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**FLORIDA PROFIT/NON PROFIT CORPORATION  
DCP OWNERS ASSOCIATION, INC.**

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**ARTICLES OF INCORPORATION  
OF  
DCP OWNERS ASSOCIATION, INC.**

In compliance with the laws of the State of Florida, the undersigned, acting as incorporator, does hereby voluntarily associate for the purpose of forming a Florida not-for-profit corporation.

**ARTICLE I. NAME**

The name of the corporation is DCP OWNERS ASSOCIATION, INC. (the "Corporation").

**ARTICLE II. REGISTERED AGENT**

The street address of the initial registered agent of the Corporation is 101 NE 3<sup>rd</sup> Avenue, Suite 401, Fort Lauderdale, FL 33301 and the name of the initial registered agent of the Corporation at that address, who is authorized to receive service of process Ivy Quorum Property, LLC c/o Ivy Realty.

**ARTICLE III. PRINCIPAL AND MAILING ADDRESS**

The principal place of business and mailing address of the Corporation is c/o Ivy Realty, 101 NE 3<sup>rd</sup> Avenue, Suite 401, Fort Lauderdale, FL 33301 The Corporation may maintain offices and transact business in such places, within or outside the State of Florida, as may from time to time be designated by the Board of Directors.

**ARTICLE IV. PURPOSE AND POWERS**

A. The Corporation is organized as a not for profit corporation for the purpose of operating as a not-for-profit corporation pursuant to Chapter 617, Florida Statutes, and to provide for the maintenance, preservation and architectural control of all improvements on the property and the common areas all within that certain tract of land located at Deerfield Commerce Park, 602-668 South Military Trail, Deerfield Beach, Florida (the "Property"), and as such qualifies as an exempt organization under Section 501(c)(3) of the Internal Revenue Code, or any corresponding section of any future federal tax code, or any corresponding section of any future federal tax code. Furthermore, this Corporation may engage in only activities permitted under the laws of the State of Florida and the United States of America as shall constitute activities in furtherance of such exempt purposes.

B. As a means and incidental to accomplishing the purpose for which this corporation is being operated, it shall have such powers which now are or which hereafter may be conferred by law upon a corporation organized for the purposes hereinabove set forth or necessary or incidental to the powers so conferred or conducive to the attainment of the purposes of the corporation, subject to such limitations as are or may be prescribed by laws.

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C. No part of the income or principal of this corporation shall inure to the benefit of or be distributed to any director or officer of the corporation or any other private individual, in such a fashion as to constitute an application of funds not within the purpose of exempt organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. However, reimbursement for expenditures or the payment of reasonable compensation for services rendered shall not be deemed to be a distribution of income or principal.

D. No part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and this corporation shall not participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

E. In the event of the complete or partial liquidation or dissolution of the corporation, whether voluntary or involuntary, the balance of all money and other property received by the corporation from any source, after the payment of all debts and obligations of the corporation, shall be used or distributed, subject to the order of the Circuit Court of the State of Florida, as provided by law, exclusively to one of more organizations then described in Sections 501(c)(3) and 509(a)(1) or 509(a)(2) of the Internal Revenue Code of 1986, as amended, or to the federal, state or local government for exclusively public purposes.

Further, the Corporation shall have the following authority and powers:

To exercise all of the powers and privileges and to perform all of the duties and obligations of the Corporation as set forth in the Articles of Incorporation and the Bylaws;

To fix, levy, collect and by any lawful means enforce payment of all assessments, and to pay all common expenses in connection therewith;

To acquire, by gift, purchase or otherwise, own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use, or otherwise dispose of real or personal property or any Improvements thereon in connection with the affairs of the Corporation;

To enter into contracts;

To adopt rules and regulations for the use of common areas;

To sue and to be sued and to pursue legal or equitable actions;

To obtain and maintain policies of insurance necessary to protect the Corporation, its Directors and common areas;

To maintain, repair, replace, operate and manage the common areas;

To exercise architectural control over improvements within the Property; and

To have and to exercise any and all powers, rights and privileges which a corporation organized under the laws of the State of Florida may now or hereafter have or exercise.

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**ARTICLE V. MEMBERSHIP**

The Corporation shall not have Members. All rights granted to members under law shall be vested in the Directors.

**ARTICLE VII. BOARD OF DIRECTORS**

The affairs of this Corporation shall be managed by a board of directors ("Board of Directors"), and the Directors shall be elected in the manner as set forth in the bylaws of the Corporation ("Bylaws"). The number of directors of the Corporation ("Directors") shall be no less than three (3). The names and addresses of the initial Directors of the Corporation, who shall serve until their successors are elected and qualified, or until their earlier deaths, resignations or removals, are:

<b><u>Name</u></b>	<b><u>Address</u></b>
Russell F. Warren, Jr.	c/o Ivy Realty 101 NE 3 <sup>rd</sup> Avenue, Suite 401 Fort Lauderdale, FL 33301
Anthony P. DiTommaso, Jr.	c/o Ivy Realty 101 NE 3 <sup>rd</sup> Avenue, Suite 401 Fort Lauderdale, FL 33301
Raymond Nafash	c/o Ivy Realty 101 NE 3 <sup>rd</sup> Avenue, Suite 401 Fort Lauderdale, FL 33301

**ARTICLE VIII. TERM OF EXISTENCE**

The Corporation shall have perpetual existence, commencing with the filing of these Articles of Incorporation with the Florida Department of State.

**ARTICLE IX. LIMITATIONS ON CORPORATE POWER**

The corporate powers of the Corporation are as provided in Section 617.0302, Florida Statutes, except that no part of the assets or net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV hereof.

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#### **ARTICLE X. BYLAWS**

The Bylaws of this Corporation shall be adopted by the first Board of Directors, which Bylaws may be altered, amended, modified or repealed in the manner set forth in the Bylaws.

#### **ARTICLE XI. AMENDMENTS**

The Corporation shall have the right to amend or repeal any of the provisions contained in these Articles or any amendments hereto. Amendments to these Articles need only be filed with the Secretary of State.

#### **ARTICLE XII. INDEMNIFICATION**

This Corporation shall indemnify any and all of its directors, officers, employees or agents, or former directors to the extent permitted by law. This indemnification shall include, but not be limited to, the expenses, including the cost of any judgments, fines, settlements and counsel's fees, actually and necessarily paid or incurred in connection with any action, suit or proceeding, whether civil, criminal, administrative or investigative, and any appeals thereof, to which any such individual or his legal representative may be made a party or may be threatened to be made a party by reason of his or her being or having been a director, officer, employee or agent, as herein provided. This right of indemnification shall not be inclusive of any other rights to which any such individual may be entitled as a matter of law or which he may be lawfully granted. It shall be the obligation of the Corporation to obtain and keep in force a policy of officers' and directors' liability insurance.

#### **ARTICLE XIII. INCORPORATOR**

The name and address of the incorporator is:

Herman R. Lipkis  
Holland & Knight LLP  
515 East Las Olas Boulevard  
Suite 1200  
Ft. Lauderdale, FL 33301

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IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Florida, the undersigned has executed these Articles of Incorporation this 23<sup>rd</sup> day of July, 2018.

  
Herman R. Lipkis, Incorporator

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ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

That DCP OWNERS ASSOCIATION, INC. desiring to organize under the laws of the State of Florida, has named Ivy Quorum Property, LLC as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-referenced Corporation at 101 NE 3<sup>rd</sup> Avenue, Suite 401, Fort Lauderdale, FL 33301, the undersigned hereby agrees to act in this capacity, agrees to comply with the provisions of all statutes relative to the proper and complete performance of the duties of a registered agent, and accepts the duties and obligations of Section 617.0503, Florida Statutes.

Dated this 23<sup>rd</sup> day of July, 2018.

IVY QUORUM PROPERTY, LLC

By: 

Name: Anthony P. DiTommaso, Jr.

Title: Manager

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