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02/06/17



Scott K. Petersen, Esq. Board Certified Business Litigation Email: Scott@ SKPLegal.com



Department of State Division of Corporations PO Box 6327 Tallahassee, FL 32314

Re: Village Green of Bradenton Condominium, Section 1

To Whom It May Concern:

Enclosed for filing please find the Articles of Incorporation for the above-entitled condominium association.

Contact me if you have any problems or questions.

Sincerely,

Scott K. Petersen, Esq.

Enclosure

#### **COVER LETTER**

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

70.00

Filing Fee

SUBJECT: Village Green of Bradenton Condominium, Section 1
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

□\$78.75

Filing Fee

\$87.50

Filing Fee,

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

\$78.75

Filing Fee &

	Status	& Certified Copy	& Certificate
		ADDITIONAL CO	PY REQUIRED
FROM: _	DellCor 1	Management,	Inc.
	310	Pearl Avenue	<u>.</u>
_	<u>Saras</u>	ota Florid	la 34243
	941 - 358 - Daytim	3366 e Telephone number	-
E-n	Penny @ de		-n)

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

## ARTICLES OF INCORPORATION VILLAGE GREEN OF BRADENTON CONDOMINIUM, SECTION 1, ASSOCIATION, INC. A FLORIDA NOT-FOR-PROFIT CORPORATION

In compliance with the provisions of Chapter 617 and 718, Florida Statutes, Incorporator hereby adopts, subscribes and acknowledges the following Articles of Incorporation becoming a corporation not-for-profit under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida.

## ARTICLE 1 NAME OF CORPORATION

The name of the Corporation is Village Green of Bradenton Condominium, Section 1, Association, Inc., referred to hereafter as "Association."

#### ARTICLE II PRINCIPAL OFFICE

The Association's principal office is located at 9th and 10th Avenue West and Village Green Parkway, Bradenton, Florida and the mailing address shall be c/o DellCor Management, 310 Pearl Avenue, Sarasota, Florida 34243.

## ARTICLE III PURPOSE AND POWERS

- 3.1 Purpose. The Association's purpose shall be for the operation of the Village Green of Bradenton Condominium, Section 1 (the "Condominium") under Chapter 718 of the Florida Statutes (the "Condominium Act"), as it may be amended from time to time, and in accordance with the existing Declaration of Condominium, recorded in the Public Records of Manatee County, Florida at Book 426, Page 4, et seq, as it may be amended from time to time (the "Declaration") as well as the Bylaws and any supplements or exhibits thereto (the "Condominium Documents"), as they may be amended from time to time.
- 3.2 <u>Association Powers and Duties.</u> The Association shall have all of the common law and statutory powers of a corporation not for profit, including all of the powers and duties reasonably necessary or convenient to operate the Condominium and act as its managing entity pursuant to the Condominium Documents except as limited or modified by these Articles, the Condominium Documents or the Condominium Act, as they may be amended, including the following specific powers and duties:

FILEO

- a) To levy, collect and enforce Assessments against Members of the Association for the operation of the Condominium, to defray any costs, expenses or losses incurred in its operation, and to use proceeds in exercising the powers and performing the duties of the Association:
- b) To protect, maintain, repair, replace and operate the Condominium Property;
- c) To purchase necessary amounts of insurance upon the Condominium Property for the protection of the Association and its members;
- d) To enforce by legal means the provisions of the Condominium Documents, pursuant to the Condominium Act and by any further federal, state, county or local laws as may govern the affairs of the Association;
- e) To grant, relocate or modify such easements with respect to the Common Elements or otherwise as may not be inconsistent with the Condominium Documents for the good of the Association and its Members;
- f) To enter into contracts for the management and maintenance of the Condominium Property, and any other Property of the Association, and to delegate any powers and duties of the Association in connection therewith, except such powers or duties as the Condominium Documents, the Condominium Act or by other applicable federal, state, county or local laws expressly require the Board of Directors exercise itself;
- g) To employ personnel, including accountants, appraisers, architects, attorneys, engineers, managers, surveyors or such other professional personnel as may be required to provide services for the operation of the Association;
- h) To borrow money, if reasonably necessary for the operations of the Association;
- i) To adopt, amend and enforce reasonable rules and regulations governing the use of the Condominium and the operation of the Association;
- j) To enter into agreements or acquire leaseholds, memberships and other possessory, ownership or use interests in lands or facilities for the use and enjoyment, recreation, or other benefit or use of the Association and its Members;
- k) To reconstruct and repair the Condominium and its property after casualty and further improve the Condominium Property;
- 1) To sue and be sued; and
- m) To acquire, own, hold, improve, maintain, repair, replace, convey, sell, lease, transfer and otherwise dispose of real and personal property of any kind or nature.

All funds and the title to all property, both real and personal, acquired by the Association shall be held for the Members in accordance with the provisions of the Declaration, these Articles of Incorporation and the Bylaws, the Condominium Act and any applicable federal, state, county or local law.

### ARTICLE IV NO DISTRIBUTIONS

The Association is organized and shall exist on a non-stock basis, does not contemplate pecuniary gain or profit to the Members thereof and is organized and shall exist solely as a nonprofit corporation. No dividends shall be paid, and in no event shall the net earnings, income or assets of the Association be distributed to or inure to the benefit of its Members, Directors or Officers, save as might be distributed upon Termination of the Condominium pursuant to the Declaration and Condominium Act.

#### ARTICLE V EXISTENCE

The Corporation shall exist perpetually unless the Condominium is terminated and dissolved according to the Declaration and the Condominium Act.

#### ARTICLE VI MEMBERSHIP

The Members of the Association are all owners of record of legal title to one or more units of the Condominium, as more fully set forth in the Declaration.

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 the Unit. Each Member shall have such rights and privileges and be subject to such duties, obligations and restrictions governing the transfer of membership as are set forth in the Condominium Documents. Each Member shall have such voting interests as may be provided in the Condominium Documents.

#### ARTICLE VII NUMBER OF DIRECTORS

The business of the Corporation shall be conducted by a Board of Directors that shall consist of not less than 3 nor more than 7 persons, as shall be designated by the Bylaws.

## ARTICLE VIII INITIAL DIRECTORS AND OFFICERS

The initial Directors and Officers shall be as follows and thereafter as elected pursuant to the Bylaws:

- Judy Fitzwater, President c/o DellCor Management 310 Pearl Avenue Sarasota, FL 34243
- Mary E. Jurewicz, Vice President c/o DellCor Management 310 Pearl Avenue Sarasota, FL 34243
- 3) Bruce Clark, Secretary c/o DellCor Management 310 Pearl Avenue Sarasota, FL 34243
- 4) Maurice Garrity, Treasurer c/o DellCor Management 310 Pearl Avenue Sarasota, FL 34243
- Ron Aborn, Director at Large c/o DellCor Management 310 Pearl Avenue Sarasota, FL 34243

## ARTICLE IX INDEMINIFICATION OF OFFICERS AND DIRECTORS

All Officers and Directors shall be indemnified by the Association against all expenses and liabilities, including attorney's fees (including appellate proceedings) and costs (including travel expenses and expert witness fees) reasonably incurred in connection with any lawsuits, litigation, administrative proceedings or settlements thereof in which they may reasonably become involved by reason of holding such office. In no event, however, shall any Officer or Director be indemnified for his or her own intentional acts, willful misconduct or knowing violation of the provisions of Chapter 617 or 718, Florida Statutes. 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.

#### **ARTICLE X** REGISTERED AGENT

The registered agent of the Corporation shall be Dan Dell'Armi, DellCor Management, 310 Pearl Avenue, Sarasota, FL 34243.

#### ARTICLE XI AMENDMENTS

Proposals for amendment to these Articles may be made by a majority vote of the Board of Directors or by a written petition to the Board signed by 25% of the voting interests of the Condominium. Any amendment so submitted shall be put to vote of the membership not later than the next Annual Meeting for which proper notice can be given.

Except as otherwise provided by law, an amendment to these Articles shall be adopted if approved by a majority of the voting interests of the quorum present at the Annual Meeting or a special meeting called for that purpose, or by the written consent of a majority of the voting interests without a meeting, provided that notice of the proposed amendment has been given to all Members and that notice contains the text of the proposed amendment. An amendment to these Articles is effective upon filing with the Florida Department of State and subsequent recording in the Public Records of Manatee County, Florida.

#### ARTICLE XII **INCORPORATOR**

The name and address of the Incorporator is: Dan Dell'Armi, DellCor Management, 310 Pearl Avenue, Sarasota, FL 34243.

IN WITNESS WHEREOF, we, the undersigned subscribers to these Articles of Incorporation, here have set our hands and seals this \_ / th day of November 2016.

> VILLAGE GREEN OF BRADENTON CONDOMINIUM, SECTION 1, ASSOCIATION, INC.

WITNESSES:

Kathryn Young
Print name:

Kealler Seen

GARY WITTEMS

Print name:

Fey Williams

## STATE OF FLORIDA COUNTY OF MANATEE

COUNTY OF MANATEE
Sworn to and subscribed before me on this 7th day of November, 2016 by Judy Fitzwater, President, who is personally known to me or who has produced the following means of identification: driver's license, passport, other:
Print name: //enn / Dell'Alemi
My commission expires:  PENNY S. DELL'ARMI Notary Public - State of Florida My Comm. Expires Nov 6, 2017 Commission # FF 056399 Bonded Through National Notary Assn.  Bruce Clark, Secretary
STATE OF FLORIDA COUNTY OF MANATEE
Sworn to and subscribed before me on this 14 day of November, 2016 by Bruce Clark, Secretary, who is personally known to metor who has produced the following means of identification: driver's license, passport, other:
Print name: Penny S. Dell'Armi  Print name: Penny S. Dell'Armi  My Comm. Expires Nov 6 2017  Commission # FF 056399  Bonded Through National Notary As in
ACCEPTANCE OF REGISTERED AGENT:
The undersigned hereby accepts the designation as Registered Agent for the Corporation.  Dan Dell'Armi Registered Agent
STATE OF FLORIDA COUNTY OF MANATEE
Sworn to and subscribed before me on this \( \frac{10}{10} \) day of \( \frac{1}{2000} \) economics 2016 by Dan Dell'Armi, Registered Agent, who is personally known to me or who has produced the following means of identification: \( \frac{1}{2000} \) river's license, passport, other: \( \frac{1}{2000} \)
Leigharsy
My commission expires: Sep. 17, 2018  LEIGH A HARTLEY  Notary Public - State of Florida  My Comm. Expires Sep. 17, 2018  Commission # FF 160788