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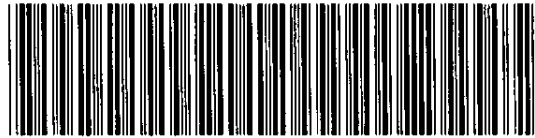
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

C. GOLDEN

APR 17 2017

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1. SPRINGTREE COMMERCIAL PROPERTY OWNERS'  
(CORPORATE NAME AND DOCUMENT #) ASSOCIATION, INC.
2. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)
3. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)
4. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)
5. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)
6. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)

**SPECIAL  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF

SPRINGTREE COMMERCIAL PROPERTY OWNERS' ASSOCIATION, INC.

The undersigned subscribers by these Articles associate themselves for the purpose of forming a corporation not-for-profit pursuant to the laws of the State of Florida and hereby adopt the following Articles of Incorporation:

ARTICLE 1: NAME

The name of the Corporation is SPRINGTREE COMMERCIAL PROPERTY OWNERS' ASSOCIATION, INC.

ARTICLE 2: NON-PROFIT

This corporation is incorporated as a corporation not for profit under the provisions of Chapter 607 and 617, Florida Statutes, as amended.

ARTICLE 3: PRINCIPAL OFFICE

The principal office and post office address of the Corporation shall be 498 West Hillsboro Boulevard, Deerfield Beach, Florida 33441.

ARTICLE 4: REGISTERED AGENT

The street address of the registered office of this Corporation is 498 West Hillsboro Boulevard, Deerfield Beach, Florida 33441.

ARTICLE 5: PURPOSE

The purpose for which this Corporation is organized is to act as a cooperative management of real property located in Sunrise, Florida, Broward County, Florida on behalf of its members collectively and their governing body with respect to the administration, maintenance, repair and replacement of certain property which has been or will be submitted to the provision of that certain Declaration of Covenants, Easements and Restrictions for Springtree Commercial Property Owners ("Declaration"), and as such to own and acquire any estate or interest or rights therein or appurtenant thereto and any and all personal property in connection therewith as may be incidental or necessary to such purpose, all on a not-for-profit basis.

ARTICLE 6: TERM OF EXISTENCE

The term for which this Corporation is to exist is perpetual unless the Members of this Association terminate the Corporation pursuant to these Articles of Incorporation and the provisions of the Declaration, or pursuant to the relevant provisions of the Florida Statutes. Any such dissolution shall be pursuant to the terms of the Declaration.

## ARTICLE 7: MEMBERS

7.1 MEMBERSHIP. The members of this Corporation shall consist of all of the record owners the Parcels, as defined in the Declaration, of property as owned from time-to-time, including any subdivision of any said Parcels.

7.2 ASSIGNMENT. The share of a Member in the funds and assets of this Corporation cannot be assigned, hypothecated or transferred in any manner except as transferred by a deed of transfer as recorded in the Public Records of Broward County, Florida.

7.3 VOTING. There shall be one person with respect to each Member who shall be entitled to vote at any meeting of the Association. Such person shall be known, and is hereinafter referred to, as a "Voting Member". The designation of the Voting member shall be made as provided by and subject to the provisions and restrictions set forth in the By-Laws of the Association. A vote of a Condominium unit is not divisible. A Member's voting right shall be weighted by the percentage of gross property area owned by each Member as it relates to the aggregate of the gross property area of all of the Parcels.

## ARTICLE 8: DIRECTORS

8.1 NUMBER; QUALIFICATION. The affairs of the Corporation shall be governed by a Board of Directors which Board will consist of one Voting Member representing each of the parcels. The Vote of said Director shall be weighted by the percentage of gross property area owned by each Member as it relates to the aggregate of the gross property area of all of the Parcels.

8.2 ELECTION; REMOVAL. Election and removal of directors shall be in accordance with the procedure therefor set out in the By-Laws of the Condominium Association. Directors of the Association shall be elected at the annual meeting of the members in the manner determined in the By-Laws.

8.3 POWERS. The Board of Directors shall all the powers and duties necessary for the administration of the affairs of the Corporation which shall include, but shall not be limited to, all the powers and duties referred to in the Declaration as well as in the Statutes of the State of Florida respecting a corporation not for profit.

8.4 INITIAL DIRECTORS. The names and addresses of the initial Board of Directors of the Corporation, each of whom shall serve until their successors are elected and have qualified, or until removed are as follows:

Michael J. Saba, Sr. on behalf of Forum Plaza Parcel  
498 West Hillsboro Boulevard  
Deerfield Beach, Florida 33441

Michael J. Ducat on behalf of Strikers Parcel  
2010 Dundee Road  
Winter Haven, Florida 33884

Clinton G. Ruddock, on behalf of new Life Fellowship Parcel  
8720 NW 44<sup>th</sup> Street  
Sunrise, Florida 33351

Justin J. Cabrera, on behalf of KinderCare Parcel  
650 Holladay  
Portland, Oregon 97232

The Directors named in this Article shall serve until the first election of Directors, and any vacancies in office occurring before the first election shall be filled by the remaining Directors.

8.5 VACANCIES. Directors shall hold office until their successors have been elected and qualified. Vacancies in the Board of Directors may be filled by the respective Parcel Owner whose Director's seat has been vacated, who shall serve until the next annual meeting or special meeting of the members of the Corporation.

#### ARTICLE 9: OFFICERS.

9.1 ELECTIONS. The officers of the Corporation shall be a President, a Secretary, a Treasurer, and such assistant to such officers as the Board may deem appropriate, which officers shall be elected at the first meeting of the initial Board of Directors, and at each annual meeting of the board of Directors and shall hold office until their successors are elected or until they are otherwise removed.

9.2 COMPENSATION. The officers shall receive no compensation for their services except as expressly provided by a resolution duly adopted by the Members.

9.3 INITIAL OFFICERS. The names and addresses of the initial officers of the Corporation who shall serve until their successors are designated by the Board of Directors are as follows:

President:	Michael J. Saba, Sr.	498 West Hillsboro Boulevard Deerfield Beach, Florida 33441
Vice President:	Samantha Vacciana	301 Yamato Road, Suite 1240 Boca Raton, Florida 33487
Secretary:	Michael Ducat	2010 Dundee Road Winter Haven, Florida 33884
Treasurer:	Michael J. Saba, Sr.	498 West Hillsboro Boulevard Deerfield Beach, Florida 33441

#### ARTICLE 10: BY-LAWS.

The initial By-Laws of this Corporation are those annexed to the Declaration of Covenants, Easements and Restrictions for Walnut Creek Commercial Center. Such By-Laws, subject to the provisions herein and therein contained, may be altered, amended, or added to in the manner provided for in said initial By-Laws.

## ARTICLE 11: AMENDMENTS.

11.1 NOTICE. Notice of the subject matter of a proposed amendment to these Articles of Incorporation shall be included in the notice of any meeting at which the proposed amendment is to be considered.

11.2 ADOPTION. A resolution for the adoption of a proposed amendment to these Articles of Incorporation may be proposed either by a majority of the Board of Directors or by not less than one-third (1/3) of the members of the Association. Directors and members not present in person or by proxy at the meeting considering the amendment may express their approval in writing providing the approval is delivered to the Secretary at or prior to the meeting. The approval of any amendment permitted to be made to these Articles of Incorporation must be by not less than eighty (80%) percent of the votes of all of the members of the Association represented at a meeting at which a quorum has been attained.

11.3 LIMITATION. No amendment to these Articles of Incorporation shall make any changes in the qualifications for membership or in the voting rights or property rights of members of the association or any changes to the powers of the Association 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

11.4 RECORDING. A copy of each amendment shall be filed with the Secretary of State pursuant to the provisions of the applicable Florida law and a copy certified by the Secretary of State shall be recorded in the Public Records of Broward County, Florida.

## ARTICLE 12: DISTRIBUTION

The Corporation shall not have or issue shares of stock. No dividend shall be paid, and no part of the income of the Corporation shall be distributed to its Members, Directors or Officers. The Corporation may pay compensation in a reasonable amount to its Members, Directors and Officers for services rendered, may confer benefits upon its Members in conformity with its purposes, and upon dissolution or final liquidation may make distributions to its Members, and no such payment, benefit or distribution shall be deemed to be a dividend or a distribution of income.

## ARTICLE 13: TERMINATION

In the event of the termination of the Association under the provisions of Chapter 617, Florida Statutes, as amended from time to time, or pursuant to the aforesaid Declaration, the distributive share to each Member shall be determined in accordance with the provisions of the Declaration.

## ARTICLE 14: ACCOUNTING RECORDS

The Corporation shall maintain accounting records according to good accounting practices which shall be open to inspection by Members at reasonable times, and written summaries of which shall be supplied at least annually to the Members. Such records shall include:

14.1 A record of all receipts and expenditures.

14.2 An account for each Parcel which shall designate the name and address of the Member, the amount of each assessment, the dates and amounts in which the assessments come due, the amounts paid upon the account and the balance due.

14.3 All other records required to be maintained under Chapter 607, Florida Statutes.

#### ARTICLE 15: POWERS.

15.1 GENERAL POWERS. The Corporation shall have all the powers listed below together with those powers conferred by the aforesaid Declaration of Covenants, Easements and Restrictions, these Articles of Incorporation, and any and all lawful By-Laws of the Corporation. These shall include, but shall not be limited to the power to:

(a) Have succession by its corporate name for the period not forth in its Articles of Incorporation.

(b) Sue and be sued and appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person.

(c) Adopt and use a common corporate seal and alter the same; provided, however, that such seal shall always contain the words "corporation not for profit".

(d) Elect or appoint such officers and agents as its affairs shall require and allow them reasonable compensation.

(e) Adopt, change, amend and repeal By-Laws, not inconsistent with law or its Articles of Incorporation, for the administration of the affairs of the corporation and the exercise of its corporate powers.

(f) Increase or decrease, by a vote of its members cast as the By-Laws may direct, the number of its directors, managers or trustees so that the number except as to the initial Board of Directors, shall not be less than three (3) but no more than nine (9).

(g) Make contracts and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its notes, bonds and other obligations, and secure any of its obligations by mortgage and pledge of all or any of its property, franchises or Income.

(h) Conduct its affairs, carry on its operations, and have offices and exercise its powers in any state, territory, district, or possession of the United States or any foreign country.

(i) Have and exercise all powers necessary or convenient to effect any or all of the purposes for which the corporation is organized.

The Corporation shall generally have all those powers which a Corporation not for profit may have under Chapter 607 and 617, Florida Statutes, as amended. Any amendment or amendments to the aforesaid statutes not in conflict herewith, are hereby incorporated by reference into these Articles of Incorporation as of the effective date or dates of such amendment or amendments.

15.2 ADDITIONAL POWERS. In addition, and without limiting the generality of the foregoing, this Corporation shall have the following powers:

(a) The right and the power to enter into agreements whereby it contracts with third parties for management of the Property, and to delegate to such third party as a manager of all powers and duties of the Corporation which according to the laws of the State of Florida may be so delegated.

(b) To make and collect assessments and other charges against Members and to use the proceeds thereof in the exercise of its powers and duties.

(c) To purchase insurance and insure for the protection of the Association its officers, Directors and Members, and their respective unit owners.

(d) To make and amend reasonable rules and regulations for the maintenance, conservation and use of the Parcels for the health, comfort, safety and welfare of the Members.

15.3 CONFLICT. Neither the Association nor any member thereof shall have the right to exercise any power which is in conflict with the Declaration of Covenants, Easements and Restrictions or those laws of the State of Florida which are applicable to corporations not for profit.

#### ARTICLE 16: INDEMNIFICATION

Each Director and officer of this corporation shall be indemnified by the Corporation against all costs and expenses reasonably incurred or imposed upon him in connection with or arising out of any action, suit or proceedings in which he may be involved or to which he may be made a party by reason of his having been a Director or Officer of this Corporation, such expense to include the cost of reasonable settlements (other than amounts paid to the Corporation itself) made with a view of curtailment of costs and litigation.

16.1 LIMITATION. The Corporation shall not, however, indemnify such Director or officer with respect to matters as to any action, suit or proceedings to be liable for negligence or misconduct in the performance of his duty as such Director or Officer, or in respect any matter in which any settlement or compromise is effected if the total expense, including the cost of such settlement, substantially exceed the expense which might reasonably be incurred by such director or officer in conducting such litigation to final conclusion, and in no event shall anything herein construed as authorizing this corporation to indemnify any such Director or officer against any liability of the Corporation to which he would otherwise be subject by reason of willful malfeasance bad faith, gross negligence or reckless disregard of the duties involved in the conduct of his office. The foregoing right of indemnification shall be in addition to any other rights to which any such Director or officer may be entitled as a matter of law or otherwise, and may be effected by the Corporation through the purchase of officers' and directors' liability insurance.

#### ARTICLE 17: SUBSCRIBERS

The names and addresses of the subscribers of this Corporation are as follows:



Michael J. Saba, Sr.  
498 West Hillsboro Boulevard  
Deerfield Beach, Florida 33441

Michael J. Ducat  
2010 Dundee Road  
Winter Haven, Florida 33884

CLINTON G. RUDOLPH  
8720 NW 44<sup>TH</sup> ST.  
SUNRISE, FL 33351

JUSTIN J. CABREDA  
650 NE HOLLADAY  
PORTLAND, OR 97232

WE, THE UNDERSIGNED, being each of the incorporators hereinabove named, for the purpose of forming a Corporation not for profit pursuant to Chapters 607 and 617, Florida Statutes, do hereby subscribe to these Articles of Incorporation, and have hereunto set our hands and seals this 10 day of April, 2017.

Incorporators:

Michael J. Saba Sr.  
Michael J. Saba Sr.

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

STATE OF FLORIDA       )  
                                  :  
COUNTY OF PALM BEACH )

I hereby certify that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Michael J. Saba, Sr., to me known to be the persons described as Incorporator herein, and who executed, the foregoing Articles of Incorporation and they acknowledged executing said Articles of Incorporation for the purposes therein set forth.

WITNESS my hand and official seal in the County and State named above this 22  
day of March, 2017.

My Commission Expires:



Notary Public

Michael J. Saba, Sr.  
498 West Hillsboro Boulevard  
Deerfield Beach, Florida 33441

Michael J. Ducat  
2010 Dundee Road  
Winter Haven, Florida 33884

QUINCY C. RUDOLPH  
8720 NW 44th St.  
SWANEE, FL 33331

JUSTIN CABRERA  
650 NE HALLADAY  
PORTLAND, OR 97232

WE, THE UNDERSIGNED, being each of the incorporators hereinabove named, for the purpose of forming a Corporation not for profit pursuant to Chapters 607 and 617, Florida Statutes, do hereby subscribe to these Articles of Incorporation, and have hereunto set our hands and seals this 10 day of April, 2017.

Incorporators:

Michael J. Saba, Sr.  
[Signature]  
Michael Ducat  
\_\_\_\_\_  
\_\_\_\_\_

STATE OF FLORIDA       )  
                                  :  
COUNTY OF PALM BEACH )

I hereby certify that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Michael J. Saba, Sr., to me known to be the persons described as Incorporator herein, and who executed, the foregoing Articles of Incorporation and they acknowledged executing said Articles of Incorporation for the purposes therein set forth.

WITNESS my hand and official seal in the County and State named above this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_.

\_\_\_\_\_  
Notary Public

My Commission Expires:

ARTICLE 17: SUBSCRIBERS

The names and addresses of the subscribers of this Corporation are as follows:

Michael J. Saba, Sr.  
498 West Hillsboro Boulevard  
Deerfield Beach, Florida 33441

Michael J. Ducat  
2010 Dundee Road  
Winter Haven, Florida 33884

Clinton G. Ruddock  
8720 NW 44<sup>th</sup> St.  
Sunrise, FL 33351

Justin J. Cabana  
1050 NE Holiday  
Portland, OR 97232

WE, THE UNDERSIGNED, being each of the incorporators hereinabove named, for the purpose of forming a Corporation not for profit pursuant to Chapters 607 and 617, Florida Statutes, do hereby subscribe to these Articles of Incorporation, and have hereunto set our hands and seals this 10 day of April, 2017.

Incorporators:

\_\_\_\_\_  
Michael J. Saba, Sr.

\_\_\_\_\_  
  
Clinton G. Ruddock  
\_\_\_\_\_

Michael J. Saba, Sr.  
498 West Hillsboro Boulevard  
Deerfield Beach, Florida 33441

Michael J. Ducat  
2010 Dundee Road  
Winter Haven, Florida 33884

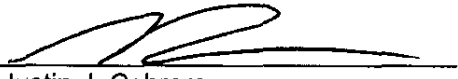
Justin J. Cabrera  
650 NE Holladay  
Portland, OR 97232

CLINTON G. RUDOLPH  
8720 NE 44<sup>TH</sup> ST.  
SUNRISE, FL 33351

WE, THE UNDERSIGNED, being each of the incorporators hereinabove named, for the purpose of forming a Corporation not for profit pursuant to Chapters 607 and 617, Florida Statutes, do hereby subscribe to these Articles of Incorporation, and have hereunto set our hands and seals this 10 day of April, 2017.

Incorporators:

\_\_\_\_\_  
Michael J. Saba, Sr.

\_\_\_\_\_  
  
Justin J. Cabrera

STATE OF FLORIDA       )  
                                      :  
COUNTY OF PALM BEACH )

I hereby certify that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Michael J. Saba, Sr., to me known to be the persons described as Incorporator herein, and who executed, the foregoing Articles of Incorporation and they acknowledged executing said Articles of Incorporation for the purposes therein set forth.

WITNESS my hand and official seal in the County and State named above this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_.

\_\_\_\_\_  
Notary Public

My Commission Expires:

STATE OF FLORIDA       )  
COUNTY OF Broward    )

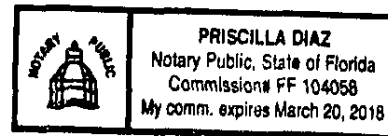
I hereby certify that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Michael Sweat, to me known to be the persons described as Incorporator herein, and who executed, the foregoing Articles of Incorporation and they acknowledged executing said Articles of Incorporation for the purposes therein set forth.

WITNESS my hand and official seal in the County and State named above this 28  
day of March, 2017.

Priscilla Diaz  
Notary Public

My Commission Expires:

STATE OF \_\_\_\_\_)  
COUNTY OF \_\_\_\_\_)



I hereby certify that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared \_\_\_\_\_, to me known to be the persons described as Incorporator herein, and who executed, the foregoing Articles of Incorporation and they acknowledged executing said Articles of Incorporation for the purposes therein set forth.

WITNESS my hand and official seal in the County and State named above this \_\_\_\_\_  
day of \_\_\_\_\_, 20\_\_\_\_.

\_\_\_\_\_  
Notary Public

My Commission Expires:

STATE OF \_\_\_\_\_)  
COUNTY OF \_\_\_\_\_)

I hereby certify that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared \_\_\_\_\_, to me known to be the persons described as Incorporator herein, and who executed, the foregoing Articles of Incorporation and they acknowledged executing said Articles of Incorporation for the purposes therein set forth.

WITNESS my hand and official seal in the County and State named above this \_\_\_\_\_  
day of \_\_\_\_\_, 20\_\_\_\_.

\_\_\_\_\_  
Notary Public

My Commission Expires:

STATE OF FLORIDA )  
COUNTY OF PALM BEACH )

I hereby certify that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Michael J. Saba, Sr., to me known to be the persons described as Incorporator herein, and who executed, the foregoing Articles of Incorporation and they acknowledged executing said Articles of Incorporation for the purposes therein set forth.

WITNESS my hand and official seal in the County and State named above this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_.

\_\_\_\_\_  
Notary Public

My Commission Expires:

STATE OF FLORIDA )  
COUNTY OF \_\_\_\_\_ )

I hereby certify that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared \_\_\_\_\_, to me known to be the persons described as Incorporator herein, and who executed, the foregoing Articles of Incorporation and they acknowledged executing said Articles of Incorporation for the purposes therein set forth.

WITNESS my hand and official seal in the County and State named above this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_.

\_\_\_\_\_  
Notary Public

My Commission Expires:

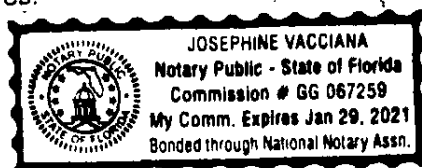
STATE OF Broward )  
COUNTY OF Florida )

I hereby certify that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Clinton G. Riddick, to me known to be the persons described as Incorporator herein, and who executed, the foregoing Articles of Incorporation and they acknowledged executing said Articles of Incorporation for the purposes therein set forth.

WITNESS my hand and official seal in the County and State named above this 3rd day of April, 2017.

\_\_\_\_\_  
Notary Public

My Commission Expires:



STATE OF FLORIDA       )  
:  
COUNTY OF \_\_\_\_\_ )

I hereby certify that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared \_\_\_\_\_, to me known to be the persons described as Incorporator herein, and who executed, the foregoing Articles of Incorporation and they acknowledged executing said Articles of Incorporation for the purposes therein set forth.

WITNESS my hand and official seal in the County and State named above this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_.

\_\_\_\_\_  
Notary Public

My Commission Expires:

STATE OF Oregon )  
:  
COUNTY OF Multnomah )

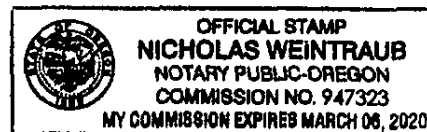
I hereby certify that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Justin Cabrera, to me known to be the persons described as Incorporator herein, and who executed, the foregoing Articles of Incorporation and they acknowledged executing said Articles of Incorporation for the purposes therein set forth.

WITNESS my hand and official seal in the County and State named above this 10 day of April, 2017.

Nicholas Weintraub  
Notary Public

My Commission Expires:

STATE OF \_\_\_\_\_ )  
:  
COUNTY OF \_\_\_\_\_ )



I hereby certify that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared \_\_\_\_\_, to me known to be the persons described as Incorporator herein, and who executed, the foregoing Articles of Incorporation and they acknowledged executing said Articles of Incorporation for the purposes therein set forth.

WITNESS my hand and official seal in the County and State named above this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_.

\_\_\_\_\_  
Notary Public


My Commission Expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS  
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with the laws of the State of Florida, the following is submitted:

1. Desiring to organize under the laws of the State of Florida with its principal office, as indicated in the foregoing Articles of Incorporation, at 498 West Hillsboro Boulevard, Deerfield Beach, Florida 33441. The Corporation named in the said Articles has named Michael J. Saba, Sr. at 498 West Hillsboro Boulevard, Deerfield Beach, Florida 33441 as its statutory registered agent.

2. Having been named the statutory agent of said corporation at the place designated in the Certificate, I hereby acknowledge that I am familiar with and accept the same and agree to act in this capacity and agree to comply with the provisions of Florida law relative to keeping the registered office open.

  
Michael J. Saba, Sr.  
Registered Agent

Dated this 10 day of April, 2017.

**FILED**  
2017 APR 17 PM 4:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA