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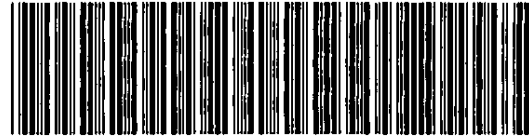
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TALLAHASSEE, FLORIDA

K 06/25/14

COVER LETTER

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

SUBJECT: **Central Park Place Center 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: **Robert Seiden**
Name (Printed or typed)

6111 Broken Sound Parkway NW, Suite 200
Address

Boca Raton, Florida 33487
City, State & Zip

561-994-4499
Daytime Telephone number

rfriedman@friedmangreenberg.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
FOR
CENTRAL PARK PLACE CENTER ASSOCIATION, INC.**

The undersigned subscribers, desiring to form a corporation not for profit under Chapter 617, Florida Statutes, hereby adopt the following Articles of Incorporation.

**ARTICLE I
NAME AND PRINCIPAL PLACE OF BUSINESS**

The name of the corporation shall be **CENTRAL PARK PLACE CENTER ASSOCIATION, INC.** For convenience, the corporation shall be referred to in this instrument as the "Association". The principal office of the Association shall be located at 9629 West Broward Boulevard, Plantation, Florida 33324.

**ARTICLE II
PURPOSE**

The purpose for which the Association is organized is to engage as a non-profit organization in protecting the value of the property of the Members of the Association, to exercise all the powers and privileges and to perform all of the duties and obligations of the Association as defined and set forth in that certain Declaration of Restrictions and Easements dated May 1, 1989, recorded in Official Records Book 6475, Page 438 of the Public Records of Broward County, Florida (as amended from time to time the "Declaration"), including the establishment and enforcement of payment of charges and assessments contained in the Declaration, and to engage in such other lawful activities as may be to the mutual benefit of the Owners and their property. The real property more particularly described in the Declaration is comprised of commercial retail and office center located in the City of Plantation, Broward County, Florida (the "Center"). All terms used in these Articles which are defined in the Declaration shall have the same meaning in these Articles as in the Declaration.

**ARTICLE III
POWERS**

The powers of the Association shall include and be governed by the following provisions:

Section 1. **COMMON LAW AND STATUTORY POWERS.** The Association shall have all of the common law and statutory powers of a corporation not for profit including, but not limited to, those powers set forth and described in Chapter 617, Florida Statutes, as the same may be amended from time to time, together with, or as limited by, these Articles, and any other governing documents of the Association, all as may be amended from time to time.

Section 2. **NECESSARY POWERS.** The Association shall have the powers reasonably necessary to implement its purpose, including, but not limited to, the following:

A. To operate and manage the Common Areas in accordance with the purpose and intent contained in the Declaration;

B. To make and collect assessments against Owners to defray the operating costs;

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- C. To use the proceeds of assessments in the exercise of its powers and duties;
- D. To maintain, repair, replace and operate the common areas and the improvements located thereon;
- E. To reconstruct improvements upon the common areas after casualty;
- F. To make and amend bylaws for the Association and rules and regulations respecting the use of the Center;
- G. To pay all taxes and other assessments which are liens against the Common Area;
- H. To enforce by legal means the provisions of the Declaration, these Articles, and any bylaws and rules of the Association;
- I. To provide for management and maintenance, and, in its discretion, to authorize a management agent to assist the Association in carrying out its powers and duties by performing such functions as collection of assessments, preparation of records, enforcement schedules and maintenance of the Common Areas. The Association shall, however, retain at all times the powers and duties granted it by common law, Florida Statutes and local ordinances including, but not limited to, the making of assessments, the promulgation of rules and regulations, and the execution of contracts on behalf of the Association;
- J. To possess, enjoy and exercise all powers necessary to implement, enforce, and carry into effect the powers above described, including the power to acquire, hold, and convey real and personal property;
- K. To do and perform all such other acts and things permitted and to exercise all powers granted to a corporation not for profit under the laws of the State of Florida as those laws not exist or as they may hereafter provide; and
- L. To contract and work with the Master Association if so required.

Section 3. **FUNDS AND TITLE TO PROPERTIES.** All funds and title to all properties acquired by the Association and the proceeds thereof shall be held only for the benefit of the Owners, in accordance with the provisions of the Declaration.

Section 4. **LIMITATIONS.** The powers of the Association shall be subject to and be exercised in accordance with the provisions of the Declaration.

ARTICLE IV MEMBERSHIP AND VOTING RIGHTS

Membership and voting rights shall be as set forth in the Declaration.

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**ARTICLE V
DURATION**

The Association shall have perpetual existence.

**ARTICLE VI
BOARD OF DIRECTORS**

The affairs of the Association shall be managed by a Board of Directors consisting of not less than three (3) nor more than seven (7) Directors, each of whom shall be elected for a one-year term at the Association's annual meeting. There shall not be term limits for directors. The following persons currently constitute the Board of Directors:

<u>Name</u>	<u>Address</u>
Judy Meir	601 Hibiscus Drive Hallandale, Florida 33009
Dan Cato	9633 West Broward Boulevard Plantation, Florida 33324
Robert Friedman	9675 West Broward Boulevard Plantation, Florida 33324

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**ARTICLE VII
OFFICERS**

The Officers named in this Article VII shall serve and hold office until the next annual meeting of the Board of Directors, or until their successors shall have been appointed and shall qualify. Each Officer shall serve for a term of one (1) year, and may thereafter be re-elected to that office. The Officers shall consist of a President, Vice President, Secretary, and Treasurer.

The following persons shall serve as Officers of the Association.

Judy Meir	President
Robert Friedman	Vice President
Dan Cato	Secretary
Douglas Williams	Treasurer

**ARTICLE VIII
INDEMNIFICATION**

Association shall indemnify each Director and Officer against all expenses and liabilities including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding whether civil, criminal, administrative or investigative, or any settlement of any proceedings, or any appeal from such 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 Association, whether or not he is a Director or officer at the time such expenses are incurred, regardless of by whom the proceeding was brought, except in relation to matters as to which any such Director or officer shall be adjudged liable for gross negligence or willful misconduct, provided that in the event a settlement, the indemnification shall apply only when the Board of Directors of the Association approves such settlement and reimbursement as being for the best interest of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or officer may be entitled.

Expenses incurred in defending a suit or proceeding whether civil, criminal, administrative or investigative may be paid by the Association in advance of the final disposition of such action, suit or proceeding if authorized by all of the non-interested Directors upon receipt of an undertaking by or on behalf of the Director or officer to repay such amount if it shall ultimately be determined that he is not to be indemnified by the Association as authorized by these Articles of Incorporation.

The Association shall have the power to purchase and maintain insurance on behalf of any person who is or was a Director or officer of the Association, or is or was serving at the request of the Association as a Director or officer of another association, against any liability asserted against him and incurred by him in any such capacity, or arising out of his status as such, whether or not the Association would have the power to indemnify him against such liability under the provisions of these Articles of Incorporation.

ARTICLE IX BYLAWS

The Association may adopt bylaws, which bylaws may be amended, altered, or rescinded as provided in the bylaws; provided, however, that at no time shall the bylaws conflict with these Articles of Incorporation or the Declaration.

ARTICLE X AMENDMENTS

A resolution proposing the adoption of a proposed amendment to these Articles may be proposed either by the Board of Directors or by at least ten (10%) of the Owners owning. A resolution adopting a proposed amendment must bear the approval of not less than a majority of the Board of Directors and the Owners owning a majority of the voting rights at a meeting called for that purpose at which a quorum is present.

ARTICLE XI DISSOLUTION

The Association may be dissolved, consistent with applicable provisions of Florida Statutes, upon petition having the assent given in writing and signed by not less than seventy-five percent (75%) of the Owners. Upon dissolution of the Association other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which the Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust, or other organization to be devoted to such similar purposes.

**ARTICLE XII
REGISTERED AGENT AND REGISTERED OFFICE**

The street address of the Association is: 9629 West Broward Boulevard, Plantation, Florida 33324.

The registered agent of the Association shall be:

Robert D. Friedman, Esq.
Friedman & Greenberg, P.A.
9675 West Broward Boulevard
Plantation, Florida 33324

The Association shall have the right to designate subsequent registered agents without amending these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned subscriber has hereto set his hand this 13 day of June, 2014.



Robert D. Friedman, Esq.
Incorporator
9675 West Broward Boulevard
Plantation, Florida 33324

STATE OF FLORIDA)
 BROWARD) SS:
COUNTY OF ~~PALM BEACH~~)

I HEREBY CERTIFY that on this day before me, the undersigned authority, personally appeared Robert D. Friedman to be known to be the subscriber to the Articles of Incorporation, and they acknowledged before me that they executed the same for the purposes therein expressed.

WITNESS my hand and official seal at said County and State this 13th day of June, 2014.



NOTARY PUBLIC, State of Florida
My Commission Expires:



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TALLAHASSEE, FLORIDA

Acknowledgment

Having been named to accept service of process for the above-stated Association, at the place designated in this Certificate, Robert D. Friedman, hereby accepts the responsibility to act in this capacity and agrees to comply with the provisions of said act relative to keeping open said office.

By: 

Robert D. Friedman

Dated this 13 day of June, 2014.

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