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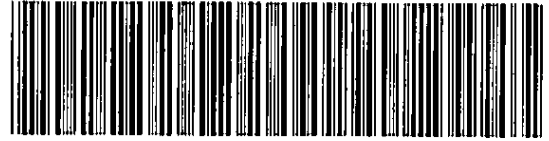
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VIA FEDERAL EXPRESS

September 23, 2019

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

Re: Articles of Incorporation of I-595 Business Center Association, Inc.
A Florida Not For Profit Corporation

Gentleperson:

Please find enclosed for filing Articles of Incorporation of I-595 Business Center Association, Inc., a Florida not for profit corporation. Also enclosed is this firm's check in the amount of \$70.00 to cover the cost of this filing.

Should you require anything further, please contact our office.

Very truly yours,



CAROLYN S. GILL
Legal Assistant

\csg
Enclosures

2019 SEP 24 AM 10:40
SECRETARY OF STATE
TALLAHASSEE, FL

**I-595 BUSINESS CENTER ASSOCIATION, INC.
ARTICLES OF INCORPORATION
In Compliance with Chapter 617, F.S. (Not for Profit)**

ARTICLE I – NAME

The name of the Corporation shall be: I-595 BUSINESS CENTER ASSOCIATION, INC.

ARTICLE II– PRINCIPAL OFFICE

The initial principal place of business and mailing address of this Corporation shall be:

2875 NE 191 Street, Suite PH1B
Aventura, FL 33180

ARTICLE III – PURPOSE

The purpose of the Corporation shall be to provide for the operation, use, maintenance, repair, and replacement of the Master Drainage System and to perform all acts provided as defined in the Declaration of Covenants for the Maintenance and Use of a Master Storm Water Drainage and Retention System for I-595 Business Center (the "Declaration"). All capitalized terms used in these Articles shall have the same definition as in the Declaration.

The Corporation shall operate, maintain and manage the Master Drainage System in a manner consistent with the Surface Water Management License requirements and applicable Governmental Requirements, and shall assist in the enforcement of the provisions of the Declaration which relate to the Master Drainage System.

The Corporation shall levy and collect adequate assessments against members of the corporation for the costs of maintenance and operation of the Master Drainage System.

ARTICLE IV – MANNER OF ELECTION

Directors shall be elected or appointed in the manner as provided in the By-Laws.

ARTICLE V – CORPORATE POWERS

This Corporation shall have all of the common law and statutory powers of a corporation not for profit under Florida law that are not in conflict with the provisions of these Articles, the Declaration or the By-Laws, as may be amended from time to time.

The Corporation shall have all of the powers and duties set forth in law and equity, except as limited by these Articles, the By-Laws and the Declaration, and all of the powers and duties reasonably necessary to operate the Property pursuant to the Declaration and as more particularly

described in the By-Laws and these Articles, as they may be amended from time to time, including, but not limited to, the following:

- (a) To make and collect assessments and other charges against members, and to use the proceeds thereof in the exercise of its powers and duties.
- (b) To buy, own, operate, lease, sell, trade and mortgage both real and personal property.
- (c) To maintain, repair, replace, reconstruct, add to and operate the Master Drainage System and other property acquired or leased by the Corporation.
- (d) To purchase insurance for the protection of the Corporation, its officers, directors and Owners.
- (e) To make and amend reasonable rules and regulations in accordance with the provisions set forth in the Declaration.
- (f) To enforce by legal means the provisions of the Declaration, these Articles, the By-Laws, and the rules and regulations for the use of the Master Drainage System.
- (g) The right to sue and to be sued.
- (h) To contract for the management and maintenance of the Master Drainage System and to authorize a management agent to assist the Corporation 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 Master Drainage System with funds as shall be made available by the Corporation for such purposes. The Corporation and its officers shall, however, retain at all times the powers and duties granted by law, including, but not limited to, the making of assessments, promulgation of rules and execution of contracts on behalf of the Corporation.
- (i) To borrow funds as may be determined by the Board of Directors for the obligation of the Association as set forth in the Declaration.
- (j) To employ personnel to perform the services required for the proper operation of the Master Drainage System.
- (k) To exercise all other powers and duties as may be set forth in the By-Laws and the Declaration.

ARTICLE VI – INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the registered agent is:

Richard G. Coker, Jr., Esquire
COKER & FEINER
1404 South Andrews Avenue
Fort Lauderdale, FL 33316

ARTICLE VII – INCORPORATOR

The name and address of the incorporator is:

Richard G. Coker, Jr., Esquire
1404 South Andrews Avenue
Fort Lauderdale, FL 33316

ARTICLE VIII – BOARD OF DIRECTORS & OFFICERS

The Board of Directors and Officers of the Corporation shall be as provided in the By-Laws and shall be elected or appointed as provided in the By-Laws. The first Board of Directors shall be:

Saul Gilinski
2875 NE 191 Street, Suite PH1B
Aventura, FL 33180

Robert Mozkowitz
2875 NE 191 Street, Suite PH1B
Aventura, FL 33180

Charles Lomangino
2401 PGA Blvd., Suite 200
Palm Beach Gardens, FL 33410

The first officers shall be:

Saul Gilinski, President
Robert Mozkowitz, Secretary
Charles Lomangino, Vice President

ARTICLE IX – BY-LAWS

The By-Laws of the Corporation shall be adopted by the Board of Directors at their first meeting and may be altered, amended or rescinded in the manner provided in the By-Laws.

ARTICLE X – EXISTENCE

Existence of the Corporation shall commence with the filing of these Articles of Incorporation with the Secretary of State, Tallahassee, Florida. The Corporation shall exist in perpetuity.

ARTICLE XI – MEMBERSHIP

All persons who are Owners of Properties shall automatically be Members of this Corporation. Such membership shall automatically terminate when such person is no longer the Owner of a Property. Membership in this Corporation shall be limited to such Property Owners. The voting of the Members of the Association shall be done in accordance with the percentage interests of the voting Members as set forth in Article IV of the Declaration.

ARTICLE XII – ASSESSMENTS OF OWNERS

The Corporation shall have the power and authority to assess the Owners of each Property in accordance with the terms set forth in the Declaration and any amendments thereto.

ARTICLE XIII – DISSOLUTION

In the event of termination, dissolution or final liquidation of the Corporation, the responsibility for the operation and maintenance of the Master Drainage System must be transferred to and accepted by an entity which would comply with the applicable law and be approved in writing by the County prior to such termination, dissolution or liquidation.

ARTICLE XIV – AMENDMENT

These Articles of Incorporation may be modified or amended at any duly convened meeting of the Members by the affirmative vote of a majority of the total votes of the Owner's Percentage Share present at a duly called meeting of the Members of the Corporation. Said amendment(s) shall be effective when a copy thereof, together with an attached certificate of its approval by the membership, sealed with the corporate seal, signed by the Secretary, or an Assistant Secretary, and executed and acknowledged by the President, has been filed with the Secretary of State, and all filing fees paid.

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

Notwithstanding the foregoing, any amendment to the Declaration or these Articles which alter any provision relating to the Master Drainage System, must have the prior written approval of the County. The officers of the Corporation may, by a majority vote, make any amendment to the Declaration or these Articles to come into compliance with County rules relating to the Surface Water Management Licenses.

ARTICLE XIV – ENFORCEMENT

The Broward County Environmental Engineering and Permitting Division, or any successor agency, shall have the right to enforce, by a proceeding at law or in equity, the provisions contained in the Declaration or these Articles which relate to the maintenance, operation and repair of the Master Drainage System.

ARTICLE XV – DISTRIBUTION

There shall be no dividends paid to any of the Members nor shall any part of the income of the Corporation be distributed to its Board of Directors or officers. In the event there are any excess receipts over disbursements as a result of performing services, such excess shall be either refunded to the Members or kept by the Corporation and applied against the Corporation's expenses for the following year as shall be determined by a vote of the Members, subject to approval by the Board of Directors of the Association. The Corporation may pay compensation in a reasonable amount to its Members, directors, officers and employees for services rendered, and may confer benefits upon its Members in conformity with its purposes, and upon dissolution or final liquidation, may make distribution to its Members as is permitted by the court having jurisdiction thereof, and no such payment, benefit or distribution shall be deemed to be a dividend or distribution of income.

This Corporation shall issue no shares of stock of any kind or nature whatsoever. Membership in the Association and the transfer thereof, as well as the number and voting of Members, shall be upon such terms and conditions as provided for in the Declaration and By-Laws.

ARTICLE XVI – PRINCIPAL OFFICE

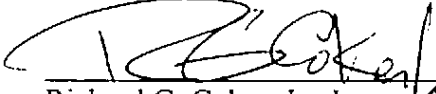
The initial offices of the Corporation shall be located at 2875 NE 191 Street, PHIB, Aventura, FL 33180, but the Corporation may maintain offices and transact business in such other places within or without the State of Florida as may from time-to-time be designated by the Board of Directors.

ARTICLE XVII – INDEMNIFICATION

The Corporation 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 proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he is or was a director, employee, officer or agent of the Corporation, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement as long as actually and reasonably incurred by him in connection with such action, suit or proceeding, if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interest of the Corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful, except that no indemnification shall be made in respect of any claim, issue or matter as to which such person shall have been adjudged to be liable for gross negligence or misfeasance or malfeasance in the performance of his duty to the Corporation, unless and only to the extent that the court in which such action or suit was brought shall determine upon application that despite the adjudication of liability, but in view of all of the circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses which such court shall deem proper. The termination of any action, suit

or proceeding by judgment, order, settlement, conviction or upon a plea of non 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 Corporation, and with respect to any criminal action or proceeding, had reasonable cause to believe that his conduct was unlawful.

IN WITNESS WHEREOF the undersigned subscribing incorporator to these Articles of Incorporation has hereunto set his hand and this 23 day of September, 2019


Richard G. Coker, Jr., Incorporator

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

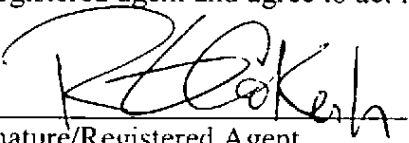
The name of the corporation is:

I-595 BUSINESS CENTER ASSOCIATION, INC.

The name and address of the registered agent and office is:

Richard G. Coker, Jr., Esquire
1404 South Andrews Avenue
Fort Lauderdale, FL 33316

Having been named as registered agent to accept service of process for the above-stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Signature/Registered Agent

Date: 9/23, 2019

FILED
2019 SEP 24 AM 10:40
SECRETARY OF STATE
TALLAHASSEE, FL