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Date: 08/10/2015

Account #: I20000000088

Name: Michelle Walker

Reference #: T000909

ENTITY NAME: DORAL PARKWAY CONDOMINIUM ASSOCIATION, INC.

Articles of Incorporation/Authorization to Transact Business

Amendment

Annual Report

Change of Agent

Reinstatement

Conversion

Merger

Dissolution/Withdrawal

Fictitious Name

Other: CERTIFIED COPY

Authorized Amount: \$ 18.75

Signature: Michelle Walker



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

August 10, 2015

NCR

SUBJECT: DORAL PARKWAY CONDOMINIUM ASSOCIATION, INC.  
Ref. Number: W15000053743

We have received your document for DORAL PARKWAY CONDOMINIUM ASSOCIATION, INC. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

The document must contain both the street address of the principal office and the mailing address of the entity.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Terri J Schroeder  
Regulatory Specialist II

Letter Number: 515A00016825

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**ARTICLES OF INCORPORATION**  
**OF**  
**DORAL PARKWAY CONDOMINIUM ASSOCIATION, INC.**  
**(A Not-For-Profit Corporation Under the Laws of the State of Florida)**

The undersigned hereby submits these articles for the purpose of forming a corporation not-for-profit under Chapter 617, Florida Statutes, and hereby adopts the following Articles of Incorporation:

**ARTICLE I - Name**

The name of this corporation shall be DORAL PARKWAY CONDOMINIUM ASSOCIATION, INC. ("Association").

**ARTICLE II - Address**

The address of the principal office and mailing address of the Corporation is 8920 NW 27 Street, Doral, Florida 33172

**ARTICLE III - Registered Office- Registered Agent**

The street address of the Registered Office of the Association is 115 North Calhoun Street, Suite 4, Tallahassee, Florida 32301, or at such other place as may be subsequently designated by the Board of Directors. All books and records of the Association shall be kept at its principal office or at such other place as may be permitted by the Act. The initial Registered Agent shall be National Corporate Research, Ltd., Inc.

**ARTICLE IV - Purpose of Association**

The purpose for which the Association is organized is to provide an entity pursuant to Chapter 718, Florida Statutes (i.e., the Florida Condominium Act) as it exists on the date hereof (the "Condominium Act"), to operate that certain condominium located in Miami-Dade County, Florida, known as the Doral Parkway Condominium ("Condominium"), in accordance with the Condominium Documents (as defined in that certain Declaration of Condominium for Doral Parkway Condominium recorded in the public records of Miami-Dade County, Florida (the "Declaration").

**ARTICLE V - Definitions**

The terms used in these Articles shall have the same definitions and meanings as those set forth in the Declaration, unless herein provided to the contrary, or unless the context otherwise requires.

**ARTICLE VI - Powers of the Association.**

The Association shall have the following powers:

1. Not-For-Profit. The Association shall have all of the power and privileges granted to corporations not-for-profit except where the same are in conflict with the Condominium Documents.

2. Condominium Act. The Association shall have all of the powers of Condominium Associations under and pursuant to the Condominium Act. The Association shall also have all those powers reasonably necessary to implement and effectuate the purposes of the Association as specified in the Condominium Documents, including but not limited to:

(a) To make and establish rules and regulations governing the use of Condominium Property and Association Property (if any).

(b) To levy and collect assessments from members of the Association in the Condominium to defray the Common Expenses of the Condominium (except as limited by F.S. 718.116), including, but not limited to, the provision of insurance, acquiring, operating, leasing, managing and otherwise dealing with property, whether real or personal (including Units in the Condominium), which may be necessary or convenient for the operation and management of the Condominium, and to do all things necessary to accomplish the purposes set forth in the Condominium Documents.

(c) To maintain, improve, repair, reconstruct, replace, operate and manage Condominium Property and Association Property (if any).

(d) To grant (or accept the grant of) licenses, easements, permits, leases or privileges to any individual or entity, including non-Unit Owners, which affect property owned or controlled by the Association, the Common Elements or Limited Common Elements, and to alter, add to, relocate or improve the Common Elements and Limited Common Elements, provided, however, if any Limited Common Elements are affected, the consent of the Owner(s) of the Unit(s) to which such Limited Common Elements are appurtenant must be obtained by the Association.

(e) To contract for the management of the Condominium and to delegate in such contract all or any part of the powers and duties of the Association.

(f) To enforce the provisions of the Condominium Documents and the rules and regulations adopted as set forth therein.

(g) To exercise, undertake and accomplish all of the rights, duties and obligations which may be granted to, or imposed upon, the Association.

(h) To approve or disapprove of the transfer, mortgage, ownership, leasing, and occupants of condominium units.

(i) To acquire, hold title to and enter into agreements whereby the Association acquires interests in property or a leasehold, membership or other possessory or use interests in land or facilities, whether or not contiguous to the lands of the Condominium.

(j) To exercise its powers concerning any property owned or controlled by the Association.

3. Distribution of Income . The Association shall not pay a dividend to its members and shall make no distribution of income to its members, directors or officers, and upon dissolution, the assets of the Association shall be transferred only to another non-profit corporation or a public agency or otherwise authorized by the Florida Not For Profit Corporation Act (Chapter 617, Florida Statutes).

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**ARTICLE VII - Membership and Voting**

1. **Membership.** The members of the Association shall consist of all of the record title owners of Units in the Condominium from time to time, and after termination of the Condominium, shall also consist of those who were members at the time of such termination, and their successors and assigns.
2. **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.
3. **Voting.** On all matters upon which the membership shall be entitled to vote, each Unit shall be entitled to the number of votes set forth in the Declaration. All votes shall be exercised or cast in the manner provided by the Condominium Documents. Any person or entity owning more than one Unit shall be entitled to cast the aggregate number of votes attributable to all Units owned.
4. **Meetings.** The By-Laws shall provide for an annual meeting of members, and may make provision for regular and special meetings of members other than the annual meeting.

**ARTICLE VIII - Duration**

The Association shall have perpetual existence, unless dissolved in accordance with applicable law.

**ARTICLE IX - Officers**

The affairs of the Association shall be administered by the officers holding the offices designated in the By-Laws. The officers shall be elected by the Board of Directors of the Association 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, provided, however, that the President and the Vice President of the Association must always be Directors. The By-Laws may provide for the removal from office of officers, for filling vacancies and for the duties and qualifications of the officers. An individual may hold more than one office of the Association. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

**President/Secretary/ Treasurer**

Frank Puentes  
8920 NW 27 Street  
Doral Florida 33172

**ARTICLE X - Board of Directors**

1. **Number and Qualification.** The property, business and affairs of the Association shall be managed by a board consisting of three (3) directors. Directors need not be members of the Association.
2. **Duties and Powers.** All of the duties and powers of the Association existing under the Act, the Declaration, these Articles and the By-Laws shall be exercised exclusively by the Board of Directors, its agents, contractors or employees, subject only to approval by Unit Owners when such approval is specifically required.
3. **Election and Removal.** Pursuant to Section 10.7 of the Declaration, upon creation of the Condominium, the Association shall be deemed to have been turned over by the Declarant to the Unit

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Owners, such that there will not be a Declarant control period with respect to the Condominium or the Association, and the requirements of Section 718.301 of the Act shall be deemed to be inapplicable to the Condominium, the Association and the Unit Owners, and all initial Unit Owners have agreed pursuant to execution of the Declaration that each Unit Owner shall be entitled to elect the number of directors of the Association provided in this section for so long as the Condominium shall exist. Directors may be removed only by the Unit Owner that elected/appointed the Director and vacancies on the Board of Directors shall be filled by the election/appointment of another Director by the Unit Owner who originally elected/appointed the Director being replaced.

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 taken Office, as provided in the By-Laws, are as follows:

<u>Name</u>	<u>Address</u>
Frank Puentes	8920 NW 27 Street Doral Florida 33172
Rey Gonzalez	8920 NW 27 Street Doral Florida 33172
Claudio Cruz	8920 NW 27 Street Doral Florida 33172

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**ARTICLE XI – Incorporator**

The Incorporator of these Articles is Susanne Zabloudil, Esq., whose address is Akerman LLP, One Southeast Third Avenue, 25<sup>th</sup> Floor, Miami, FL 33131-1714.

**ARTICLE XII - Bylaws**

The initial Bylaws of the Association shall be adopted by the Board and may be altered, amended or rescinded in the manner provided in the Condominium Documents.

**ARTICLE XIII - Indemnification of Officers and Directors**

The Association does hereby indemnify its Officers and Directors as provided in the Bylaws.

**ARTICLE XIV - Amendments**

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

1. Notice. Notice of a proposed amendment shall be included in the notice of any meeting at which the proposed amendment is to be considered and shall be otherwise given in the time and manner provided in Chapter 617, Florida Statutes. Such notice shall contain the proposed amendment or a summary of the changes to be affected thereby.

2. Adoption. Amendments shall be proposed and adopted in the manner provided in Chapter 617, Florida Statutes and otherwise in the same manner required for amendment to the Declaration.

3. Limitation. No amendment shall make any changes in the qualifications for Membership, nor in the voting rights or property rights of members, nor any changes in Subsections Article V above, without the approval in writing of all members and the joinder of all record owners of mortgages upon Units. No amendment shall be made that is in conflict with the Act, the Declaration or the By-Laws, nor shall any amendment make any changes which would in any way affect any of the rights, privileges, powers or options herein provided in favor of or reserved to the Mortgagees, unless the Mortgagees, as applicable, shall join in the execution of the amendment. No amendment to this Subsection 3 of this Article XIV shall be effective.

4. Recording. A copy of each amendment shall be filed with the Secretary of State pursuant to the provisions of applicable Florida law, and a copy certified by the Secretary of State shall be recorded in the public records of Miami-Dade County, Florida with an identification on the first page thereof of the book and page of said public records where the Declaration was recorded which contains, as an Exhibit, the initial recording of these Articles.

**ARTICLE XV - Assignment of Funds and Assets**

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 a Unit. The funds and assets of the Association shall belong solely to the Association, subject to the limitation that the same be expended, held, or used for the benefit of the Association and its membership and for the purposes authorized in the Condominium Documents.

**ARTICLE XVI - Dissolution**

In the event of dissolution of the Association other than incident to a merger or consolidation, the assets of the Association shall be dedicated to a public body or conveyed to a not-for-profit organization with a similar purpose as the Association. If the last Board of Directors of the dissolved Association does not undertake to do so, any member may petition the Circuit Court having jurisdiction to appoint a receiver to manage the affairs of the dissolved Association and to manage the Condominium Property until such time as the assets of the Association may be dedicated to a public body or conveyed to a not-for-profit organization with a similar purpose as the Association.

[Signatures on Next Page]

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IN WITNESS WHEREOF, the Incorporator has affixed its signature this 4<sup>th</sup> day of August 2015.



Susanne Zabloudil, Incorporator

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ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been named to accept service of process for Doral Parkway Condominium Association, Inc., at the place designated in these articles, hereby agrees to act in this capacity, and is familiar with, and accepts, the obligations of this position and further agrees to comply with the provisions all of the statutes relative to the proper and complete performance of its duties.

Dated this 10 day of August, 2015.

National Corporate Research Ltd., Inc., as Registered Agent

By: National Corporate Research, Ltd, Inc.  
Name: Michelle Walker  
Title: Assistant Secretary

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