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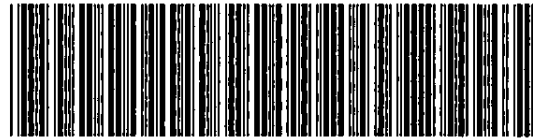
(Business Entity Name)

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Certified Copies _____ Certificates of Status _____

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STATE
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10/28/14

COVER LETTER

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

SUBJECT: BAY PROFESSIONAL BUILDING 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: Express L C L Services
Name (Printed or typed)
129 W. Hibiscus Blvd. Suite T
Address
Melbourne FL 32901
City, State & Zip
(321) 729-6399
Daytime Telephone number

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

BAY PROFESSIONAL BUILDING CONDOMINIUM ASSOCIATION, INC.

The undersigned by these Articles associate themselves for the purpose of forming a corporation not for profit under Chapter 617, Florida Statutes, and certifying as follows:

ARTICLE I - NAME AND DEFINITIONS

The name of the corporation shall be BAY PROFESSIONAL BUILDING CONDOMINIUM ASSOCIATION, INC. For convenience, the corporation shall be referred to in this instrument as the Association, these Articles of Incorporation as Articles and the By-Laws of the Association as By-Laws.

ARTICLE II - PURPOSE

The purpose for which the Association is organized is to provide an entity pursuant to Florida Statute 718.111 for the operation of BAY PROFESSIONAL BUILDING, A CONDOMINIUM, located upon the following lands in Brevard County, Florida:

SEE EXHIBIT 1 ATTACHED HERETO

ARTICLE III - POWERS

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

III.1 General. The Association shall have all of the common-law and statutory powers of a corporation not for profit under the laws of Florida that are not in conflict with the terms of these Articles.

III.2 Enumeration. The Association shall have all of the powers and duties set forth in the Condominium Act and, if not inconsistent with the Condominium Act, these Articles, By-Laws, and the Declaration of Condominium, and all the powers and duties reasonably necessary to operate the condominium pursuant to the Declaration as it may be amended from time to time, including but not limited to the following:

A. To make and collect assessments against members as unit owners to defray the costs, expenses and leases of the condominium.

B. To use the proceeds of assessments and charges in the exercise of its power and duties.

C. To buy and lease both real and personal property for condominium use, and to sell or otherwise dispose of property so acquired.

D. To maintain, repair, replace and operate the condominium property acquired or leased by the Association for use by unit owners.

E. To purchase insurance upon the condominium property and insurance for the protection of the Association and its members, as unit owners.

F. To reconstruct and repair improvements after casualty and to construct additional improvements of the condominium property.

G. To make and amend reasonable regulations respecting the use and appearance of the property in the condominium;

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BAY PROFESSIONAL BUILDING
CONDOMINIUM ASSOCIATION, INC.

provided, however, that all those regulations and their amendments shall be approved by not less than 75% of the votes of the entire membership of the Association before they shall become effective.

H. To approve or disapprove the leasing, transfer, mortgaging, ownership and possession of units as may be provided by the Declaration of Condominium and the By-Laws.

I. To enforce by legal means the provisions of the Condominium Act, the Declaration of Condominium, these Articles, the By-Laws of the Association and the Regulations for the use of the property in the condominium.

J. To contract for the management and maintenance of the condominium property and to authorize a management agent to assist the association in carrying out its powers and duties by performing such functions as the submission of proposals, collection of assessments, preparation of records, enforcement of rules and maintenance, repair and replacement of the common elements with funds as shall be made available by the Association for such purposes. The Association and its officers shall, however, retain at all times the powers and duties granted by the condominium documents and the Condominium Act, including but not limited to the making of assessments, promulgation of rules and execution of contracts on behalf of the Association.

K. To contract for the management or operation of portions of the common elements susceptible to separate management or operation, and to grant leases to those portions for this purpose.

L. To employ personnel to perform the services required for proper operation of the condominium (and to purchase or lease a unit in the condominium from its owner in order to provide living quarters for a manager of the condominium).

III.3 Purchase of Units. (Except as provided for living accommodations of management personnel,) the Association shall not have the power to purchase a unit of the condominium except at sales in foreclosure of liens for assessments for common expenses, at which sales the Association shall bid no more than the amount secured by its lien. This provision shall not be changed without unanimous approval of the members and the joinder of all record owners of mortgages upon the condominium.

III.4 Condominium Property. All funds and the titles of all properties acquired by the Association and their proceeds shall be held in trust for the members in accordance with the provisions of the Declaration of Condominium, these Articles of Incorporation and the By-Laws.

III.5 Distribution of Income. The Association shall make no distribution of income to its members, directors or officers.

III.6 Limitation. The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the Declaration of Condominium and the By-Laws.

ARTICLE IV - MEMBERS

IV.1 Membership. The members of the Association shall consist of all of the record owners of units in the condominium, and after termination of the condominium shall consist of those who are members at the time of the termination and their successors and assigns.

IV.2 Evidence. Change of membership in the Association shall be established by (a) recording in the public records of Brevard County, Florida, a deed or other instrument establishing a public record of the transfer of the title substantiating the membership, and (b) delivery to the Association of a certified

copy of the recorded instruments. The owner receiving title of the unit will be a member of the Association and the membership of the prior owner will be terminated.

IV.3 Assignment. The share 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 the unit for which that share is held.

IV.4 Voting. A member of the Association shall be entitled to at least one vote for each unit owned by him. The exact number of votes to be cast by owners of a unit and the manner of exercising voting rights shall be determined by the By-Laws of the Association.

ARTICLE V - DIRECTORS

V.1 Number and Qualification. The affairs of the Association shall be managed by a board consisting of the number of directors determined by the By-Laws, but not less than three directors, and in the absence of that determination, shall consist of three directors. Directors need not be members of the Association.

V.2 Duties and Powers. All of the duties and powers of the Association existing under the Condominium Act, Declaration of Condominium, these Articles and By-Laws shall be exercised exclusively by the board of directors, its agents, contractors or employees, subject only to approval by unit owners when that is specifically required.

V.3 Election; Removal. Directors of the Association shall be elected at the annual meeting of the members in the manner determined by the By-Laws. Directors may be removed and vacancies on the board of directors shall be filled in the manner provided by the By-Laws.

V.4 First Directors. The names and addresses of the members of the first board of directors who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

Brenda C-K Muh, 4975 Dixie Hwy NE #701, Palm Bay FL 32905
Dr. Mark Urban, 2061 Palm Bay Rd. NE #104, Palm Bay FL 32905
Dr. Marshall Gladnick, 2061 Palm Bay Rd. NE #104, Palm Bay FL 32905
Dr. David Muh, 4975 Dixie Hwy NE #701, Palm Bay FL 32905

ARTICLE VI - OFFICERS

The affairs of the Association shall be administered by the officers designated in the By-Laws. 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. The names and addresses of the officers who shall serve until their successors are designated by the board of directors are as follows:

President: Brenda C-K Muh

Vice President: Dr. Mark Urban

Secretary-Treasurer: Dr. Marshall Gladnick

Treasurer: Dr. David Muh

ARTICLE VII - INDEMNIFICATION

Every director and officer of the Association, and every member of the Association serving the Association at its request, shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed 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 a director or officer of the Association or by reason of his serving or having served the Association at its request, whether or not he is a director or officer or is serving at the time the expenses or liabilities are incurred; provided that in the event of a settlement before entry of judgment, and also when the person concerned is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties, the indemnification shall apply only when the board of directors approves the settlement and reimbursement as being for the best interests of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which that person may be entitled.

ARTICLE VIII - BY-LAWS

The first By-Laws of the Association shall be adopted by the board of directors and may be altered, amended or rescinded by the directors and members in the manner provided by the By-Laws.

ARTICLE IX - AMENDMENTS

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

IX.1 Notice. Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which the proposed amendment is to be considered.

IX.2 Adoption. A resolution for the adoption of a proposed amendment may be proposed either by the board of directors or by the members of the Association. Directors and members not present in person or by proxy at the meeting considering the amendment may express their approval in writing, providing the approval is delivered to the secretary at or prior to the meeting. The approvals must be either:

A. By not less than 75% of the entire membership of the board of directors and by not less than 75% of the votes of the entire membership of the Association; or

B. By not less than 80% of the votes of the entire membership of the Association.

IX.3 Limitation. Provided, however, that no amendment shall make any changes in the qualifications for membership nor in the voting rights or property rights of members, nor any change in III.3 to III.6 of Article III, entitled "Powers", without approval in writing by all members and the joinder of all record owners of mortgages upon units. No amendment shall be made that is in conflict with the Condominium Act or the Declaration of Condominium.

IX.4 Recording. A copy of each amendment shall be accepted and certified by the Secretary of State and be recorded in the public records of Brevard County, Florida.

ARTICLE X - TERM

The term of the Association shall be perpetual.

ARTICLE XI - SUBSCRIBERS

The names and addresses of the subscribers to these Articles of Incorporation are as follows:

Brenda C-K Muh, 4975 Dixie Hwy NE #701, Palm Bay FL 32905
Dr. Mark Urban, 2061 Palm Bay Rd NE, #104, Palm Bay FL 32905
Dr. Marshall Gladnick, 2061 Palm Bay Rd NE #104, palm Bay FL 32905
Dr. David Muh, 4975 Dixie Hwy NE #701, Palm Bay FL 32905

ARTICLE XII - REGISTERED OFFICE/AGENT

The initial address of the principal office of this corporation in the State of Florida is 2061 Palm Bay Rd NE #104, Palm Bay, Florida 32905, and the name and address of the named registered agent is Brenda C-K Muh, located at 2061 Palm Bay Rd NE, Palm Bay, Florida 32905. The board of directors may from time to time move the principal office to any other address in Florida.

IN WITNESS WHEREOF the subscribers have affixed their signatures this 23rd day of Oct, 2014.

Brenda C-K Muh
Brenda C-K Muh

Dr. Mark Urban
Dr. Mark Urban

Dr. Marshall Gladnick
Dr. Marshall Gladnick

Dr. David Muh
Dr. David Muh

STATE OF FLORIDA
COUNTY OF BREVARD

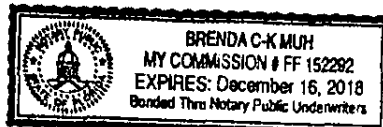
~~BRENDAXMXX~~ Mark Urban, Marshall Gladnick and David Muh appeared before me, and after being duly sworn they acknowledged that they executed the foregoing Articles of Incorporation for the purposes expressed thereon on the 23rd day of Oct, 2014

Brenda C-K Muh
Notary Public

My Commission Expires:

(SEAL)

STATE OF FLORIDA
COUNTY OF BREVARD



Personally appeared before me, Brenda C-K Muh, and after being duly sworn she acknowledge that they executed the foregoing Articles of Incorporation for purposes expressed therein on the 23rd day of October, 2014.

C. L. Balzano
Notary Public



C. L. BALZANO
MY COMMISSION # EE 075943
EXPIRES: March 21, 2015
Bonded Three Notary Public Underwriters

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted, in compliance with said Act:

First---that BAY PROFESSIONAL BUILDING/ASSOCIATION, INC.,
CONDOMINIUM
desiring to organize under the laws of the State of Florida with
its principal office, as indicated in the Articles of
Incorporation at the City of Palm Bay, County of Brevard, State
of Florida, has named Brenda C-K Muh, located at 2061 Palm Bay Rd NE
#104, Palm Bay FL 32905, as its agent to accept service of process
within the State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the
above-stated corporation, at the place designated in this
certificate, I hereby accept to act in this capacity, and agree
to comply with the provision of said Act relative to keeping open
said office.

X Brenda C-K Muh
Resident Agent

print name: Brenda C-K Muh

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TALLAHASSEE, FLORIDA

RULES AND REGULATIONS OF

BAY PROFESSIONAL BUILDING, A CONDOMINIUM

1. No nuisances shall be allowed to be committed or maintained upon the condominium property, nor any use or practice that is the source of annoyance to residents or which interferes with the peaceful possession and proper use of the property by its residents. All parts of the property shall be kept in a clean and sanitary condition, and no rubbish, refuse or garbage shall be allowed to accumulate, nor any fire hazard to exist. No unit owner shall permit any use of his unit or make use of the common elements that will increase the cost of insurance upon the condominium property.

2. No immoral, improper, offensive or unlawful use shall be made of the condominium property, nor any part thereof; and all laws, zoning ordinances and regulations of all governmental authorities having jurisdiction of the condominium shall be observed, including ordinances relating to the types and method of parking vehicles.

3. No sign, advertisement or notice of any type shall be shown on the common property or in any unit; except as provided under uniform regulations promulgated by the board of directors. This paragraph "4" shall not apply to the developer or institutional first mortgagee.

4. An owner shall not place or cause to be placed in or on sidewalks, stairways and other project areas and facilities of similar nature, any furniture, packages or objects of any kind. Such areas shall be used for no other reason than normal transit on or through them.

5. It is prohibited to hang garments, rugs or other items from the windows or from railings of the project.

6. It is prohibited to dust or clean rugs on the exterior of the project.

7. Trailers and boats shall not be parked on condominium property. Parking spaces may be used only for motor vehicles which are in operating condition. No objects except motor vehicles will be parked or placed in the parking spaces of the condominium property. No parking space will be used by any person other than occupants of the condominium who are an actual owner, client, patient, guest or visitor, and by such owner, client, patient, guest or visitor only when such owner, client, patient, guest or visitor is in fact visiting upon the premises. No repair or maintenance of motor vehicles shall be permitted in the parking spaces.

8. Until the developer has closed all of the sales of the units in the condominium, neither the other unit owners nor the Association shall interfere with the sale of such units.

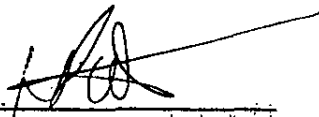
9. No owner shall in any manner change the exterior appearance of any portion of the building.

10. The noise level of all stereos, radios and televisions must be maintained at a level that does not disturb other owners or tenants.


The foregoing were adopted as the Rules and Regulations of BAY PROFESSIONAL BUILDING, A CONDOMINIUM ASSOCIATION, INC., a

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corporation not for profit under the laws of the State of
Florida, at the first meeting of the board of directors on
23rd oct, 2014.


Secretary

Approved:


President

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STATE
TALLAHASSEE, FLORIDA

SURVEYOR'S CERTIFICATE

BAY PROFESSIONAL BUILDING, A CONDOMINIUM

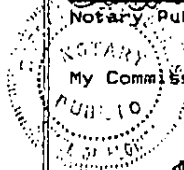
STATE OF FLORIDA)
)ss.:
COUNTY OF)

I, Robert R. Briel, a professional land surveyor duly authorized to practice under the laws of the State of Florida, hereby certify that the construction of the Improvements shown hereon and on Exhibit B, pgs 1, 2 & 3 attached hereto is substantially complete so that these materials, together with the provisions of the Declaration relating to matters of survey describing the Condominium Property, is an accurate representation of the location and dimensions of the Improvements and that the identification, location and dimensions of the Common Elements, Limited Common Elements and of each Unit can be determined from these materials; and that all planned Improvements, including but not limited to landscaping, utility services and access to all Units, and Common Element facilities, serving the Condominium building has been substantially completed, and that this survey meets the minimum technical standards set forth by the Florida Board of Land Surveyors and that this drawing is a true and correct delineation thereof.


PROFESSIONAL LAND SURVEYOR
Florida Certificate No. 3699

Sworn to and Subscribed before
Me this 11th day of March, 1987.


Notary Public



Notary Public, State of Florida
My Commission Expires Nov. 17, 1990
Record This Date (only if necessary)

EXHIBIT A PAGE 1 OF 2

14 OCT 27 PM 3:38
STATE
NOTARY PUBLIC
FLORIDA

BAY PROFESSIONAL BUILDING,
A CONDOMINIUM

DESCRIPTION:

LOTS 1, 5 & 6 BLOCK 2, PALM BAY HOMES SUBDIVISION AS RECORDED
IN PLAT BOOK 11, PAGE 61 OF THE PUBLIC RECORDS OF BREVARD
COUNTY, FLORIDA.

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TALLAHASSEE, FLORIDA