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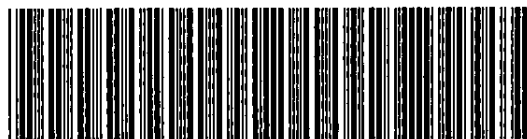
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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
14 FEB -6 AM 10:40

*[Handwritten signature]*  
2/14/14

**COVER LETTER**

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**SUBJECT:** Townhouses of Sunrise Condominium, Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☒ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee &  
Certificate of  
Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

FROM: Samuel A. Persaud  
Name (Printed or typed)

9100 S. Dadeland Blvd, #400  
Address

Miami, FL 33156  
City, State & Zip

305-367-3300  
Daytime Telephone number

barrycpa@netzero.net  
E-mail address: (to be used for future annual report notification)

**NOTE: Please provide the original and one copy of the articles.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
14 FEB -6 AM 10:40

**ARTICLES OF INCORPORATION  
OF  
TOWNHOUSES OF SUNRISE CONDOMINIUM  
ASSOCIATION, INC.**

In compliance with the laws of the State of Florida, the undersigned, all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit, and to hereby certify:

**ARTICLE 1: NAME**

The name of the corporation shall be:

Townhouses of Sunrise Condominium Association, Inc. (hereinafter referred to as the "Association").

**ARTICLE II: PURPOSES AND OBJECTS**

The purposes and objects of the Association shall be to provide for the management, maintenance and care of Townhouses of Sunrise "D" Condominium (hereinafter referred to as "the Condominium"), a condominium regime established in Official Record, Book 0882, Page 1, of Public Records of Miami-Dade County, Florida, accordance with the laws of the State of Florida upon the property, situate, lying and being in Miami-Dade County, Florida, as more particularly described in Exhibit A attached hereto and made a part hereof, in accordance with the terms, provisions, conditions and authorizations in the Declaration of Condominium (hereinafter referred to as "the Declaration") which were recorded in the Public Records of Miami-Dade County, Florida; and to own, operate, lease, sell, trade, and otherwise deal with such property, whether real or personal, as may be necessary or convenient for such management, maintenance and care. The Association shall be conducted as a non-profit organization for the benefit of all its members, and no part of the net earnings of the Association shall inure (other than by providing management, maintenance and care of the Condominium, and other than by a rebate of excess membership dues, fees or assessments) to the benefit of any private member or individual.

**ARTICLE III: POWERS**

A. The Association shall have all of the powers and privileges granted under the Florida Not-for-Profit Corporation Law, the Declaration of Condominium and all of the powers and privileges which may be granted under any other applicable laws of the State of Florida, including the Condominium Act, reasonably necessary to implement and effectuate the purposes of the Association.

B. The Association shall have all of the powers reasonably necessary to implement and effectuate the purposes of the Association, including without limitation, the following:

1. To make and establish reasonable rules and regulations governing

the use of the Units, Common Elements and Limited Common Elements in the Condominium as such terms are defined in the Declaration.

2. To levy and collect assessments against Members of the Association to defray the Common Expenses of the Condominium as may be provided in the Declaration and in the By-Laws of this Association, including the right to levy and collect assessments for the purposes of acquiring, operating, leasing, managing and otherwise trading and dealing with such property, whether real or personal, including Units in the Condominium, which may be necessary or convenient in the operation and management of the Condominium and in accomplishing the purposes set forth in the Declaration.

3. To maintain, repair, replace, operate and manage the Condominium and the property comprising same, including the right to reconstruct improvements after casualty and to make further improvement of the Condominium Property.

4. To contract for the management of the Condominium and to delegate the powers and duties of the Association except those which may be required by the Declaration to have approval of the Board of Administration (hereinafter referred to as "the Board") or membership of the Association.

5. To enforce the provisions of the Declaration, these Articles of incorporation, the By-Laws and the Rules and Regulations as the same may be amended from time to time.

6. To acquire and enter into leases and agreements whereby the Association acquires leaseholds, memberships and interests in lands or facilities, including recreational facilities, whether or not contiguous to lands of the Condominium to provide enjoyment, recreation, or other use or benefit to all the Unit Owners, all as may be deemed by the Board to be in the best interests of the Association.

7. To execute, undertake and accomplish all of the rights, duties and obligations which may be granted to or imposed upon the Association pursuant to the Declaration.

#### **ARTICLE IV: MEMBERSHIP**

A. **Record Owners.** Every record Owner of a fee interest in any Unit subject to the Declaration shall be a Member of the Association and shall be subject to assessment by the Association. (The foregoing shall not include holders of an interest merely as security for the performance of an obligation). The membership of any party shall be terminated automatically upon such party being divested of his fee ownership in any Unit, except that the membership of any party owning a fee interest in two or more Units shall not be terminated so long as such party shall retain a fee interest in any Unit.

B. **Interest in Association Funds and Assets.** The interest 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. Such units and assets shall belong solely to the Association subject to the limitation that the same be expanded, held or used for the purposes authorized in these Articles, the Declaration and the By-Laws.

C. **Voting.** On all matters on which the membership shall be entitled to vote, there shall be only one vote for each Unit in the Condominium, which vote may be cast by the Unit Owner(s) in such manner as provided in the By-Laws. Should any member own more than one Unit, such Member shall be entitled to cast as many votes as he owns Units.

Until the Declaration is recorded, improvements are constructed on the Condominium Property and Units are conveyed to Unit Owners, the membership of the Association shall be comprised of the subscribers to these Articles, each of whom shall be entitled to cast one vote on all matters on which the membership shall be entitled to vote.

#### **ARTICLE V: DURATION**

The Association shall have perpetual existence.

#### **ARTICLE VI: PRINCIPAL OFFICE**

The initial principal office of the Association shall be located at 8100 SW 81 Dr., #210, Miami, FL 33143, Florida, but thereafter may be located at such other suitable and convenient place as shall be permitted by law and designated by the Board.

#### **ARTICLE VII: MANAGEMENT**

The affairs of the Association shall be managed by the President with the assistance of the Vice President, Secretary and Treasurer and other officers, if any, subject to the direction of the Board. The Board, or the President with the approval of the Board, may employ a managing agent and/or other managerial and supervisory personnel or entities to administer or assist in the administration of the operation and management of the Condominium and the Association. Any such person or entity may be so employed without regard to whether such person or entity is a member of the Association or an Administrator or officer of the Association.

#### **ARTICLE VIII: BOARD OF ADMINISTRATION**

A. **Number of Administrators.** The number of Administrators on the first Board shall be three (3). The number on succeeding Boards may be changed from time to time by the Board of Directors. The Administrators shall be elected by the members of the Association at their annual meeting as provided in the By-Laws. Except for the initial Board as provided for herein, at least a majority of the Board shall be members of the Association or shall be authorized representative, officers or employees of corporate members.

B. **First Board.** The names and post office addresses of the first Board who, subject to the provisions of these Articles of incorporation, the By-Laws, and the laws of the State of Florida, shall hold office for the first year of the Association's existence, or until their successors are elected and have qualifies, are as follows:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Barry I. Hechtman	8100 SW 81 Dr., #210, Miami, FL 33143
Monica Sanchez	8100 SW 81 Dr., #210, Miami, FL 33143

Kimberly Kivi

8100 SW 81 Dr., #210, Miami, FL 33143

#### **ARTICLE IX: OFFICERS**

The Board shall elect annually a President, Secretary and Treasurer, and as many Vice Presidents, Assistant Secretaries and Assistant Treasurers as the Board shall determine. The President shall be elected from among the membership of the Board and be an Administrator but no other officer need be a member or Administrator. The same person may hold two offices, except for the following combinations: (a) President and Vice President; (2) President and Secretary or Assistant Secretary. The officers who shall serve until the first election under the Articles of incorporation shall be the following:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>	<b><u>OFFICE</u></b>
Barry I. Hechtman	8100 SW 81 Dr., #210, Miami, FL 33143	President/Treasurer
Monica Sanchez	8100 SW 81 Dr., #210, Miami, FL 33143	Vice President
Kimberly Kivi	8100 SW 81 Dr., #210, Miami, FL 33143	Secretary

#### **ARTICLE X: SUBSCRIBERS**

The subscriber to these Articles of incorporation is as follows:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Barry I. Hechtman	8100 SW 81 Dr., #210, Miami, FL 33143

#### **ARTICLE XI: BY-LAWS**

The original By-Laws of the Association shall be adopted by the Board of Administrators designated herein. Thereafter, the By-Laws may be altered or rescinded only in such manner as the By-Laws may provide by the members.

#### **ARTICLE XII: INDEMNIFICATION**

To the extent permitted by the laws of the State of Florida every Administrator and every officer shall be indemnified by the Association against all expenses and liabilities, including

counsel fees, reasonably incurred by or imposes upon him in connection with any proceeding to which he may be a party, or in which he may become involved, by reason of his being or having been an Administrator or officer, whether or not he is an Administrator or officer at the time such expenses are incurred, except where he is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided, however, that in the event of any claim for reimbursement or indemnification hereunder based upon a settlement by the Administrator or officer seeking such reimbursement or indemnification, the indemnification herein shall apply only if the Board approves such settlement and reimbursement as being in the best interests of the Association. The foregoing right of indemnification shall be in addition to all other rights to which such Administrator or officer may be entitled.

### **ARTICLE XIII: AMENDMENTS**

A. **Proposal: Notice of Meeting.** Amendment(s) to these Articles of incorporation may be proposed by the Board acting upon a majority vote or by the members of the Association owning three-fourths (3/4) of the Units in the Condominium, whether by vote at a meeting or by instrument signed by them. Upon the proposal of any amendment(s) by the Board or members, such proposed amendment(s) shall be transmitted to the President (or other officer in the President's absence) who thereupon shall call a special meeting of the members for a date not sooner than twenty (20) days nor later than sixty (60) days from the receipt by him of the proposed amendment(s). The Secretary shall give each member written notice of such meeting, stating the time and place of the meeting and reciting the proposed amendment(s) in reasonably detailed form. Such notice shall be mailed or presented personally to each member not less than fourteen (14) nor more than thirty (30) days before the date set for the meeting. If mailed, such notice shall be deemed to be properly given when deposited in the United States mail, postage prepaid, addressed to the member at his post office address as it appears on the records of the Association. Any Member may waive such notice in writing which waiver when filed in the records of the Association, whether before or after the meeting, shall be deemed equivalent to the receipt of such notice by such Member.

B. **Methods of Approval.** At an amendment meeting, the affirmative vote of not fewer than three-fourths (3/4) of the Units represented at such meeting shall be required for the approval of any proposed amendment.

A Member may submit his written vote concerning any proposed amendment(s) in lieu of attending the meeting or in lieu of being represented by proxy, provided such written vote is delivered to the Secretary of the Association at or prior to such meeting.

In the event that the Members owning the number of Units in the Condominium necessary to pass any amendment(s) to these Articles of incorporation shall execute an instrument amending these Articles of incorporation, the same shall be and constitute, when duly registered in the Office of the Secretary of State, a valid amendment to these Articles of incorporation, and it shall not be necessary for a meeting to be held.

C. **Registration.** Upon approval, such amendment(s) shall be transcribed and certified in such form as may be necessary to register the same in the Office of the Secretary of

State. Upon such registration, a certified copy thereof shall be recorded in the Public Records of Monroe County, Florida, within ten (10) days from the date of registration.

D. **Prohibition of Certain Amendments.** Notwithstanding the foregoing provisions of this Article, no amendment to abridge, amend or alter the rights of the Association to contract with Developer as herein provided or the right of Developer to designate and select members of the Board may be adopted without the prior written consent of Developer.

**ARTICLE XIV: REGISTERED AGENT**

The name and street address of the first registered agent authorized to accept service of process within the State for the Association is **Samuel A. Persaud**,  
9100 S. Dadeland Blvd, Ste., 400, Miami, FL 33156

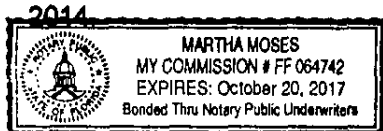
IN WITNESS WHEREOF, the subscriber has hereunto set his hand and seal this 29 of January, 2014.

  
Barry I. Hechtman

STATE OF FLORIDA       )  
                                      )SS:  
COUNTY OF MIAMI-DADE )

BE IT REMEMBERED that on this day personally appeared before me Barry I. Hechtman, the subscriber to the foregoing Articles of Incorporation, known to me personally to be such, and acknowledged the said Articles to be his free and voluntary act and deed and that the facts therein acted are truly set forth.

WITNESS my hand and official seal at Miami, Florida, this 29 day of January,



  
Notary Public, State of Florida at Large

My Commission Expires:

**ACKNOWLEDGMENT BY REGISTERED AGENT**

Having been named to accept service of process for the above stated Association, at the place designated in these Articles, the undersigned hereby accepts his obligation to act in this capacity, and agrees to comply with the provisions of Chapter 617, Florida Statutes, relative to keeping open said office.

  
Samuel A. Persaud-Registered Agent