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ST. LOUIS
FALL 2018

STRALEY | OTTO

September 27, 2018

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

VIA FEDERAL EXPRESS

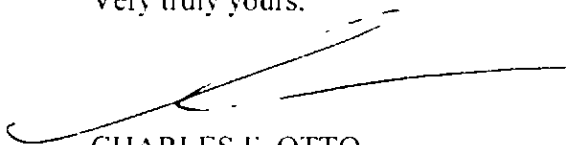
RE: Conversion of Florida corporation for profit to Florida corporation not for profit
Lauderhill Ten Management Corporation, Inc.

Dear Sir or Madam:

My client, Lauderhill Ten Management Corporation, Inc., has completed the process for conversion to a Florida corporation not for profit, pursuant to Fla.Stat. §617.1805, *et seq.* This included filing a petition for approval of the conversion with the circuit court. A certified copy of the Final Order Approving Petition for Conversion to Corporation Not-For-Profit is enclosed for your reference. Also enclosed is a certified copy of the Articles of Incorporation for the not for profit corporation. On the last page, you will see that the circuit court judge endorsed and approved of these Articles of Incorporation, in compliance with Fla.Stat. §617.1807. (I called your office earlier and was told that a certified copy of the Articles may be submitted in lieu of the original Articles because, once signed by the judge, the original Articles will be retained in the court's file.) Finally, a check in the amount of \$105.00, payable to the Department of State is enclosed. I was told by your office that this was the amount necessary for the conversion.

Please process the conversion as soon as possible so that the matter may be concluded. I understand that this is a little-used process, so if upon your review of the documents, there is anything further that you need or any issues which you need addressed, please do not hesitate to contact me. Your assistance with this matter is greatly appreciated.

Very truly yours,



CHARLES F. OTTO

CFO/gs
Enclosures



18 SEP 23 PM 1:44

IN THE CIRCUIT COURT OF THE SEVENTEENTH JUDICIAL CIRCUIT
IN AND FOR BROWARD COUNTY, FLORIDA

IN RE:

LAUDERHILL TEN MANAGEMENT
CORPORATION, INC.,

GENERAL JURISDICTION DIVISION

CASE NO. 18-21373 CACE 02

Petitioner.

FINAL ORDER APPROVING
PETITION FOR CONVERSION TO CORPORATION NOT-FOR-PROFIT

THIS CAUSE having come before the Court on Petitioner LAUDERHILL TEN MANAGEMENT CORPORATION, INC.'s Petition for Conversion to Corporation Not-for-Profit filed in this action, and the Court having reviewed the Petition and Court file, and the Court finding that the Petition and proposed Articles of Incorporation are in proper form, and the Court finding that Petitioner is entitled to the relief requested, and the Court having been otherwise fully informed in the premises, it is hereby

ORDERED as follows:

1. Petitioner's Petition for Conversion to Corporation Not-for-Profit is granted and approved.
2. All property of Petitioner LAUDERHILL TEN MANAGEMENT CORPORATION, INC., a Florida corporation for profit, shall become the property of the successor corporation, not-for-profit, which shall be called LAUDERHILL TEN MANAGEMENT CORPORATION, INC., a Florida corporation not-for profit, subject to all liabilities of Petitioner LAUDERHILL TEN MANAGEMENT CORPORATION, INC., a Florida corporation for profit.

DONE AND ORDERED in Fort Lauderdale, Broward County, Florida, this 27 day of

September, 2018.

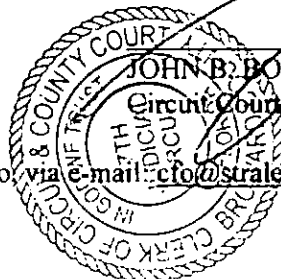
STATE OF FLORIDA
BROWARD COUNTY

I DO HEREBY CERTIFY the within and foregoing is a true and correct copy of the original as it appears on record and file in the office of the Circuit Court of Broward County, Florida.

WITNESS my hand and Official Seal at Fort Lauderdale, Florida, this 27th day of September, 2018.

Charles R. Otto, Esq. | Clerk of the Court

Deputy Clerk



JOHN B. BOWMAN
Circuit Court Judge

Otto, via e-mail: cfo@straleyotto.com

CACIE 18.21373
(02)

**ARTICLES OF INCORPORATION
OF
LAUDERHILL TEN MANAGEMENT CORPORATION, INC.**

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of Chapter 617 of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation not-for-profit.

ARTICLE I.

The name of the corporation shall be LAUDERHILL TEN MANAGEMENT CORPORATION, INC., which is hereinafter referred to as the "Corporation".

ARTICLE II.

The general nature of the business of the Corporation and the objects of purposes to be transacted, promoted or carries on by it are as follows:

SECTION 1. To assist in management of the following ten (10) condominium corporations pursuant to agreements executed between the Corporation and each separate condominium corporation, to act in such a way and with such powers as are vested in it by the following condominium corporations:

1. Ashley Hall Condominium Corp., Inc.
2. Bradley Hall Condominium Corp., Inc.
3. Camelot Hall Condominium Corp., Inc.
4. Dover Hall Condominium Corp., Inc.
5. Eton Hall Condominium Corp., Inc.
6. Fairfax Hall Condominium Corp., Inc.
7. Galen Hall Condominium Corp., Inc.
8. Heather Hall Condominium Corp., Inc.
9. Jarrett Hall Condominium Corp., Inc.
10. Kenwood Hall Condominium Corp., Inc.

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SECTION 2. To manage property, real and personal, owned in common by the foregoing ten (10) condominium corporations.

SECTION 3. To purchase or otherwise acquire and to own, mortgage, sell, pledge, assign,

transfer, or otherwise dispose of and invest in, trade in, deal in and with goods, wares, merchandise and real and personal property and services of every kind, class and description.

SECTION 4. To conduct business, have one or more offices in and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses in the State of Florida and in all other states and countries.

SECTION 5. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and to execute such mortgages, transfers of corporate indebtedness as required.

SECTION 6. To purchase the corporate assets of any other corporation and engage in the same or other character of business.

SECTION 7. To do and perform all other acts and things which may be necessary or desirable in carrying out the full intents and purposes of this Corporation.

SECTION 8. To adopt By-Laws not inconsistent with the laws of this State for the administration of the business and interest of such corporation.

SECTION 9. To exercise the powers conferred upon corporations by the Florida Statutes.

SECTION 10. This Corporation is organized under the provisions of Chapter 617, Florida Statutes, commonly known as "Florida Not for Profit Corporation Act".

ARTICLE III.

Section 1. Membership. The Owner of any condominium unit in the above-referenced ten condominium corporations shall be a Member of the Corporation, provided that any such person or entity who holds an ownership interest merely as security for the performance of an obligation shall not be a Member. All votes permitted or required to be cast by Members shall be cast only by their respective Voting Members.

Section 2. Voting Rights. Though all Owners as defined in Section 1 above are Members, each President of the ten condominium corporations is a Voting Member of the Corporation, and each Voting

Member shall be entitled to cast one vote for each condominium unit (and each Member) within the condominium corporation which he/she represents.

Section 3. Meetings of Voting Members. The By-laws of the Corporation shall provide for an annual meeting of Voting Members and may make provision for regular and special meetings of the Voting Members other than annual meetings. A quorum for the transaction of business at any meeting of the Voting Members shall exist if a majority of the votes which may be cast by Voting Members shall be present or represented at the meeting.

Section 4. General Matters. When reference is made herein, or in the By-laws or otherwise, to a majority or specific percentage of Members of Voting Members, such reference shall be deemed to be reference to a majority or specific percentage of the votes of the Members eligible to be cast by their respective Voting Members present at a duly constituted meeting thereof (i.e. one for which proper notice has been given and at which a quorum exists) and not of the Members, themselves, or of the individual Voting Members, themselves.

ARTICLE IV.

This Corporation is to have perpetual existence.

ARTICLE V.

The principal office of the Corporation shall be 4301 N.W. 16th Street, Lauderhill, Florida 33313.

ARTICLE VII.

The number of Directors of the first Board of Directors of this Corporation shall be ten (10) and shall be the Voting Members. A Director may only be removed through the action of the condominium corporation for which he/she acts as Voting Member, and a vacancy on the Board shall be filled by the election and/or appointment of another Voting Member/Director by such condominium corporation.

ARTICLE VIII.

The names and post office address of the first Board of Directors of this Corporation are as follows:

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NAMEADDRESS

EMILE GAUVREAU	4301 N.W. 16 th Street, Lauderhill, Florida 33313
BENOIT GAGNON	4301 N.W. 16 th Street, Lauderhill, Florida 33313
MARIO DUPONT	4301 N.W. 16 th Street, Lauderhill, Florida 33313
CARMEN MARTIN	4301 N.W. 16 th Street, Lauderhill, Florida 33313
CHRISTIAN MARTEL	4301 N.W. 16 th Street, Lauderhill, Florida 33313
RICHARD CHARLEBOIS	4301 N.W. 16 th Street, Lauderhill, Florida 33313
ROBERT PLOUFFE	4301 N.W. 16 th Street, Lauderhill, Florida 33313
YVES ST. HILAIRE	4301 N.W. 16 th Street, Lauderhill, Florida 33313
JACQUES ASSELIN	4301 N.W. 16 th Street, Lauderhill, Florida 33313
LOUISE BIGRAS	4301 N.W. 16 th Street, Lauderhill, Florida 33313.

Said Directors shall hold office until their successors are elected and qualified.

ARTICLE IX.

The names and office addresses of each subscriber of this corporation are as follows:

NAMEADDRESS

EMILE GAUVREAU	4301 N.W. 16 th Street, Lauderhill, Florida 33313
BENOIT GAGNON	4301 N.W. 16 th Street, Lauderhill, Florida 33313
MARIO DUPONT	4301 N.W. 16 th Street, Lauderhill, Florida 33313
CARMEN MARTIN	4301 N.W. 16 th Street, Lauderhill, Florida 33313
CHRISTIAN MARTEL	4301 N.W. 16 th Street, Lauderhill, Florida 33313
RICHARD CHARLEBOIS	4301 N.W. 16 th Street, Lauderhill, Florida 33313
ROBERT PLOUFFE	4301 N.W. 16 th Street, Lauderhill, Florida 33313
YVES ST. HILAIRE	4301 N.W. 16 th Street, Lauderhill, Florida 33313
JACQUES ASSELIN	4301 N.W. 16 th Street, Lauderhill, Florida 33313
LOUISE BIGRAS	4301 N.W. 16 th Street, Lauderhill, Florida 33313.

ARTICLE X.

The executive officers of this Corporation shall be a President and Vice President, who shall be Directors, and a Secretary and Treasurer. Any person may hold two or more offices except that the President shall not be also the Secretary of the Corporation. The Corporation may also have such other officers and agents as may be prescribed by the By-Laws or determined by the Board of Directors.

The Officers of the Corporation, in accordance with any applicable provision of the By-laws, shall be elected by the Board of Directors for terms of one (1) year and thereafter until qualified successors are duly elected and have taken office. The By-laws may provide for the method of voting in the election, for the removal from office of officers, for filling vacancies, and for the duties of the officers. Other than the President and Vice President, the officers may or may not be Directors of the Corporation.

ARTICLE XI.

The names and post office address of the first Officers of this Corporation are as follows:

<u>OFFICE</u>	<u>NAME</u>	<u>ADDRESS</u>
PRESIDENT	EMILE GAUVREAU	4301 N.W. 16 th Street, Lauderhill, Florida 33313
VICE PRESIDENT	CARMEN MARTIN	4301 N.W. 16 th Street, Lauderhill, Florida 33313
SECRETARY	MARIO DUPONT	4301 N.W. 16 th Street, Lauderhill, Florida 33313
TREASURER	CHRISTIAN MARTEL	4301 N.W. 16 th Street, Lauderhill, Florida 33313

ARTICLE XII.

The street address of the initial registered office of this corporation is 2699 Stirling Road, Suite C-207, Fort Lauderdale, Florida 33312, and the name of the initial Registered Agent of this Corporation at such address is STRALEY & OTTO, P.A.

ARTICLE XIII.

The furtherance and not in limitation of the powers conferred by the laws of the State of Florida, the Board of Directors is expressly authorized:

Section 1. To make, alter, amend and repeal the By-Laws of the Corporation;

Section 2. To determine and fix the value of property to be acquired by the Corporation, and the judgment of the Directors in determining such value shall be conclusive;

Section 3. To set apart out of any funds of the Corporation a reserve or reserves for working capital or for any other lawful purpose, and also to abolish any such reserve in the same manner in which it was created; and

Section 4. To promulgate rules and regulations setting the times and places, and under what conditions and manner, the accounts, books, and other official records of the Corporation, or any of them, shall be open to the inspection of the Members, and no Member shall have any right to inspect any account, book, or record of the Corporation except as conferred by the laws of the State of Florida.

ARTICLE XIV.

If the By-Laws so provide, the Voting Members and Board of Directors of the Corporation shall have the power to hold their meetings, have an office or offices, and to keep the books and records of the

Corporation, subject to the provisions to be designated from time-to-time by the Board of Directors.

The Corporation may, in its By-Laws, describe and/or confer powers upon the Board of Directors in addition to those granted by these Articles of Incorporation, and in addition to the powers and authorities expressly conferred upon them by the laws of the State of Florida.

ARTICLE XV.

In case the Corporation enters into contracts or transacts business with one or more of its Directors or with any firm of which one or more of its Directors are members, or with any other corporation or association of which one or more of its Directors are stockholders, or officers, such contracts or transactions shall not be invalidated or in any way affected by the fact that such director or directors have or may have interest therein which are or might be adverse to the interests or the corporation, provided that such contracts or transactions are entered into in good faith and authorized or ratified in the usual course of business as may be provided for in the By-Laws of the Corporation.

ARTICLE XVI.

The Corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights and powers conferred herein upon Members, Directors, and Officers are subject to this reserved power.

ARTICLE XVII.

Section 1. The Corporation hereby indemnifies any Director or Officer made a party or threatened to be made a party to any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative, brought to impose a liability or penalty on such person for an act alleged to have been committed by such person in his capacity as Director or Officer of the Corporation, or in his capacity as director, officer, employee or agent of any other corporation, partnership, joint venture, trust, or other enterprise in which he or she served at the request of the Corporation, against judgments, fines, amounts paid in settlement, and reasonable expenses, including attorneys' fees actually and necessarily incurred as a result of such action, suit, or proceeding or any appeal therein, if such person acted in good faith in the reasonable belief that such action was in the best

interest of the Corporation, and in criminal actions or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent shall not in itself create a presumption that any such Director or Officer did not act in good faith in the reasonable belief that such action was in the best interests of the Corporation or that he had reasonable grounds for belief that such action was unlawful. Such person shall not be entitled to indemnification in relation to matters as to which such person has been adjudged to have been guilty of negligence or misconduct in the performance of his duty to the Corporation unless and only to the extent that the court, administrative agency, or investigative body before which such action, suit, or proceeding is held shall determine upon application that, despite the adjudication of liability, but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnification for such expenses which such tribunal shall deem proper.

Section 2. The Board of Directors shall determine whether amounts for which a Director or Officer seeks indemnification were properly incurred, and whether such Director or Officer acted in good faith and a manner he reasonably believed to be in the best interests of the Corporation, and whether, with respect to any criminal action or proceeding, he had no reasonable ground for belief that such action was unlawful. Such determination shall be made by the Board of Directors by a majority vote of a quorum consisting of Directors who were not parties to such action, suit or proceeding. In the event that all the Directors were parties to such action, suit or proceeding, such determination shall be made by the Members of the Corporation by a majority vote of a quorum.

Section 3. The foregoing rights of indemnification shall not be deemed to limit in any way the powers of the Corporation to indemnify under applicable law.

IN WITNESS WHEREOF, WE, the undersigned incorporators, for the purpose of forming a not-for-profit corporation pursuant to the laws of the State of Florida, do make, subscribe and acknowledge

– CONTINUED ON NEXT PAGE –

these Articles of Incorporation, and we have hereunto duly executed these foregoing Articles of Incorporation to be filed in the office of the Secretary of State of Florida for the purposes herein set forth.

WITNESSES

Marc R. Carrière

Serge Loisant

89 - 7
EMILE GAUVREAU, President

Carmen Martin
CARMEN MARTIN, Vice President

Mario Dupont
MARIO DUPONT, Secretary

Christian Martel
CHRISTIAN MARTEL, Treasurer

Benoit Gagnon
BENOIT GAGNON, Director

Richard Charlebois
RICHARD CHARLEBOIS, Director

Robert Plouffe
ROBERT PLOUFFE, Director

Yves St. Hilaire
YVES ST. HILAIRE, Director

Jacques Asselin
JACQUES ASSELIN, Director

Louise Bigras
LOUISE BIGRAS, Director

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of Lauderhill Ten Management Corporation, Inc., as set forth in Article XII of these Articles of Incorporation, and acknowledges that it is familiar with, and accepts the obligations imposed upon registered agents under the Florida Not-For-Profit Corporation Act.

Dated: 9/10/18

STRALEY & OTTO, P.A.

By: 

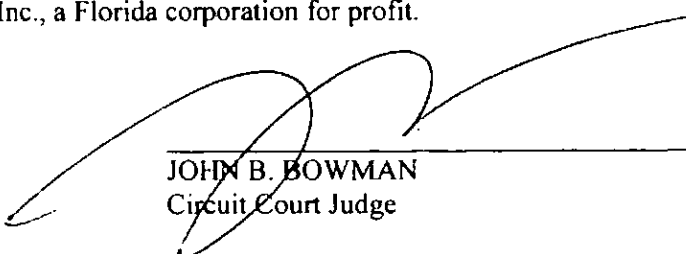
CHARLES F. OTTO, ESQ.

Authorized agent

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FALL 18

CIRCUIT JUDGE ENDORSEMENT AND APPROVAL

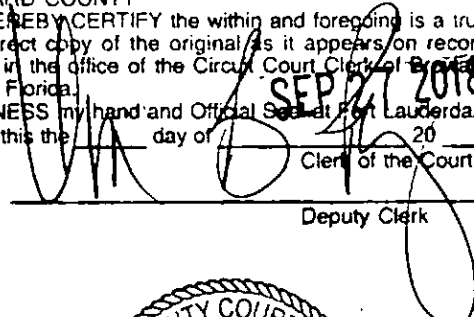
The Circuit Court of the Seventeenth Judicial Circuit in and for Broward County, Florida, hereby endorses and approves of these Articles, and all property of Lauderhill Ten Management Corporation, Inc., a Florida corporation for profit, shall become the property of Lauderhill Ten Management Corporation, Inc., a Florida corporation not for profit, subject to all indebtedness and liabilities of Lauderhill Ten Management Corporation, Inc., a Florida corporation for profit.


JOHN B. BOWMAN
Circuit Court Judge

STATE OF FLORIDA
BROWARD COUNTY

I DO HEREBY CERTIFY the within and foregoing is a true and correct copy of the original as it appears on record and file in the office of the Circuit Court Clerk of Broward County, Florida.

WITNESS my hand and Official Seal at Fort Lauderdale Florida, this the 10 day of SEP 2018


Clerk of the Court

Deputy Clerk

