

N150000D10800

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

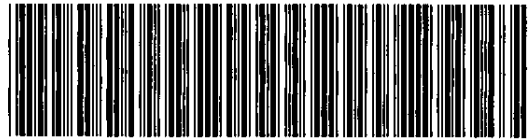
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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09/30/15--01013--007 **70.00

15 NOV -6 PM 4:11
RECEIVED
FILING OFFICE

W15-66334

WMD 11/5

COVER LETTER

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

SUBJECT: Esmeralda On Eighth 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: Spiros Zorbalas

Name (Printed or typed)

660 Tamiami Trail North, Suite 3

Address

Naples, Florida 34102

City, State & Zip

(612) 685-8271

Daytime Telephone number

spyroszormpalas@rdgdevelopment.com

E-mail address: (to be used for future annual report notification)

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 6, 2015

SPIROS ZORBALAS
6600 TAMiami TRAIL NORTH
SUITE 3
NAPLES, FL 34102

SUBJECT: ESMERALDA ON EIGHTH CONDOMINIUM ASSOCIATION, INC.
Ref. Number: W15000066334

We have received your document for ESMERALDA ON EIGHTH CONDOMINIUM ASSOCIATION, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list at least one incorporator with a complete business street address.

Please return the corrected original and one copy of 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.

Maryanne Dickey
Regulatory Specialist II
New Filing Section

Letter Number: 115A00021105



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 27, 2015

SPIROS ZORBALAS
660 TAMiami TRAIL NORTH
SUITE 3
NAPLES, FL 34102

2ND MAILING

SUBJECT: ESMERALDA ON EIGHTH CONDOMINIUM ASSOCIATION, INC.
Ref. Number: W15000066334

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Maryanne Dickey
Regulatory Specialist II
New Filing Section

Letter Number: 115A00021105

Craig D. Blume, P.A.

Telephone:
239-417-4848

Attorney at Law
750 Eleventh Street South
Naples, Florida 34102
NaplesLawOffice@Gmail.com

Facsimile:
239-417-4840

October 29, 2015

Department of State
New Filing Section
ATTN: Marianne
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

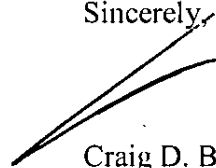
RECEIVED NOV 6 4 2015

RE: Esermalda On Eighth Condominium Association, Inc. – Articles of Incorporation
Document Number W15000066334

Dear Marianne:

Pursuant to our telephone conversation on 10/29/2015, enclosed are the original Articles of Incorporation for the above referenced entity.

Sincerely,

A handwritten signature in black ink, consisting of a series of fluid, connected strokes that form the name 'Craig D. Blume'.

Craig D. Blume, Esq.

**ARTICLES OF INCORPORATION
OF
ESMERALDA ON EIGHTH
CONDOMINIUM ASSOCIATION, INC.**

Pursuant to the provisions of Section 617.0202, Florida Statutes, these Articles of Incorporation are created by Spiros Zorbalas, as sole incorporator, for the purposes set forth below.

ARTICLE I

NAME AND ADDRESS: The name of the corporation, hereinafter referred to as the "Association", is Esmeralda on Eighth Condominium Association, Inc. The address of the corporation is 969-985 8th Avenue South, Naples, Florida 34102.

ARTICLE II

PURPOSE AND POWERS: The purpose for which the Association is organized is to provide an entity pursuant to the provisions of Chapter 718, Florida Statutes (the "Condominium Act") for the operation of Esmeralda On Eighth, a Condominium, located in Collier 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 of the Association. For the accomplishment of its purposes, the Association shall have all the common law and statutory powers and duties of a corporation not for profit, except as limited or modified by these articles, the declaration of condominium or Condominium Act, as they may hereafter be amended, including without limitation, the following:

- A. To make and collect assessments against members of the Association to defray the costs, expenses and losses of the condominium, and use the proceeds of assessments 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 property.
- E. To make, amend and enforce reasonable rules and regulations governing the use of the common elements and the Association property, and the operation of the Association.
- F. To approve and disapprove the transfer of ownership, leasing and occupancy of units, as provided by the declaration of condominium.
- G. To enforce the provisions of the Condominium Act, the declaration of condominium, these articles, and the bylaws and any rules and regulations of the Association.
- H. To contract for the management and maintenance of the condominium and the condominium property, and to delegate any powers and duties of the Association in connection therewith, except such as specifically required by the law or by the condominium documents to be exercised by the board of directors or the membership 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 in agreements, or acquire leaseholds, memberships, and other possessory or use interests in the lands or facilities such as country clubs, golf courses, marinas and other recreational facilities. It has the aforementioned powers, 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.
- L. To participate in mergers or consolidations with other condominium(s), or their associations.

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 consist of all record owners of legal title to one or more units in 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 an appurtenance to his or her unit.
- C. The owners of each unit, collectively, shall be entitled to one (1) vote in Association matters, as further set forth in the declaration of condominium and the bylaws. The manner of exercising voting rights shall be as set forth in the bylaws.

ARTICLE IV

TERM: The terms of the Association shall be perpetual.

ARTICLE V

BYLAWS: The bylaws of the Association may be altered, amended or rescinded in the manner provided therein.

ARTICLE VI

DIRECTORS AND OFFICERS:

- A. The affairs of the Association will be administered by the board of directors consisting of the number of directors determined by the bylaws, but not fewer than three (3) directors. In the absence of any provision in the bylaws to the contrary, the board 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 in the bylaws.

- 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 following the annual meeting of the members of the Association, and shall serve at the pleasure of the board.

The initial officer(s) and/or director(s) of the corporation is/are:

Title: President
Spiros Zorbalas
660 Tamiami Trail North
Suite 3
Naples, Florida 34102

ARTICLE VII

INITIAL REGISTERED AGENT:

The initial registered office of the Association shall be at:

660 Tamiami Trail North
Suite 3
Naples, Florida 34102

The initial registered agent at said address shall be:

Spiros Zorbalas

ARTICLE VIII

The name and street address of the Incorporator is:

Spiros Zorbalas
660 Tamiami Trail North
Suite 3
Naples, Florida 34102

ARTICLE IX

INDEMNIFICATION:

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 attorney fees, actually and reasonably incurred by or imposed on him in connection with any legal proceeding (or settlement or appeal of such proceeding) to which he or she may be a party because of his or her 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 or her actions or omissions to act were material to the cause adjudicated or involved:

- A. Willful 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.

15 NOV - 4 PM 4:11
RECEIVED
NOTARY PUBLIC
FLORIDA

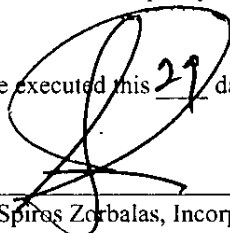
B. A violation of criminal law, unless the director or officer had no reasonable cause to believe his action was unlawful or had reasonable cause to believe his action was lawful.

C. A transaction from which the director or officer derived an improper personal benefit.

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 interests of the Association. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which a director or officer may be entitled.

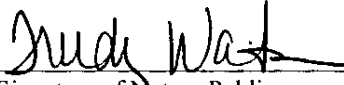
The indemnification hereby afforded to directors and officers shall also extend to any entity other than the Association found responsible or liable for the actions of such individuals in their capacity as directors or officers, including without limitation, the developer.

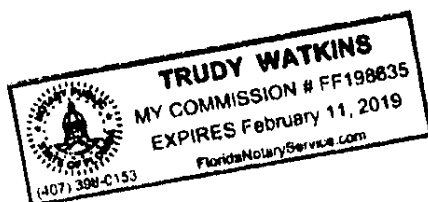
WHEREFORE, the incorporator has caused these presents to be executed this 29 day of October, 2015.


Spiros Zorbalas, Incorporator

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 29th day of October, 2015, by Spiros Zorbalas, who (☒) is personally known to me or who () produced a drivers license as identification.


Signature of Notary Public

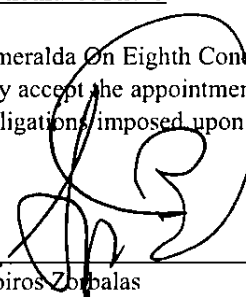


Trudy Watkins
Printed Name of Notary Public
Commission Expires:

(NOTARY SEAL)

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for Esmeralda On Eighth Condominium Association, Inc., at the place designated in these articles of incorporation, I hereby accept the appointment to act in this capacity and acknowledge that I am familiar with and agree to accept the obligations imposed upon registered agents under the Florida Not For Profit Corporation Act.



Spiros Zorbalas

15 NOV -6 PM 4: 11
Spiras Zorbalas