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(Requestor's Name)

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(City/State/Zip/Phone #)

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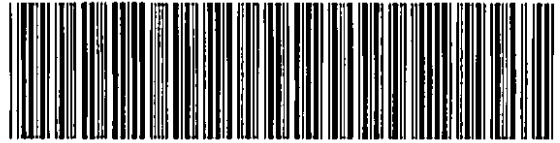
(Business Entity Name)

(Document Number)

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MICHAEL J. McCLUSKEY  
Board Certified Business Litigation (2008-2019)  
RAYMOND G. ROBISON  
LL.M. - Master of Laws in Taxation  
J. HENRY CARTWRIGHT  
Board Certified Condominium and  
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ADAM G. SCHWARTZ  
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Board Certified Real Estate Lawyer  
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Local Government Lawyer

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PHILIP W. GROSIDIER  
LL.M. - Master of Laws in Taxation

Of Counsel  
GEORGE W. BUSH, JR. (1964 - 2019)  
Board Certified Business Litigation Lawyer  
Board Certified Condominium  
& Planned Development Lawyer  
M. LANNING FOX  
Board Certified Real Estate Lawyer  
ROBERT A. GOLDMAN

August 6, 2020

William Lawrence, Regulatory Specialist, II  
Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Kanner Trust Commercial Condominium Association, Inc.  
Ref. Number: W20000078834  
Letter Number: 020AA00013924

Dear Mr. Lawrence:

In response to your letter dated July 24, 2020, requesting that an individual "sign on behalf of the business entity designated as registered agent," enclosed are the Articles of Incorporation, which now include an Acceptance as Registered Agent signed by the Registered Agent (See Exhibit A).

If you should require anything further, please do not hesitate to contact me.

Sincerely,

J. HENRY CARTWRIGHT

  
JHC

Encl.

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FLORIDA DEPARTMENT OF STATE  
Division of Corporations

July 24, 2020

J. HENRY CARTWRIGHT, ESQ.  
3461 SE WILLOUGHBY BOULEVARD, PO DRAWER  
STUART, FL 34995-0006

SUBJECT: KANNER TRUST COMMERCIAL CONDOMINIUM ASSOCIATION,  
INC.

Ref. Number: W20000078834

We have received your document for KANNER TRUST COMMERCIAL CONDOMINIUM ASSOCIATION, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

An individual must sign on behalf of the business entity you have designated as the registered agent.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

WILLIAM LAWRENCE  
Regulatory Specialist II

Letter Number: 020A00013924

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## COVER LETTER

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

SUBJECT: Kanner Trust Commercial Condominium Association, Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☒ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee &  
Certificate of  
Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

FROM: J. Henry Cartwright, Esq., Registered Agent  
Name (Printed or typed)

3461 SE Willoughby Boulevard, PO Drawer 6  
Address

Stuart, FL 34995-0006  
City, State & Zip

(772)287-4444  
Daytime Telephone number

hcartwright@foxmccluskey.com  
E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FL

ARTICLES OF INCORPORATION  
OF

KANNER TRUST COMMERCIAL CONDOMINIUM ASSOCIATION, INC.

In order to form a corporation under the Laws of Florida for the formation of corporations not for profit, we, the undersigned, hereby associate ourselves into a corporation for the purposes and with the powers herein specified; and to that end we do, by these Articles of Incorporation, set forth:

I.

The name of the corporation shall be:

KANNER TRUST COMMERCIAL CONDOMINIUM ASSOCIATION, INC.

(the "Association")

whose mailing address is 3461 SE Willoughby Blvd, Stuart, FL 34994

II.

The purposes and objects of the Association shall be to administer the operation and management of the **KANNER TRUST COMMERCIAL CONDOMINIUM** (the "Condominium"), to be established as a condominium in accordance with the Florida Condominium Act (the "Act") upon land situated in Martin County, Florida (the "Development Area"), described in the Declaration noted below and to perform the acts and duties incident to operation and management of the Condominium in accordance with the provisions of these Articles of Incorporation, the By-Laws of the Association which will be adopted (the "By-Laws"), and the Declaration of Condominium (the "Declaration"), which will be recorded in the Public Records of Martin County, Florida, if, as and when the portions of the Development Area, and the improvements constructed thereon, are submitted to the condominium form of ownership; and to own, operate, encumber, lease, manage, sell, convey, exchange, and otherwise deal with the lands in the Condominium, the improvements and such other property, real and/or personal, as may be or become part of the Condominium (the "Condominium Property") to the extent necessary or convenient in the administration of the Condominium. The Association shall be conducted as a non-profit organization for the benefit of its members.

III.

The Association shall have the following powers:

A. All of the powers and privileges granted to corporations not for profit under the laws pursuant to which this Corporation is chartered.

B. All of the powers reasonably necessary to implement and effectuate the purposes of the Association, including, without limitation, the power, authority and right to:

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1. Make and establish reasonable rules and regulations governing use of the units, Common Elements, and Limited Common Elements in and of the Condominium, as such terms are defined in the Declaration.

2. Levy and collect assessments against members of the Association to defray the Common Expenses of the Condominium, as provided in the Declaration and the By-Laws; including the right to levy and collect assessments for the purpose of acquiring, owning, holding, operating, leasing, encumbering, selling, conveying, exchanging, managing and otherwise dealing with the Condominium Property, including the units, which may be necessary or convenient in the operation and management of the Condominium and in accomplishing the purposes set forth in the Declaration.

3. Maintain, repair, replace, operate and manage the Condominium Property, including the right to reconstruct improvements after casualty and further to improve and add to the Condominium Property.

4. Contract for the management of the Condominium and, in connection therewith, to delegate powers and duties of the Association to the extent and in the manner permitted by the Declaration, the By-Laws, and the Act.

5. Enforce the provisions of these Articles of Incorporation, the Declaration, the By-Laws, and all rules and regulations governing use of the Condominium which may from time to time be established.

6. Exercise, undertake and accomplish all of the rights, duties and obligations which may be granted to or imposed upon the Association in the Declaration and the Act.

#### IV.

The qualification of members, the manner of their admission to and termination of membership, and voting by members shall be as follows:

A. The record Owners (as defined in the Declaration) of all units in the Condominium shall be members of the Association, and no other persons or entities shall be entitled to membership, except as provided for in Paragraph E, Article IV, hereof.

B. Membership shall be established by the acquisition of fee title to a unit in any of the Condominium, or by acquisition of a fee ownership interest therein, by voluntary conveyance or operation of law, and the membership of any person or entity shall be automatically terminated when such person or entity is divested of all title or his entire fee ownership in such unit; provided, that nothing herein contained shall be construed as terminating the membership of any person or entity owning fee title to or a fee ownership interest in two or more units at any time while such person or entity shall retain fee title to or a fee ownership interest in any unit.

C. The interest of a member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner, except as an appurtenance to the unit(s) owned by such member. The funds and assets of the Association shall be expended, held or used only for the benefit of the membership and, for the purposes authorized herein, in the Declaration, and in the By-Laws.

D. On all matters on which the membership shall be entitled to vote, the votes

for each unit may be exercised or cast by the owner or owners of each unit in such manner as may be provided in the By-Laws hereafter adopted by the Association. Should any member own more than one (1) unit, such member shall be entitled to exercise or cast as many votes as he owns units, in the manner provided in the By-Laws to be adopted.

E. Until such time as the first parcel of real property within the Development Area, and the improvements now and/or to be constructed thereon, are submitted to the condominium form of ownership by recordation of a Declaration of Condominium therefor in the Public Records of Martin County, Florida, the membership of the Association shall be comprised of the subscribers to these Articles, each of whom shall be entitled to cast a vote on all matters upon which the membership would be entitled to vote.

V.

The Association shall have perpetual existence.

VI.

The principal office of the Association shall be located in Florida, but the Association may maintain offices and transact business in such places, within or without the State of Florida, as may from time to time be designated by the Board of Directors.

VII.

The affairs of the Association shall be managed by the President of the Association assisted by the Vice President(s), Secretary and Treasurer and, if any, the Assistant Secretaries and Assistant Treasurers, subject to the directions of the Board of Directors. The Board of Directors, or the President with the approval of the Board of Directors, may employ a managing agent, agency, and/or other managerial and supervisory personnel or entity to administer or assist in the administration of the operation and management of the Condominium and the affairs of the Association, and any and all such persons and/or entity or entities may be so employed without regard to whether any such person or entity is a member of the Association or a Director or officer of the Association, as the case may be.

VIII.

The number of members on the first Board of Directors, who shall serve until the first annual meeting of the Association following the recordation of the Declaration of Condominium shall be four (4). The number of members of succeeding Boards of Directors shall also be four (4), or as otherwise provided for from time to time by the By-Laws, and each Unit shall be entitled to appoint one (1) director. All members of all Boards of Directors shall be members of the Association or shall be authorized representatives, officers or employees of a corporate member of the Association.

(a) Not more than sixty (60) days after Unit Owners other than the Developer appoint a majority of the members of the Board of Directors, the Developer shall, within a reasonable time and in a manner to be provided in the By-Laws, relinquish control of the Association and shall deliver to the Association, at the Developer's expense, all property of the Unit Owners and of the Association held or controlled by the Developer.

IX.

The Board of Directors shall elect and may by majority vote separate or remove from office the President, Secretary, Treasurer, and as many Vice Presidents, Assistant Secretaries and Assistant Treasurers as the Board of Directors shall deem advisable from time to time. The President shall be elected from the membership of the Board of Directors, but no other officer need be a Director. The same person may hold two offices, the duties of which are not incompatible; provided, however, that the office of President and Vice President shall not be held by the same person, nor shall the office of President and Secretary or Assistant Secretary be held by the same person.

X.

The names and addresses of the members of the first Board of Directors, who, subject to the provisions of the laws of Florida, these Articles of Incorporation and the By-Laws, shall hold office until the first annual meeting of the Association after recordation of the first Declaration of Condominium in the Development Area, and thereafter until their successors are selected and have qualified, are as follows:

Robin Davis	1801 S. Kanner Hwy Stuart Fl 34994
Grace White	1805 S. Kanner Hwy Stuart Fl 34994
Frank Giampietro	1807 S. Kanner Hwy Stuart Fl 34994

XI.

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

Robin Davis 1801 S. Kanner Hwy Stuart Fl 34994

XII.

The officers of the Corporation, who shall hold office until their successors are elected pursuant to these Articles of Incorporation and the By-Laws, and have qualified, shall be the following:

President	Robin Davis 1801 S. Kanner Hwy Stuart Fl 34994
Vice President	Frank Giampietro 1807 S. Kanner Hwy Stuart Fl 34994
Secretary	Frank Giampietro 1807 S. Kanner Hwy Stuart Fl 34994
Treasurer	Robin Davis 1801 S. Kanner Hwy Stuart Fl 34994

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XIII.

The original By-Laws of the Association shall be adopted by the approval of a majority of the subscribers to these Articles of Incorporation at a meeting at which each of the subscribers are present, and, thereafter, the By-Laws may be amended, altered or rescinded only as set forth therein at a duly called and held meeting or as otherwise permitted by law according to the Bylaws, Chapter 718 or Chapter 617.

XIV.

Every Director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including attorney's fees, reasonably incurred by or imposed upon him in connection with any proceeding to which he may be a party, or in which he may become involved, by reason of his being or having been a Director or officer of the Association, whether or not he is a Director or officer at the time such expenses are incurred, except in such cases wherein the Director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that, in the event of any claim for reimbursement or indemnification hereunder based upon a settlement by the Director or officer seeking such reimbursement or indemnification, the indemnification herein shall apply only if the Board of Directors approves such settlement and reimbursement as being in the best interests of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or officer may be entitled.

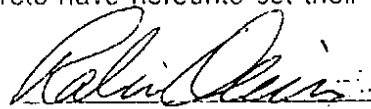
XV.

An amendment or amendments to these Articles of Incorporation may be proposed by the Board of Directors of the Association acting upon a vote of the majority of the Directors. Notwithstanding the foregoing provisions of this Article XV, no amendment to these Articles of Incorporation which shall abridge, amend or alter the right of Developer to designate and select members of the Board of Directors of the Association, as provided in Article VIII hereof, may be adopted or become effective without the prior written consent of Developer.

XVI.

J. Henry Cartwright, a member of good standing of the Florida Bar, is hereby designated as the registered agent of the Association, and 3461 SE Willoughby Blvd. is hereby designated as the registered office of the Association.

IN WITNESS WHEREOF, the subscribers hereto have hereunto set their hands and seals this 22 day of June, 2020.



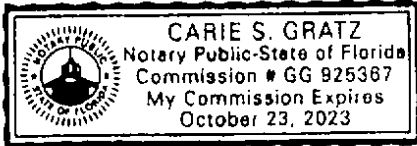
Trustee, Restated Kanner Trust  
Agreement dated May 2, 2002

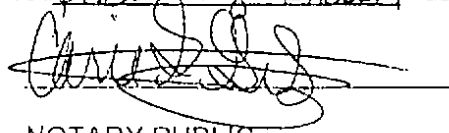
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COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this this 22 day of June 2020, by Robin S Davis as Trustee of the Restated Kanner Trust Agreement dated May 2, 2002, who is personally known to me, or who produced personally known as identification.



  
NOTARY PUBLIC

My Commission Expires: 10/23/2023

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EXHIBIT "A"

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent of Kanner Trust Commercial Condominium, Inc., I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Signed this 6<sup>th</sup> day of August 2020.

By: \_\_\_\_\_

J. Henry Cartwright, Registered Agent  
Fox McCluskey Bush Robison, PLLC  
3461 SE Willoughby Boulevard  
Stuart, Florida 34995

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