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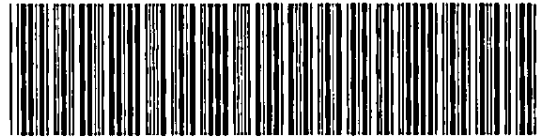
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Robert L. Tankel  
Scott B. Tankel

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December 26, 2018

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

Re: Seven Rivers Professional Center Condominium Association, Inc.

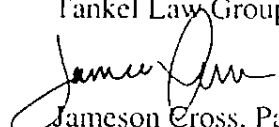
To Whom It May Concern:

Please find enclosed original Articles of Incorporation for new filing with the Department of State for the above referenced corporation. Also enclosed is our filing fee in the amount of \$70.00.

If you have any questions call 727-736-1901 ext. 215.

Sincerely,

Tankel Law Group

  
Jameson Cross, Paralegal for  
Robert L. Tankel, Esq.

Enclosures

**ARTICLES OF INCORPORATION  
SEVEN RIVERS PROFESSIONAL CENTER CONDOMINIUM  
ASSOCIATION, INC.**

I, the undersigned, hereby execute this instrument for the purpose of forming 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, providing for the formation, liability, rights, privileges and immunities of a corporation not for profit.

**ARTICLE I  
NAME AND ADDRESS**

The name of this corporation shall be **SEVEN RIVERS MEDICAL PROFESSIONAL CENTER CONDOMINIUM ASSOCIATION, INC.** The initial address of the corporation is: 1022 Main Street, Dunedin, FL 34698. For convenience, the corporation shall be referred to in this instrument as the "Association", the Declaration of Condominium as the "Declaration," these Articles of Incorporation as the "Articles" and the Bylaws of the Association as the "Bylaws".

**ARTICLE II  
GENERAL NATURE OF BUSINESS**

The general nature of the business to be conducted by the Association shall be the operation and management of the affairs and property of the Condominium known as SEVEN RIVERS MEDICAL PROFESSIONAL CENTER CONDOMINIUM. ("Seven Rivers") located in the County of Citrus, Florida, and to perform all acts provided in the Declaration of Condominium of said Condominium and the Condominium Act, Chapter 718, Florida Statutes. In addition, the general nature of business to be conducted by the Association shall also include and be the operation and management of the affairs and property of any additional condominium(s) which may be developed as part of the Seven Rivers Professional Center Condominium development project, the Declaration(s) Condominium of which names the Association as the entity to operate and manage the affairs of such condominium(s) and to perform all acts provided in the Declaration(s) of Condominium of such additional condominium(s).

**ARTICLE III  
POWERS**

The Association shall have all of the common-law and statutory powers of a not-for-profit corporation under the laws of Florida that are not in conflict with the provisions of these Articles, the Declaration, the Bylaws, or the Act.

Enumeration. The Association shall have the powers and duties set forth in the Act except as limited by these Articles, the Bylaws, and the Declaration (to the extent that they are not in conflict with the Act) and all of the powers and duties reasonably necessary to operate the Condominium under the Declaration and as more particularly described in the Bylaws, as they may be amended from time to time, including, but not limited to, the following:

To make and collect assessments and other charges against members as Unit Owners, and to use the proceeds thereof in the exercise of its powers and duties.

To buy, own, operate, lease, sell, trade, and mortgage both real and personal property.

To maintain, repair, replace, reconstruct, add to, and operate the Condominium Property, and other property acquired or leased by the Association.

To purchase insurance upon the Condominium Property and insurance for the protection of the Association, its Officers, Directors, and Unit Owners.

To make and amend reasonable rules and regulations for the maintenance, conservation, and use of the Condominium Property and for the health, comfort, safety, and welfare of the Unit Owners.

To approve or disapprove the leasing, transfer of ownership, and occupancy to the extent authorized by the Declaration.

To enforce by legal means the provisions of the Act, the Declaration, these Articles, the Bylaws, and the Rules and Regulations for the use of the Condominium Property, subject, however, to the limitation regarding assessing Units owned by the Developer for fees and expenses relating in any way to claims or potential claims against the Developer as set forth in the Declaration or Bylaws.

To contract for the management and maintenance of the Condominium Property and to authorize a management agent (which may be an affiliate of the Developer) to assist the Association in carrying out its powers and duties by performing such functions as the submission of proposals, collection of assessments, preparation of records, enforcement of rules, and maintenance, repair and replacement of the Common Elements using funds made available by the Association. The Association and its Officers shall, however, retain at all times the powers and duties granted by the Condominium Act, including, but not limited to, the levy of assessments, promulgation of rules, and execution of contracts on behalf of the Association.

To employ personnel to perform the services required for the proper operation, maintenance, conservation, and use of the Condominium.

#### **ARTICLE IV MEMBERS**

All persons owning a vested present interest in the fee title to any of the condominium units, as evidenced by a duly recorded proper instrument in the Public Records of Citrus County, Florida, shall be members. Membership shall terminate automatically and immediately as a member's vested interest in the fee title terminates, except that upon termination of the entire condominium project, the membership shall consist of those who were members at the time of each conveyance of the respective units to the trustee as provided in said Declaration of Condominium. In the event a unit is owned by a legal entity other than a natural person, the officer, director, or other official so designated by such legal entity shall exercise its membership rights.

After the Association approves of a conveyance of a condominium unit as provided in said Declaration of Condominium, the change of membership in the Association shall be evidenced in the Association records by delivery to the Secretary of a certified copy of a deed or other instrument of conveyance.

Prior to the recording of said Declaration of Condominium in the public records of said county, the subscribers hereto shall remain the members of the Association and shall each be entitled to one vote.

#### **ARTICLE V VOTING RIGHTS**

Voting rights will be determined based upon the One (1) vote per unit, for a total of nine (9) Voting Interests.

#### **ARTICLE VI INCOME DISTRIBUTION**

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

#### **ARTICLE VII EXISTENCE**

This corporation shall exist perpetually unless dissolved according to law.

#### **ARTICLE VIII REGISTERED OFFICE AND REGISTERED AGENT**

The initial registered office of the corporation shall be: 1022 Main Street, Suite D, Dunedin, FL 34698, with the privilege of having its office and branch offices at other places within or without the state of Florida. The initial registered agent of the Corporation shall be Robert L Tankel, who shall also be a resident agent, whose address is: 1022 Main Street, Suite D, Dunedin, FL 34698.

#### **ARTICLE IX 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) nor more than five (5) persons, as shall be designated by resolution of the members as set forth in the bylaws.

**ARTICLE X**  
**FIRST BOARD OF DIRECTORS AND OFFICERS**

The names and post office addresses of the members of the first Board of Directors and officers, all of whom shall hold office until their successors are duly elected and qualified, are as follows:

Arvind Nandu, President, 1022 Main Street, Suite D, Dunedin, FL 34698

Anil Deshpande, Vice President, 1022 Main Street, Suite D, Dunedin, FL 34698

Munivenkatsppa Padmanabh, Secretary/Treasurer, 1022 Main Street, Suite D, Dunedin, FL 34698

**ARTICLE XI**  
**INDEMNIFICATION OF OFFICERS AND DIRECTORS**

1. Indemnity. The Association shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or contemplated action, suit or proceedings, whether civil, criminal, administrative or investigative, by reason of the fact that he is or was a director, employee, officer or agent of the association, against expenses (including attorneys' fees and appellate attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceedings, unless (a) a court of competent jurisdiction determines, after all available appeals have been exhausted or not pursued by the proposed indemnitee, that he did not act in good faith, nor in a manner he reasonably believed to be in or not opposed to the best interest of the Association, and, with respect to any criminal action or proceeding, that he had reasonable cause to believe his conduct was unlawful, and (b) such court further specifically determines that indemnification should be denied. The termination of any action, suit or proceedings by judgment, order, settlement, conviction or upon a plea of nolo contendere or its equivalent shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he reasonably believed to be in or not opposed to the best interest of the Association, and, with respect to any criminal action or proceeding, had believe that his conduct was unlawful.

2. Expenses. To the extent that a director, officer, employee or agent of the Association has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in paragraph A above, or in defense of any claim, issue or matter therein, he shall be indemnified against expenses (including attorney's fees and appellate attorneys' fees) actually and reasonably incurred by him in connection therewith.

3. Advances. Expenses incurred in defending a civil or criminal action, suit or proceeding shall be paid by the Association in advance of the final disposition of such action, suit or proceedings upon receipt of an undertaking by or on behalf of the affected director,

officer, employee or agent to repay such amount unless it shall ultimately be determined that he is entitled to be indemnified by the Association as authorized in this Article XI.

4. Miscellaneous. The indemnification provided by this Article shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under any bylaw, agreement, vote of members or otherwise, and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs and personal representatives of such person.

5. Insurance. The Association shall have the power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Association, or is or was serving, at the request of the Association, as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against any liability asserted against him and incurred by him in any such capacity, or arising out of his status as such, whether or not the Association would have the power to indemnify him against such liability under the provisions of this Article.

6. Amendment. Anything to the contrary herein notwithstanding, the provisions of this Article XI may not be amended without the prior written consent of all persons whose interest would be adversely affected by such amendment.

## **ARTICLE XII RIGHTS OF DEVELOPER**

CRYSTAL RIVERS PARTNERS, LLC, which is the Developer of Seven Rivers Pedical Professional Center Condominium, shall have full right and authority to manage the affairs and exclusive right to elect the directors of the Association (who need not be unit owners) until the following shall occur:

When fifteen percent (15%) or more of the Units that will be operated ultimately by the Association are conveyed to Unit Owners other than Developer, such Unit Owners shall be entitled to elect not less than one-third (1/3 ) of the Board of Directors.

Unit Owners other than the Developer will be allowed to elect a majority of the members of the Board and control the Association at whichever of the following times shall first occur:

1. Three (3) years after the Developer has sold fifty (50%) percent of the Units that will be ultimately operated by the Association;

2. Three (3) months after the Developer has sold ninety (90%) percent of the Units that will be ultimately operated by the Association;

3. When all of the Units that will ultimately be operated by the Association have been completed and some of them have been sold and none of the others are being offered for sale by the Developer in the ordinary course of business;

4. When the Developer has sold some of the Units and none of the other Units are held by the Developer for sale in the ordinary course of business;

5. Seven (7) years after recordation of the Declaration of Condominium, or in the case the Association ultimately operates more than one (1) condominium, seven (7) years after recordation of

the Declaration for the first condominium it operates.

6. Developer shall be entitled to elect at least one (1) member of the Board of Directors as long as Developer holds at least five percent (5%) of the Units in Seven Rivers, and/or any additional condominium which may be developed as part of the Seven Rivers development and which are to be managed and operated by the Association for sale in the ordinary course of business.

Notwithstanding any provision contained herein to the contrary, during the period Developer is in control of the Association, the Directors shall exercise all rights which would otherwise be exercisable by the members.

### **ARTICLE XIII 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 by the bylaws.

### **ARTICLE XIV INCORPORATOR**

The name and street address of the Incorporator is as follows:

Address

Name

Robert L. Tankel

1022 Main Street, Dunedin, FL 34698

### **ARTICLE XV AMENDMENTS**

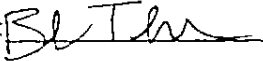
The corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of incorporation by a simple majority vote of all voting rights of all members of the corporation and all rights conferred upon the members herein are granted subject to this reservation.

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IN WITNESS WHEREOF, I, the Incorporator have affixed my signature to these Articles of Incorporation, this 26 day of DECEMBER, 2018.

SEVEN RIVERS PROFESSIONAL CENTER CONDOMINIUM  
ASSOCIATION, INC., a Florida nonprofit corporation

By: 

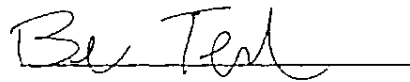
Robert Tankel

**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 Florida, the following is submitted:

That desiring to organize under the laws of the state of Florida with its principal office, as indicated in the foregoing Articles of Incorporation, in the County of Pinellas, state of Florida, the corporation named in the said Articles has named Robert L. Tankel, whose address is: 1022 Main Street, Dunedin FL 34698, as its statutory registered agent.

Agency accepted:

A handwritten signature in black ink, appearing to read "Bob Tankel", written over a horizontal line.

Robert Tankel