officers of the Association shall be:

James M. Scarmozzino – President and Treasurer
Dennis L. Webb – Vice President
Jeffrey Kushner – Vice President
Roberia D. Kushner – Secretary

ARTICLE IX.

9.1 The name and address of the Incorporator of this corporation is as follows: HL Statutory Agent, Inc., 800 Laurel Oak Drive, Suite 600, Naples, Florida 34108.

9.2 The rights and interests of the Incorporator shall automatically terminate upon filing of these Articles with the Florida Department of State.

ARTICLE X.

10.1 The street address of the corporation is 2121 First Street, Unit 2, Fort Myers, Florida 33901, and the Registered Agent and address for the Registered Agent is HL Statutory Agent, Inc., 800 Laurel Oak Drive, Suite 600, Naples, Florida 34108.

ARTICLE XI.

11.1 The Association shall indemnify and hold harmless the Directors, Officers and other persons serving on a committee at the request of the Board from and against any and all claims, suits, actions, damages, and/or causes of action arising from any personal injury, loss of life, and/or damages to property sustained in or about the Condominium Property and the appurtenances thereto, the Common Elements and the appurtenances thereto, and the Association Property, as well as any other legal proceeding (or settlement or appeal of such proceeding) to which they may be a party because of their being or having been a director, officer or committee member of the Association from and against all costs, legal fees, expenses and liabilities incurred in and about any such claim, the investigation thereof or the defense of any action or proceeding brought thereon, and from and against any and all orders, judgments and/or decrees which may be entered therein. Included in the foregoing provisions of indemnification are any expense that the Directors, Officers or committee members may be compelled to incur in bringing suit for the purpose of compelling the specific enforcement of the provisions, conditions and covenants contained in these Articles or the Declaration of Condominium or Bylaws to be kept and performed by the Association. The foregoing right of indemnification shall not be available if a judgment or other final adjudication establishes that his actions or omissions to act were material to the cause adjudicated and involved:

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11.1.1 Willful misconduct or a conscious disregard for the best interest of the Association, in a proceeding by or in the right of the Association to procure a judgment in its favor.

11.1.2 A violation of criminal law, unless the Director, Officer or committee member had no reasonable cause to believe his action was unlawful or had reasonable cause to believe his action was lawful.

11.1.3 A transaction from which the Director, Officer or committee member derived an improper personal benefit.

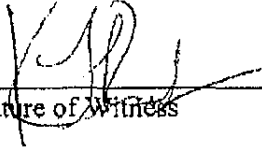
11.1.4 Wrongful conduct by the Directors, Officers, and/or committee members in a proceeding brought by or on behalf of the Association.

11.2 In the event of a settlement, the right to indemnification shall not apply unless the Board of Directors approves such settlement as being in the best interest of the Association. The foregoing rights of indemnification shall be in addition to and not exclusive of all rights to which a Director, Officer or committee member may be entitled.

[signature page to follow]

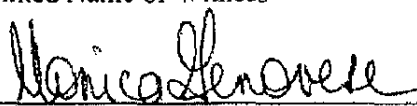
IN WITNESS WHEREOF, Incorporator has executed these Articles of Incorporation on the 12th day of December, 2013.

Signed, sealed and delivered in the presence of:


Signature of Witness

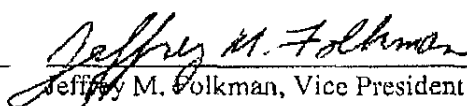
Krista L. Root

Printed Name of Witness


Signature of Witness

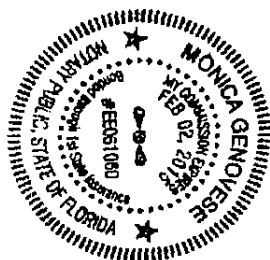
Monica Genovese

Printed Name of Witness


Jeffrey M. Folkman, Vice President of HL
Statutory Agent, Inc.

STATE OF FLORIDA
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 12th day of December, 2013, by Jeffrey M. Folkman, Vice President of HL Statutory Agent, Inc., as Incorporator of 2121 West First Street Condominium Association, Inc., who (X) is personally known to me or who () has produced _____ as identification.

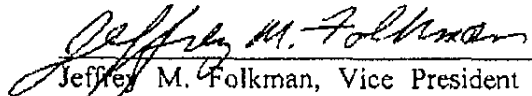



Notary Public

My Commission Expires: _____

ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

The undersigned, having been named Registered Agent in the Articles of Incorporation of 2121 West First Street Condominium Association, Inc., hereby accepts the appointment of Registered Agent. I am familiar with and accept the obligations of that office. I agree to comply with the statutory provisions relative to the maintenance of an office in accordance with Section 617.0501, Florida Statutes.


Jeffrey M. Folkman, Vice President of HL
Statutory Agent, Inc.

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