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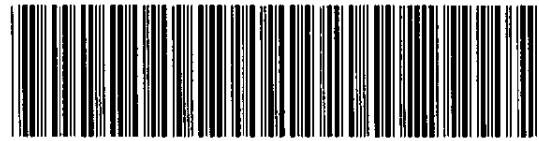
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JAN 30 2017

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 482699 7509001

AUTHORIZATION

COST LIMIT : \$70.00

ORDER DATE : January 27, 2017

ORDER TIME : 3:41 PM

ORDER NO. : 482699-005

CUSTOMER NO: 7509001

DOMESTIC FILING

NAME: 1212-1218 COURT STREET
CONDOMINIUM ASSOCIATION, INC.

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Melissa Zender - EXT.

EXAMINER'S INITIALS: _____

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STATE OF FLORIDA
TALLAHASSEE

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ARTICLES OF INCORPORATION
of
1212-1218 COURT STREET CONDOMINIUM ASSOCIATION, INC.

RECORDED
FILED AT 12:35 P.M. JAN 27 2017

The undersigned, pursuant to the provisions of Chapters 617 and 718, Florida Statutes, providing for the formation, liability, rights, privileges and immunities of a corporation not-for-profit, does hereby declare as follows:

ARTICLE I. - NAME OF CORPORATION

The name of this corporation shall be 1212-1218 COURT STREET CONDOMINIUM ASSOCIATION, INC., hereinafter referred to as the "Association".

ARTICLE II. - NATURE OF BUSINESS

The general nature of the business to be conducted by the Association shall be the operation and management of the affairs and property of the commercial condominium development known as 1212-1218 Court Street, a Condominium, located at 1212-1218 Court Street, Clearwater, Pinellas County, Florida 33756, and to perform all acts provided in the Declaration of Condominium of 1212-1218 Court Street, a Condominium, and Chapters 617 and 718, Florida Statutes (2016).

ARTICLE III. - POWERS

The Association shall have all of the statutory powers of a corporation not-for-profit and all of the powers and duties set forth in Chapter 718, Florida Statutes (2016), and in the Declaration of Condominium of 1212-1218 Court Street, a Condominium. As more particularly set forth in the Declaration of Condominium, the Association may enter into lease agreements and may acquire and enter into agreements acquiring leasehold, membership and other possessory or use interests for terms up to and including ninety-nine (99) years (whether or not such interests relate to property contiguous to the land of the Condominium) intended to provide for the enjoyment, recreation, or other use or benefit of the Unit Owners, including but not limited to the lease of recreation areas and facilities.

ARTICLE IV. - MEMBERS

All persons owning a vested present interest in the fee title to a Unit in 1212-1218 Court Street, a Condominium, which interest is evidenced by a duly recorded proper instrument in the Public Records of Pinellas County, Florida, shall be Members of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall terminate automatically and immediately at the time a Member's vested interest in the fee title to the Unit terminates.

The change of Membership in the Association shall be evidenced in the Association records by delivery to the Association of a copy of the recorded deed or other instrument of conveyance transferring fee title to the Unit.

Membership shall be appurtenant to and shall not be separated from ownership of the Unit.

Prior to the recording of the Declaration of Condominium of 1212-1218 Court Street, a Condominium, the subscriber hereto shall constitute the sole Member of the Association.

ARTICLE V. - VOTING RIGHTS

Each Unit submitted to condominium ownership pursuant to this Declaration of Condominium shall be entitled to one (1) vote at Association meetings. When more than one person owns a Unit in the Condominium, the vote for that Unit shall be exercised as they, among themselves, determine, and advise the Secretary of the Association, in writing, prior to the time the meeting is called to order, but in no event shall more than the one (1) vote allocated to that Unit be cast, and the vote shall not be divided among the Owners of any one Unit. If one (1) Owner owns more than one (1) Unit, such Owner shall have one (1) vote for each Unit owned.

ARTICLE VI. - INCOME DISTRIBUTION

No part of the income of the Association shall be distributable to its Members, except as compensation for services rendered.

ARTICLE VII. - EXISTENCE

The Association shall exist perpetually unless dissolved according to law. However, if the Association is dissolved, the property consisting of the surface water management system shall be conveyed to one of the following: (1) local government units, including counties and municipalities; (2) active water control districts, drainage districts, Community Development Districts, Special Assessment Districts, or water management districts; (3) state or federal agencies; (4) duly constituted communication, water, sewer, stormwater, electrical, or other public utilities; (5) construction permittees; or (6) non-profit corporations, including homeowners' associations, property owners' associations, condominium owners' or master associations; provided that any non-profit corporation shall have sufficient powers to (a) own and convey property; (b) operate and perform maintenance of the permitted project on common property as exempted or permitted by the Agency; (c) establish rules and regulations governing membership or take any other actions necessary for the purposes for which the corporation or association was organized; (d) assess members for the cost of operating and maintaining the common property, including the stormwater management system, and enforce the collection of such assessments; (e) sue and be sued; (f) contract for services to provide for operation and maintenance (if the association contemplates employing a maintenance company); (g) require all owners of real property or units to be members of the corporation or association; and (h) demonstrate that the land on which the system is located is owned or otherwise controlled by the corporation or association to the extent necessary to operate and maintain the system or convey operation and maintenance to another entity.

**ARTICLE VIII. - REGISTERED OFFICE, REGISTERED AGENT,
PRINCIPAL PLACE OF BUSINESS**

The registered office of the Association shall be at 1180 Gulf Boulevard, Unit 1605, Clearwater, Florida 33767, and the registered agent at such address shall be GUY M. BONNEVILLE, until such time as another registered agent is appointed by resolution of the Board of Directors. The initial principal place of business of the Association shall be 1180 Gulf Boulevard, Unit 1605, Clearwater, Florida 33767.

ARTICLE IX. - NUMBER OF DIRECTORS

After transfer of control of the Association to Unit Owners other than the Developer, not less than two (2) Directors must be Unit Owners, or in the case of a corporation, partnership, limited partnership, limited liability partnership, limited liability company or other entity, the one (1) natural person designated to be the primary representative of the Unit Owner for all purposes under the Declaration of Condominium, the Articles of Incorporation of the Association, and these Bylaws. If a Unit is owned by a trustee or trustees of a trust, the trustee or trustees shall be deemed the primary representative(s). However, no more than one (1) Owner of a Unit, or, in the case of an entity or trust which is the Unit Owners, no more than one (1) representative of each Unit Owner, may serve as a Director at any time, the intent being that each Unit shall have one (1) representative on the Board of Directors. Each Director shall have one (1) vote. Without limiting the foregoing, during such time as the Developer, its successors and assigns, has the right to appoint any Directors of the Association pursuant to Section 718.301, Florida Statutes, or the Articles of Incorporation, no Director appointed by Developer need be a Member of the Association.

ARTICLE X. - BOARD OF DIRECTORS AND OFFICERS

The names and mailing addresses of the initial Board of Directors and officers are as follows:

<u>Name</u>	<u>Address</u>
GUY M. BONNEVILLE	1180 Gulf Boulevard, Unit 1605, Clearwater, Florida 33767
JEAN R. SHAPIRO	1218 Court Street, Clearwater, Florida 33756
SUSAN M. BONNEVILLE	1180 Gulf Boulevard, Unit 1605, Clearwater, Florida 33767

The Directors shall not be compensated by the Association for their services as Directors.

ARTICLE XI. - RECALL AND REMOVAL OF DIRECTORS

Subject to the provisions of Article XIII hereof, and the provisions of the Section

718.112(2)(j), Florida Statutes, and the rules and regulations promulgated pursuant thereto by the Division of Florida Condominiums, Timeshares and Mobile Homes, members of the Board of Directors may be recalled from office with or without cause, by the affirmative vote of a majority of the total voting interests of the Association.

ARTICLE XII. - INDEMNIFICATION OF OFFICERS AND DIRECTORS

Every Director and every officer of the Association shall, to the maximum extent required and allowed by Florida law, be indemnified by the Association against all expenses and liabilities, including, but not limited to, attorney's fees reasonably incurred by or imposed upon him or her in connection with any proceedings or the settlement of any proceeding to which he or she may be a party or in which he or she may become involved by reason of being or having been a Director or officer of the Association, whether or not he or she is a Director or officer at the time such expenses are incurred, except when the Director or officer is adjudged guilty of willful misfeasance, malfeasance, or nonfeasance in the performance of his or her duties. The foregoing right of indemnification shall be in addition to and exclusive of all other rights and remedies to which such Director or officer may be entitled.

The Association may purchase and maintain insurance on behalf of all officers and Directors against any liability asserted against them or incurred by them in their capacity as officers and Directors or arising out of their status as such, and the premiums and all other costs associated with such insurance shall be a Common Expense.

ARTICLE XIII. - RIGHTS OF DEVELOPER

As more particularly set forth in Section 718.301(1), Florida Statutes, 1212-1218 COURT STREET PARTNERSHIP, a Florida general partnership, which is the Developer of 1212-1218 Court Street, a Condominium, and who is referred to herein as the Developer, shall have the right to appoint all of the Directors of the Association (which Directors need not be Unit Owners), subject to the following:

A. If Unit Owners other than the Developer own fifteen percent (15%) or more of the Units in the Condominium that will be operated ultimately by the Association, such Unit Owners are entitled to elect not less than one-third (1/3) of the members of the Board of Directors of the Association.

B. Unit Owners other than the Developer are entitled to elect not less than a majority of the members of the Board of Directors of the Association, upon the first to occur of any of the following events:

1. Three (3) years after fifty percent (50%) of the Units that will be operated ultimately by the Association have been conveyed to purchasers;

2. Three (3) months after ninety percent (90%) of the Units that will be operated ultimately by the Association have been conveyed to purchasers;

3. When all of the Units that will be operated ultimately by the Association have been completed, some of them have been conveyed to purchasers, and none of the others are being offered for sale by the Developer in the ordinary course of business;

4. When some of the Units have been conveyed to purchasers and none of the others are being constructed or offered for sale by the Developer in the ordinary course of business;

5. When the Developer files a petition seeking protection in bankruptcy;

6. When a receiver for the Developer is appointed by a circuit court and is not discharged within thirty (30) days after such appointment, unless the court determines within thirty (30) days after appointment of the receiver that transfer of control would be detrimental to the Association or its members;

7. Seven (7) years after the date of the recording of the certificate of a surveyor and mapper pursuant to Section 718.104(4)(e), Florida Statutes, or the recording of an instrument that transfers title to a Unit in the Condominium which is not accompanied by a recorded assignment of developer rights in favor of the grantee of such Unit, whichever occurs first.

C. The Developer is entitled to elect at least one (1) member of the Board of Directors of the Association as long as the Developer holds for sale in the ordinary course of business at least five percent (5%) of the Units in the Condominium. After the Developer relinquishes control of the Association in accordance with the Declaration of Condominium, these Articles of Incorporation, the Bylaws of the Association and Section 718.301, Florida Statutes, the Developer may exercise the right to vote any Developer-owned Units in the same manner as any other Unit Owner except for purposes of reacquiring control of the Association or selecting the majority members of the Board of Directors.

D. Any Director appointed by the Developer may be removed and replaced by the Developer at any time, subject only to the foregoing rights of the Unit Owners.

E. Election of members of the Board of Directors by Unit Owners other than the Developer, and transfer of control of the Association from the Developer to Unit Owners other than the Developer, shall occur in accordance with the provisions of Section 718.301, Florida Statutes, and the rules and regulations pertaining thereto promulgated by the Division of Florida Condominiums, Timeshares and Mobile Homes.

ARTICLE XIV. - BYLAWS

The first Bylaws of the Association shall be adopted by the Board of Directors of the

Association, and may be altered, amended or rescinded in the manner provided in such Bylaws.

ARTICLE XV. - TERMS AND DEFINITIONS

Unless otherwise defined herein, all terms and definitions used in these Articles of Incorporation shall have the meanings set forth in the Declaration of Condominium of 1212-1218 Court Street, a Condominium, as duly amended from time to time.

ARTICLE XVI. - CHAPTER 718, FLORIDA STATUTES

In the event of a conflict between the provisions of these Articles of Incorporation and Chapter 718, Florida Statutes, or in the event Chapter 718, Florida Statutes, sets forth mandatory provisions that are not expressly contained herein, the terms and provisions of Chapter 718, Florida Statutes, shall control (except to the extent that Chapter 718, Florida Statutes, allows these Articles of Incorporation to vary from the provisions of Chapter 718, Florida Statutes, or expressly exempts commercial condominiums from compliance with any provision of Chapter 718, Florida Statutes) and, to that extent, are incorporated by reference herein. Notwithstanding anything to the contrary contained herein or in the Bylaws of the Association or the Declaration of Condominium of 1212-1218 Court Street, a Condominium, any reference of any nature whatsoever to Chapter 718, Florida Statutes, or any Section thereof, shall for all purposes mean and refer to Chapter 718, Florida Statutes, as it exists on the date the Declaration of Condominium is recorded in the Public Records of Pinellas County, Florida.

ARTICLE XVII. - SUBSCRIBER

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

<u>Name</u>	<u>Address</u>
GUY M. BONNEVILLE	1180 Gulf Boulevard, Unit 1605, Clearwater, Florida 33767

ARTICLE XVIII. - AMENDMENT

These Articles of Incorporation may be amended as set forth in Chapters 617 and 718, Florida Statutes; provided, however, that any such amendment shall be approved by at least fifty-one percent (51%) of the total voting interests of the Association. Until the election of a majority of the members of the Board of Directors by Unit Owners other than the Developer, no amendment shall be effective without the written consent of the Developer.

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The undersigned, being the Incorporator of this corporation, for the purpose of forming this corporation not for profit under the laws of the State of Florida, has executed these Articles of Incorporation this 26 day of JANUARY, 2017.



GUY M. BONNEVILLE

STATE OF ILLINOIS)

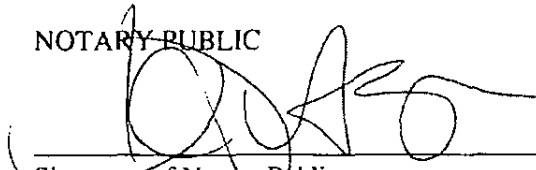
COUNTY OF COOK)

The foregoing instrument was acknowledged before me, a notary public authorized to take acknowledgments in the State and County set forth above, this by GUY M. BONNEVILLE, who is personally known to me and who did not take an oath, and he acknowledged to and before me that he executed said Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal this 50th day of JANUARY, 2017.
in the aforesaid County and State.



NOTARY PUBLIC



Signature of Notary Public

KARINA A MEZA

Printed Name of Notary Public
Commission Number:
My Commission Expires: 4/15/18

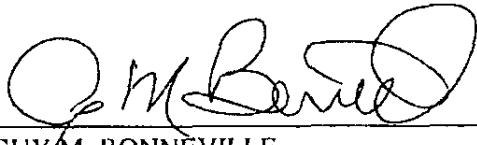
**CERTIFICATE DESIGNATING REGISTERED AGENT
AND STREET ADDRESS FOR SERVICE OF PROCESS
WITHIN FLORIDA**

Pursuant to Section 48.091, Florida Statutes, 1212-1218 COURT STREET CONDOMINIUM ASSOCIATION, INC., a Florida corporation not for profit, desiring to organize under the laws of the State of Florida, hereby designates GUY M. BONNEVILLE, whose address is 1180 Gulf Boulevard, Unit 1605, Clearwater, Florida 33767, as its Registered Agent to accept service of process within the State of Florida.

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the above named corporation, at the place designated herein, I hereby state that I am familiar with and accept the appointment as Registered Agent and agree to act in this capacity

Dated the 26 day of JANUARY, 2017.



GUY M. BONNEVILLE

FILED
2017 JAN 27 10:12:35
STATE OF FLORIDA
TALLAHASSEE COUNTY