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16 AUG -9 AM 11:40

FLORIDA PROFIT/NON PROFIT CORPORATION
First Street Lodging Hotel Condominium Association,

Certificate of Status	0
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COVER LETTER

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

SUBJECT: First Street Lodging Hotel 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: Lisa N. Munsey, Gardere Wynne Sewell LLP

Name (Printed or typed)

1601 Elm Street, Suite 3000

Address

Dallas, Texas 75201

City, State & Zip

214-999-4618

Daytime Telephone number

csevilla@keyinternational.info

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

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

16 AUG -9 AM 11:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

FIRST STREET LODGING HOTEL CONDOMINIUM ASSOCIATION, INC.

We, the undersigned, for the purpose of forming a not-for-profit corporation in accordance with the laws of the State of Florida, acknowledge and file these Articles of Incorporation in the Office of the Secretary of the State of Florida.

I.
NAME

The name of this corporation shall be FIRST STREET LODGING HOTEL CONDOMINIUM ASSOCIATION, INC. For convenience, the corporation shall herein be referred to as the "Association".

II.
PURPOSES AND POWERS

The Association shall have the following powers:

A. To manage, operate and administer FIRST STREET LODGING HOTEL CONDOMINIUM (referred to herein as the "Condominium"), and to undertake the performance of, and to carry out the acts and duties incident to, the administration of the Condominium in accordance with the terms, provisions, conditions and authorizations contained in these Articles, the Association's Bylaws and the Declaration of Condominium recorded among the Public Records of Alachua County, Florida.

B. To borrow money and issue evidences of indebtedness in furtherance of any or all of the objects of its business; to secure the same by mortgage, deed of trust, pledge or other lien.

C. To carry out the duties and obligations and receive the benefits given the Association by the Declaration of Condominium.

D. To establish Bylaws and Rules and Regulations for the operation of the Association and to provide for the formal administration of the Association; to enforce the Condominium Act of the State of Florida, the Declaration of Condominium, the Bylaws and the Rules and Regulations of the Association.

E. To contract for the management of the Condominium.

F. To acquire, own, operate, mortgage, lease, sell and trade property, whether real or personal, as may be necessary or convenient in the administration of the Condominium.

G. The Association shall have all of the common law and statutory powers and duties set forth in Chapter 718, Florida Statutes, as amended (the "Condominium Act") and the Declaration of Condominium for the Condominium and all other powers and duties reasonably necessary to operate the Condominium pursuant to its Declaration of Condominium, as same may be amended from time to time.

III. MEMBERS

A. Each unit owner in the Condominium shall automatically be a member of the Association.

B. Membership shall commence upon the acquisition of record title to a unit as evidenced by the recording of a deed of conveyance amongst the Public Records of Alachua County, Florida or, as provided in the Declaration of Condominium, upon transfer of title upon the death of a member and membership shall terminate upon the divestment of title to said unit.

C. On all matters as to which the membership shall be entitled to vote, each Unit Owner shall be entitled to vote the voting interests for each Unit owned, as set forth on Exhibit "A" attached hereto, which voting interests are identical to the share of Common Elements attributable to each Unit. Which vote shall be exercised in the manner provided by the Declaration of Condominium and the Bylaws.

D. 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 his unit.

IV. EXISTENCE

The Association shall have perpetual existence.

V. INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation is as follows:

NAME	ADDRESS
Lisa Munsey	1601 Elm Street, Suite 3000 Dallas, Texas 75201-4757

**VI.
DIRECTORS**

A. The Condominium and Association affairs shall be managed by a Board of Directors initially composed of three persons, in accordance with Article III of the Association's Bylaws.

B. The number of Directors to be elected, the manner of their election and their respective terms shall be as set forth in Article III of the Association's Bylaws.

The following persons shall constitute the initial Board of Directors and they shall hold office for the term and in accordance with the provisions of Article III of the Association's Bylaws:

NAME	ADDRESS
Steve Zunker	14185 Dallas Parkway, Suite 1100 Dallas, Texas 75254
Elizabeth Lloyd	14185 Dallas Parkway, Suite 1100 Dallas, Texas 75254
Bobby Nandipati	14185 Dallas Parkway, Suite 1100 Dallas, Texas 75254

**VII.
OFFICERS**

The affairs of the Association shall be administered by the Officers designated in the Bylaws, who shall serve at the pleasure of said Board of Directors. The names and addresses of the Officers who shall serve until the first election of Officers pursuant to the provisions of the Bylaws are as follows:

NAME	TITLE	ADDRESS
Steve Zunker	President	14185 Dallas Parkway, Suite 1100 Dallas, Texas 75254
Elizabeth Lloyd	Vice President	14185 Dallas Parkway, Suite 1100 Dallas, Texas 75254
Bobby Nandipati	Secretary/Treasurer	14185 Dallas Parkway, Suite 1100 Dallas, Texas 75254

**VIII.
BYLAWS**

The Bylaws of the Association shall be adopted by the initial Board of Directors. The Bylaws may be amended in accordance with the provisions thereof, except that no portion of the

Bylaws may be altered, amended, or rescinded in such a manner as would prejudice the rights of the Developer of the Condominium or mortgagees holding mortgages encumbering units in the Condominium, without their prior written consent

IX. AMENDMENTS TO ARTICLES

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

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

B. A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors, acting upon the vote of a majority of the Board of Directors, or by the members of the Association having a majority of the voting interests in the Association. In order for any amendment or amendments to be effective, same must be approved by an affirmative vote of 66-2/3% of the entire Board of Directors and by an affirmative vote of not less than 66-2/3% of the voting interests present, either in person or by proxy, at a duly called meeting of the members of the Association.

C. No amendment shall make any changes in the qualifications for membership nor in the voting rights of members of the Association, without approval in writing by all members and the joinder of all record owners of mortgages encumbering condominium units. No amendment shall be made that is in conflict with the Condominium Act or the Declaration of Condominium.

D. A copy of each amendment adopted shall be filed within ten (10) days of adoption with the Secretary of State, pursuant to the provisions of applicable Florida Statutes.

X. INDEMNIFICATION

Every Director and every Officer of the Association shall be indemnified by the Association and by each member of the Association against all expenses and liabilities, including counsel fees reasonably incurred by or imposed upon the Director(s) or Officer(s) in connection with any proceeding or any settlement thereof to which the Director(s) or Officer(s) may be a party, or in which the Director(s) or Officer(s) may become involved by reason of the Director(s) or Officer(s) being or having been a Director(s) or Officer(s) of the Association, whether or not a Director(s) or Officer(s) at the time such expenses are incurred, except in such cases wherein the Director(s) or Officer(s) is adjudged guilty of willful misconduct in the performance of such Director's or Officer's duty; provided that in the event of a settlement, the indemnification set forth herein shall apply only when the Board of Directors, exclusive of any Director(s) seeking indemnification, 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 of the rights to which such Director(s) or Officer(s) may be entitled.

XI.
PRINCIPAL OFFICE ADDRESS

The principal office address of the Corporation is as follows:

101 SE 1st Avenue
Gainesville, Florida 32601

This address is subject to change by the Board of Directors of the Corporation.

XII.
INITIAL REGISTERED OFFICE, AGENT AND ADDRESS

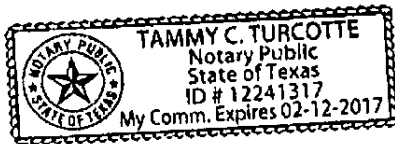
The initial registered office of the Association is at: 848 Brickell Avenue, Suite 1100, Miami, Florida 33131, and the initial registered agent therein is Charlotte R. Sevilla, CPA.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 8th day of August, 2016.

Lisa N. Munsey
Lisa Munsey

STATE OF TEXAS §
 §
COUNTY OF DALLAS §

This instrument was acknowledged before me on the 8th day of August, 2016, by Lisa Munsey.

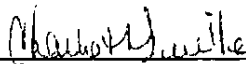


Tammy C. Turcotte
Notary Public, State of Texas

8/9/2016 12:43:07 PM From: To: 8506176381(8/9)

ACCEPTANCE BY REGISTERED AGENT

I hereby accept the designation of Registered Agent as set forth in these Articles of Incorporation.



Charlotte R. Sevilla, CPA

16 AUG -9 AM 11:40
SECRETARY OF STATE
TALLAHASSEE FLORIDA

8/9/2016 12:43:07 PM From: To: 8506176381(9/9)

EXHIBIT "A"

VOTING INTERESTS

<u>UNIT NUMBER</u>	<u>PERCENTAGE SHARE</u>
CU-1	90.730%
CU-2	9.270%