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FLORIDA PROFIT/NON PROFIT CORPORATION  
HOMEOWNER'S ASSOCIATION OF SENIOR 6 HOME APTS.  
INC.

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FLORIDA DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

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## ARTICLES OF INCORPORATION

OF

**HOMEOWNER'S ASSOCIATION OF SENIOR 6 HOME APTS. INC.,  
a Condominium,**

**A FLORIDA NON PROFIT CORPORATION**

**Under Chapter 718, Florida Statutes**

The undersigned, being desirous of forming a corporation not for profit, under the provisions of Chapter 718 of the Florida Statutes, hereby subscribes to these Articles for the purpose of forming a non profit corporation in the State of Florida and with the powers herein-following.

### ARTICLE I - NAME

The name of this corporation shall be Homeowners' Association of Senior 6 Home Apts., Inc., a Condominium (hereinafter referred to as the "Association"), comprising six (6) Units (hereinafter, "Units").

### ARTICLE II - REGISTERED AGENT

Arnold Rockford, Esq., Rockford Legal P.A., 8004 NW 154 Street No. 372, Miami Lakes, Florida 33016, Tel. (305) 798-2327, lawyerrockford@att.net, is the initial registered agent of this Association.

### ARTICLE III - PRINCIPAL OFFICE

The initial principal office of the Association shall be located at 2130 NE 168 Street Unit D, N Miami Beach, Florida 33162. The Association may change its principal office from time to time without amendment of these Articles of Incorporation.

### ARTICLE IV - PURPOSE AND POWERS OF THE ASSOCIATION

The purpose and object of the Association shall be to administer the operation and management of Senior 6 Home Apts., Inc., A Condominium, comprising six (6) Units, a subdivision located in Miami-Dade County, Florida (hereinafter "Community") more fully described in Exhibit "A" attached hereto, (hereinafter "Property") according to the Declaration of Condominium of Senior 6 Home Apts., Inc., a Condominium, Inc., Official Records Book 3910, Page 17, of the Public Records of Miami-Dade County, Florida, on or about November of the year 1963 ("Declaration").

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The Association does not contemplate pecuniary gain or profit to the Members thereof and shall undertake and perform all acts and duties incident to the operation, Management, preservation and architectural control of the Property in accordance with the terms, provisions and conditions of these Articles of Incorporation, the Bylaws of the Association and the Declaration. The Association shall further promote the health, safety and welfare of the Members of the Association in the Community.

The Association shall have the following powers:

- A. All of the powers and privileges granted to not for profit corporations under the laws of the State of Florida, as the same may be amended from time to time as therein provided.
- B. All of the powers reasonably necessary to implement and effectuate the purposes of the Association, including, without limitation, the power, authority and right to undertake all powers and duties set forth in its Declaration of Condominium, these Articles and Bylaws, as the same may be amended from time to time, the Declaration and Bylaws being incorporated herein by reference as if herein set forth in full.
- C. The right to tax, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of its Declaration of Condominium; to pay all expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association.
- D. The right to acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association and to annex such property owned by it to the covenants and restrictions.
- E. The right to borrow money, and with the assent of two-thirds (2/3) of members, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred.
- F. The right to dedicate, sell, or transfer all or any part of the Common area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of Members, agreeing to such dedication, sale or transfer, provided, however, the Association shall have the right to grant permits, easements or licenses to a public agency or utility company for utilities, roads, other purposes reasonably necessary or useful for the proper maintenance or operation of the property, which grants shall not be deemed a dedication, sale or transfer requiring the consent of Members.
- G. The right to participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and

Common Area, provided that any such merger, consolidations or annexation shall have the consent of two-thirds (2/3) of each class of Members:

H. The right to operate, maintain, and manage the surface water management systems including, but not limited to, retention areas, drainage structures and drainage easements.

#### ARTICLE V - MANAGEMENT

Directors and officers shall discharge their duties in good faith, with the care that an ordinary prudent person in a like-position would exercise under similar circumstances in the state of Florida, and in a manner reasonably believed to be in the best interests of the Association. Unless a Director or Officer has knowledge concerning a matter in question that makes reliance unwarranted in discharging her duties she may rely on information, opinions, reports or statements, including financial statements and other data, if prepared or presented by one or more officers or employees of the Association, whom the Director or Officer reasonably believes to be reasonable and competent in the manner-presented and/or prepared or presented by legal counsel, public accountants or other persons as to matters the Director and/or Officer reasonably believes are within the persons' professional or expert competence. A Director or Officer is not liable for any action taken as a Director and/or Officer, or any failure to take action, if she performed the duties of her office in compliance with the foregoing standards.

#### ARTICLE VI - QUALIFICATION OF MEMBERS

The qualification of Members, manner of their admission to and termination of membership shall be as follows:

A. Every person or entity who is a fee simple public records'-owner of a fee interest in any Lot, which is subject to the Declaration, shall be a Member of the Association - with one (1) Member limit per Unit. The foregoing is not intended to include persons or entities that hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Lot, which is subject to the Declaration.

B. The membership of any person or entity shall be automatically terminated upon her being divested of her title or interest in such Lot/Unit; provided that nothing herein contained shall be construed as terminating the membership of any person or entity owning fee title to or fee ownership interest in two or more Lots at any time while such person or entity shall retain fee title to or a fee ownership interest in any Lot.

C. Transfer of membership shall be recognized by the Association upon its being provided with a copy of the recorded deed conveying such fee simple title to a Lot to the new Member of said Unit. Except as an appurtenance to his Lot, no Member can assign, hypothecate or transfer in any manner, his membership in the Association or his interest in the funds and assets of the Association. The funds and assets of the Association shall

belong solely to the Association and subject to the limitation that the same be expended, held or used for the benefit of the membership and for the purposes authorized herein, in its Declaration of Condominium and/or its Bylaws.

#### **ARTICLE VII - VOTING RIGHTS**

The Owners of each Unit, hereinafter also constituting and being also referred to as a single "Member", shall be entitled to cast one (1) vote on all matters upon which the membership would be entitled to vote, i.e., one (1) vote per Unit / Member. If a corporation, partnership, joint venture or other entity is a fee simple title-holder to a Lot / Unit, such entity shall designate one person as the holder of the one vote authorized per Unit or Member. In no event shall more than one vote be cast with respect to any Unit or Member.

#### **ARTICLE VIII - BOARD OF DIRECTORS**

The Association's business affairs shall be managed by the Board of Directors, who need to be Members of the Association. The number of members of the first Board of Directors shall be two, and the Declarant shall appoint the initial Board of Directors.

The names and addresses of the persons whom are to serve as the initial Board of Directors until their successors are appointed or chosen, are

##### **DIRECTOR**

##### **ADDRESS**

Cristobal Rivero

2130 NE Unit D, N. Miami Beach, Florida 33162

Erika Arteta

2130 NE Unit E, N. Miami Beach, Florida 33162

The two initial directors shall serve for the terms of three (3) years and directors be elected by the members annually at the annual meeting.

#### **ARTICLE IX - OFFICERS**

The officers of the Association shall be a President, one or more Vice Presidents, Secretary and a Treasurer, whom shall perform the customary duties of such offices in Florida and subject to the directions of the Board of Directors.

Officers of the Association may be compensated in the manner to be provided in the Bylaws.

The Board of Directors or the President, with the approval of the Board of Directors, may employ a managing agent, agency, and/or other managerial and supervisory personnel or entity to administer or assist in the administration of the operation and management of the Association.

The persons who are to serve as officers of the Association until their successors are chosen are

<u>OFFICE</u>	<u>NAME</u>
Cristobal Rivero	President, Treasurer
Erika Arteta	Vice President, Secretary

The officers shall be elected by the Board of Directors at their annual meeting as provided in the Bylaws. The Board of Directors at any meeting duly held shall fill vacancies in any office.

The President shall be elected from the membership of the Board, but no other officer need be a Director. The same person may hold the offices of Secretary, and Treasurer. No person shall simultaneously hold more than one of any of the other offices except Secretary and Treasurer.

#### ARTICLE X - BYLAWS

The Board of Directors shall adopt by a majority vote the original Bylaws of the Association. The Bylaws shall be amended by the procedure more fully set forth in the Bylaws and shall be approved by at least a majority of the Association's membership. All Members and third-parties' actions or relationships with the Condominium and/or the Association are equally bound by the Bylaws of the Association.

#### ARTICLE XI - AMENDMENT OF ARTICLES

Amendment of these Articles shall require the assent of two-thirds (2/3) of the votes of the Members.

#### ARTICLE XII - INDEMNITY

Every director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities including attorney's 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 at the time such expenses are incurred, except in such cases where the Director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided, that in the event of any claim for reimbursement or indemnification, the indemnification herein shall only apply if the Board of Directors approves such settlement and reimbursement as being in 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 other officer may be entitled.

### ARTICLE XIII - NON-PROFIT STATUS

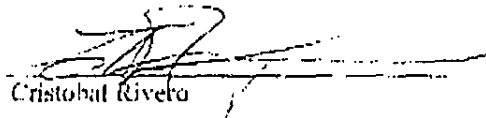
No part of the income of this corporation shall be distributed to the Members except upon the dissolution or final liquidation and as permitted by the court having jurisdiction thereof.

### ARTICLE XIV - DURATION

The Association shall exist for the life of the Condominium, unless legally terminated by unanimous action of its Members and in accordance with its Declaration, Articles of Incorporation, Bylaws, and the laws of the State of Florida.

### ARTICLE XV - SUBSCRIBER

The name and address of the subscriber to these Articles is Cristobal Rivero, of 2130 NE Unit D, N, Miami Beach, Florida 33162.

  
Cristobal Rivero

STATE OF FLORIDA }

COUNTY OF MIAMI-DADE }

The foregoing Articles of Incorporation were acknowledged before this 6<sup>th</sup> day of December, 2014 by Cristobal Rivero, to me personally known and whom did not take an oath.



ARNOLD ROCKFORD, ESQ.  
MY COMMISSION # FF 08741  
EXPIRES: February 22, 2018  
Arnold Rockford Notary Services

  
Arnold Rockford, Esq.  
Notary Public State of Florida at Large

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

In compliance with the laws of Florida, the following is submitted:

First - that desiring to organize under the laws of the State of Florida with its principal office, as indicated in foregoing Articles of Incorporation, County of Miami-Dade, State

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of Florida, the corporation named in said Articles has named Arnold Rockford, Esq., located at 8004 NW 154<sup>th</sup> Street No. 372, Miami Lakes, Florida 33916, County of Miami-Dade, State of Florida, as its statutory registered agent.

Having been named the statutory agent of the above corporation at the place designated in this certificate, I hereby accept the same and agree to comply with the provisions of Florida law relative to keeping the registered office open.



Arnold Rockford, Esq., Registered Agent

Dated this 6<sup>th</sup> day of December, 2014

**LEGAL DESCRIPTION:**

Lots 3 and 4, in Block 55, of FULFORD BY THE SEA SECTION D, according to Plat Book 8, at Page 58 of the Public Records of Dade County, Florida, a.k.a., 2120 - 2130 N.E. 168<sup>th</sup> Street, North Miami Beach, Florida.

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