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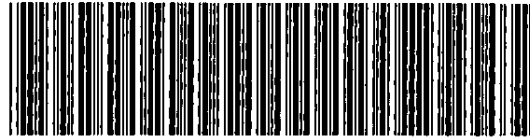
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NOTARY OF PUBLIC
DIVISION OF CORPORATE
2014 MAY 16 PM 3:27

VH

COVER LETTER

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

SUBJECT: 1035 Euclid Condominium Association, 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: Strickland Law Firm, PL / Branden Strickland
Name (Printed or typed)

255 Alhambra Circle Suite 720
Address

Coral Gables, FL 33134
City, State & Zip

(305) 266-3011
Daytime Telephone number

brandenstrickland@rocketmail.com
E-mail address: (to be used for future annual report notification)

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

**ARTICLES OF INCORPORATION
OF
1035 EUCLID CONDOMINIUM ASSOCIATION, INC.**

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

2014 MAY 16 PM 3:27

THE UNDERSIGNED hereby associate themselves for the purpose of forming a corporation not for profit, under Chapter 617, Florida Statutes and certifies as follows:

ARTICLE I

NAME: The name of the corporation, herein called the "Association", is 1035 Euclid Condominium Association, Inc., and its principal office shall be located at 1035 Euclid Ave., Miami Beach, FL 33139.

ARTICLE II

PURPOSE AND POWERS: The purpose for which the Association is organized is to provide an entity pursuant to the Florida Condominium Act for the operation of 1035 Euclid, a condominium located in Miami-Dade County, Florida. The Association is organized and shall exist on a non-stock basis as a corporation not for profit under the laws of the State of Florida, and no portion of any earnings of the Association shall be distributed or inure to the private benefit of any Member, Director or Officer. 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 under the laws of the State of Florida, except as limited or modified by these Articles, the Declaration of Condominium, the Bylaws or the Florida Condominium Act, as it may hereinafter be amended; and it shall have all of the powers and duties reasonably necessary to operate the Condominium pursuant to the said Declaration as it may hereafter be amended, including but not limited to the following:

- (A) To make and collect assessments against members of the Association to defray the costs, expenses and losses of the Association, and to use the funds in the exercise of its powers and duties.
- (B) To protect, maintain, repair, replace and operate the condominium property.
- (C) To purchase insurance upon the condominium property and Association property for the protection of the Association and its members.
- (D) To reconstruct improvements after casualty and to make further improvements of the condominium property.
- (E) To make, amend and enforce reasonable rules and regulations governing the use of the common elements, and the operation of the Association.
- (F) To approve or disapprove the transfer, leasing and occupancy of units, to the extent provided in the Declaration of Condominium.

(G) To enforce the provisions of the Condominium Act, the Declaration of Condominium, the Articles, the Bylaws and any Rules and Regulations of the Association.

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

(J) To enter into agreements, or acquire leaseholds, memberships, and other possessory, ownership or use interests in lands or facilities such as country clubs, golf courses, marinas, and other recreational 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.

(K) To borrow money without limit as to amount if necessary to perform its other functions hereunder.

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 of Incorporation and the Bylaws.

ARTICLE III

MEMBERSHIP:

(A) The members of the Association shall be the record owners of a fee simple interest in one or more units in the Condominium, as further provided in the Bylaws.

(B) The share of a member in the funds and assets of the Association cannot be assigned or transferred in any manner except as appurtenance to his unit.

(C) The owners of each unit, collectively, shall be entitled to one vote in Association matter. The manner of exercising voting rights shall be set forth in the Bylaws.

ARTICLE IV

TERM: The term of the Association shall be perpetual.

ARTICLE V

DIRECTORS AND OFFICERS:

(A) The affairs of the Association shall 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.

(B) 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 herein.

(C) The business of the Association shall be conducted by the officers designated in the Bylaws. The officers shall be elected each year by the Board of Directors at its first meeting after the annual meeting of the members of the Association, and they shall serve at the pleasure of the Board.

ARTICLE VII

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

(A) Proposal. Amendments to these Articles may be proposed by a majority of the Board or by written petition, signed by at least one-fourth (1/4) of the voting interests.

(B) Procedure. Upon any amendments to these Articles being proposed by said Board of unit owners, such proposed amendment shall be submitted to a vote of the owners not later than the next annual meeting for which proper notice can be given.

(C) Vote Required. Except as otherwise provided for by Florida Law, these Articles of Incorporation may be amended by vote of at least two thirds (2/3) of the voting interests present 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 copy of the proposed amendment.

(D) Effective Date. An amendment shall become effective upon filing with the Secretary of State and recording a certified copy in the Public Records of Miami-Dade County, Florida.

ARTICLE VIII

INITIAL DIRECTORS: The initial Directors of the Association shall be:

1. RICARDO DIMITRI, DIRECTOR
6065 NW 167 STREET SUITE B-11
MIAMI, FL 33015
2. GERMAN DE GIULI, DIRECTOR
6065 NW 167 STREET SUITE B-11
MIAMI, FL 33015

3. ALEJANDRO GOLDEMBERG, DIRECTOR
6065 NW 167 STREET SUITE B-11
MIAMI, FL 33015

ARTICLE IX

INITIAL OFFICERS: The initial officers of the Association shall be:

1. RICARDO DIMITRI, PRESIDENT
6065 NW 167 STREET SUITE B-11
MIAMI, FL 33015
2. GERMAN DE GIULI, VICE PRESIDENT
6065 NW 167 STREET SUITE B-11
MIAMI, FL 33015
3. ALEJANDRO GOLDEMBERG, SECRETARY, TREASURER
6065 NW 167 STREET SUITE B-11
MIAMI, FL 33015

ARTICLE X

INITIAL REGISTERED AGENT: The initial registered office of the Association shall be:

BRANDEN L. STRICKLAND, ESQ.
STRICKLAND LAW FIRM, P.L.
255 ALHAMBRA CIRCLE
SUITE 720
CORAL GABLES, FL 33134

ARTICLE XI

INCORPORATOR: The incorporator for these Articles is Branden L. Strickland of the Strickland Law Firm, P.L., 3132 Ponce de Leon Blvd., Coral Gables, FL 33134.

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

_____, Branden L. Strickland, as Incorporator

ARTICLE XII

INDEMINIFICATION: To the fullest extent permitted by Florida law, the Association shall indemnify and hold harmless every Director and every officer of the Association against all expenses and liabilities, including attorneys fees, actually and reasonable incurred by or imposed on him in connection with any legal proceeding (or settlement or appeal of such proceeding) to which he may be a party because of his being or having been a Director or officer of 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:

(A) Willful and misconduct or a conscious disregard for the best interests of the Association, in a proceeding by or in the right of the Association to procure a judgment in its favor.

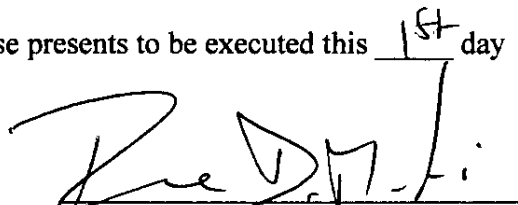
(B) A violation of criminal law, unless the Director or officer had no reasonable cause to believe his action was unlawful or had reasonable cause to believe his action was lawful.

(C) A transaction from which the Director or officer derived an improper personal benefit.

(D) Wrongful conduct by Directors or officers appointed by the Developer, in a proceeding brought by or on behalf of the Association.

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 forgoing rights of indemnification shall be in addition to and not exclusive of all other rights to which a Director or officer may be entitled.

WHEREFORE the incorporator has caused these presents to be executed this 15th day of May, 2014.


RICARDO DIMITRI

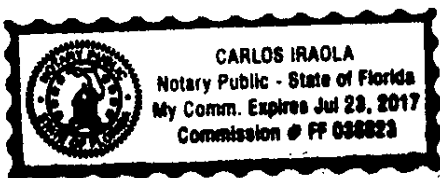

GERMAN DE GIULI


ALEJANDRO GOLDEMBERG

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 15th day of May 2014, by Ricardo Dimitri, German De Giuli and Alejandro Goldemberg who are personally known to me.


Notary Public



ACCEPTANCE BY REGISTERED AGENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

2014 MAY 16 PM 3:27

Having been named to accept service of process for 1035 Euclid Condominium Association, Inc., at the place designated in these Articles of Incorporation, I hereby accept the appointment to act in this capacity and I am familiar with and agree to comply with the laws of the State of Florida in keeping open said office.

A handwritten signature in black ink, consisting of several overlapping loops and a long horizontal stroke at the end, positioned above the printed name.

BRANDEN L. STRICKLAND, ESQ.