

N 18000000701

(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

N. SAMS
JAN 22 2018



500307592735

01/17/18--01020--008 **87.50

FILED
18 JAN 17 PM 3
FELLSMITHS SEC. FIDC



Real Estate Attorneys

January 11, 2018

VIA FED-EX

Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

FILED
18 JAN 17 PM 3:06
TALLAHASSEE, FLORIDA

RE: MONTSERRAT AT UTC CONDOMINIUM ASSOCIATION, INC.

Dear Sir/Madam:

Enclosed herewith for filing are the Articles of Incorporation for the above corporation.

Also, **enclosed** please find a check in the amount of \$87.50, representing payment of your filing fee and certificate of status and a certified copy.

If you have any questions with regard to this letter and/or the enclosure, please do not hesitate to contact me.

Very truly yours,

A handwritten signature in black ink, appearing to read 'David H. Rosenberg, Esq.', written over a horizontal line.

David H. Rosenberg, Esq.
For the Firm

Enclosure as Noted

FILED
18 JAN 17 PM 3:06
CLERK OF COURT
PALM BEACH, FLORIDA

ARTICLES OF INCORPORATION
OF
MONTSERRAT AT UTC
CONDOMINIUM ASSOCIATION, INC.

I, the undersigned, by and under the provisions of statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation not for profit, do hereby declare as follows:

ARTICLE I
NAME OF CORPORATION

The name of this corporation shall be **MONTSERRAT AT UTC CONDOMINIUM ASSOCIATION, INC.** (hereinafter referred to as the "Association").

ARTICLE II
PRINCIPAL OFFICE

The principal office of the corporation shall initially be at 188 Long Island Avenue, Wyandanch, New York 11798. The corporation may change its principal office from time to time as permitted by law.

ARTICLE III
PURPOSES OF CORPORATION

The purpose of the Association shall be to operate and manage the affairs and property of the condominium known as MONTSERRAT AT UTC, A CONDOMINIUM located at 5791 N. Honore Avenue, Sarasota, Florida 34243, and to perform each and every act provided in the Declaration of Condominium of the said Condominium and the Condominium Act, Chapter 718, Florida Statutes.

ARTICLE IV
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 the Condominium Act and the Declaration of Condominium of Monserrat at UTC, a Condominium. As more particularly set forth in the Declaration of Condominium of Montserrat at UTC, a Condominium, the Association may acquire leasehold, membership and other possessory or use interests (whether or not such interests relate to property contiguous to the lands of the condominium) intended to provide for the enjoyment, recreation, or other use or benefit of the Association members, and the Association may acquire, convey, lease and mortgage Association property.

ARTICLE V MEMBERS

All persons owning a vested present interest in the fee title to a condominium unit in Montserrat at UTC, a Condominium, which interest is evidenced by a duly recorded proper instrument in the Public Records of Sarasota County, Florida, shall be members of the Association. Membership shall terminate automatically and immediately at the time a member's vested interest in the fee title terminates, except that upon the termination of the condominium, the membership of a unit owner who conveys his unit to the trustee as provided in the Declaration of Condominium shall continue until the trustee makes a final distribution of such unit's share of the funds collected and held by the trustee.

After the Association approves of a conveyance of a condominium unit as provided in the Declaration of Condominium, 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.

Prior to the recording of the Declaration of Condominium of Montserrat at UTC, a Condominium, the subscriber hereto shall constitute the sole member of the Association.

ARTICLE VI VOTING RIGHTS

The voting rights of each unit shall be determined on an equal fractional basis. That is, each unit shall be entitled to one (1) vote. When more than one person owns a unit in the condominium, the vote for that unit shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any one unit, and the vote shall not be divided among the owners of any one unit. If one owner owns more than one unit, such owner shall have the one vote for each unit owned. If the units are joined together and occupied by one owner, such owner shall have a separate vote for each unit owned.

ARTICLE VII INCOME DISTRIBUTION

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

FILED
18 JAN 17 PM 3:06
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

**ARTICLE VIII
EXISTENCE**

The Association shall exist perpetually unless dissolved according to law.

**ARTICLE IX
REGISTERED OFFICE AND REGISTERED AGENT**

The registered office of the Association shall be at David H. Rosenberg, Esq., 2639 Fruitville Road, Second Floor, Suite 203, Sarasota, Florida 34237 and the registered agent at such address shall be David H. Rosenberg, until such time as another registered agent is appointed by resolution of the board of directors.

**ARTICLE X
NUMBER OF DIRECTORS**

The business of the corporation shall be conducted by a board of directors which shall consist of not less than three (3) persons, as shall be elected or appointed as set forth in the Bylaws.

**ARTICLE XI
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>Mailing Address</u>
Daniel Hirschberger	188 Long Island Avenue Wyandanch, New York 11798
Melanie Hirschberger	188 Long Island Avenue Wyandanch, New York 11798
David H. Rosenberg	2639 Fruitville Road, Second Floor, Suite 203 Sarasota, Florida 34237

FILED
18 JAN 17 PM 3:06
CLERK OF SUPERIOR COURT
TALLAHASSEE, FLORIDA

**ARTICLE XII
RECALL AND REMOVAL OF DIRECTORS**

Subject to the provisions of Article XIV hereof, and the provisions of the Condominium Act, Chapter 718, Florida Statutes, and the rules and regulations promulgated pursuant thereto, directors may be recalled from office with or without cause, by the affirmative vote of a majority of the voting interests of the Association.

**ARTICLE XIII
INDEMNIFICATION OF OFFICERS AND DIRECTORS**

All officers and directors shall be indemnified by the Association to the extent required by Florida law. 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 XIV
RIGHTS OF DEVELOPER**

As more particularly set forth in Section 718.301, Florida Statutes, Honore of Sarasota, LLC, a Florida limited liability company, which is the developer of Montserrat at UTC, a Condominium, and which 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:

1. When fifteen percent (15%) or more of the units in the condominium are conveyed to owners other than the Developer, such owners shall be entitled to elect not less than one-third (1/3) of the directors.

2. Unit owners other than the Developer shall be entitled to elect not less than a majority of the directors upon the occurrence of the earliest of the following:

(a) Three (3) years after fifty percent (50%) of the units that will be operated ultimately by the Association have been conveyed to owners other than the Developer;

(b) Three (3) months after ninety percent (90%) of the units that will be operated ultimately by the Association have been conveyed to owners other than the Developer;

FILED
18 JAN 17 PM 3:06
TALLAHASSEE, FLORIDA

(c) When all of the units that will be operated ultimately by the Association have been completed, some of them have been conveyed to owners other than the Developer, and none of the others are being offered for sale by the Developer in the ordinary course of business;

(d) When some of the units have been conveyed to owners other than the Developer and none of the others are being constructed or offered for sale by the Developer in the ordinary course of business;

(e) When the Developer files a petition seeking protection in bankruptcy;

(f) 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 the appointment of the receiver that transfer of control would be detrimental to the Association or its members; or

(g) Seven (7) years after the recording of the certificate of a surveyor and mapper pursuant to s. 718.104(4)(e) 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.

3. When the Developer no longer holds for sale in the ordinary course of business at least five percent (5%) of the units that will be operated ultimately by the Association, owners other than the Developer shall be entitled to elect all of the directors. After the Developer relinquishes control of the Association, 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 of the Board.

4. 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.

ARTICLE XV BYLAWS

The first Bylaws of the Association shall be adopted by the board of directors and may be altered, amended or rescinded in the manner provided in such Bylaws.

ARTICLE XVI. SUBSCRIBERS

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

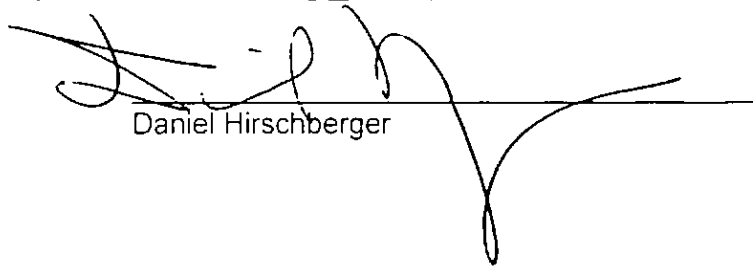
Daniel Hirschberger

188 Long Island Avenue
Wyandanch, New York 11798

ARTICLE XVII. AMENDMENT

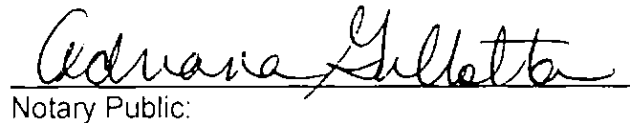
These Articles of Incorporation may be amended as provided by Chapter 617, Florida Statutes; provided, however, that any such amendment shall be approved by at least fifty-one percent (51%) of the voting interests of the Association and by a majority of the board of directors.

IN WITNESS WHEREOF, I, the undersigned subscriber hereby adopt these Articles of Incorporation, and hereunto set my hand and seal this 5th day of January, 2018.


Daniel Hirschberger

STATE OF NY
COUNTY OF Suffolk

The foregoing instrument was acknowledged before me this 8 day of January, 2018, by Daniel Hirschberger. He is personally known to me.



Notary Public:

Adriana Gullotta
Notary Public, State of New York
No. 6091132
Commission Expires April 24, 2019

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts designation as registered agent of the foregoing corporation. The undersigned is familiar with, and accepts, the obligations of that position.

Dated this: 8th day of January, 2018.



David H. Rosenberg