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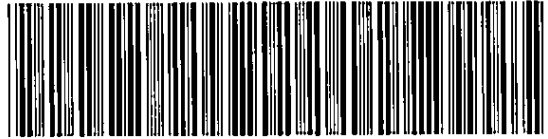
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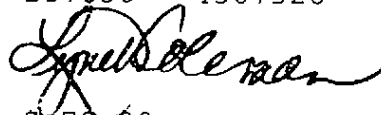
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TALLAHASSEE, FL

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 287630 4307326

AUTHORIZATION :



COST LIMIT : \$ 70.00

ORDER DATE : December 7, 2021

ORDER TIME : 10:33 AM

ORDER NO. : 287630-005

CUSTOMER NO: 4307326

DOMESTIC FILING

NAME: OLD NAPLES COMMERCIAL
CONDOMINIUM ASSOCIATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Eyliena Baker - EXT.

EXAMINER'S INITIALS: _____



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 8, 2021

CSC

RESUBMIT
Please give original
submission date as file date.

SUBJECT: OLD NAPLES COMMERCIAL CONDOMINIUM ASSOCIATION, INC.
Ref. Number: W21000156365

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

Correct the spelling of the Registered Agents name.

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.

Neysa Culligan
Regulatory Specialist III

Letter Number: 321A00029572

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SECRETARY OF STATE
TALLAHASSEE, FL

**ARTICLES OF INCORPORATION
OF
OLD NAPLES COMMERCIAL CONDOMINIUM ASSOCIATION, INC.**

THE UNDERSIGNED INCORPORATOR, being a natural person competent to contract, for the purpose of forming a Condominium Association not-for-profit under the laws of the State of Florida, does hereby adopt, subscribe and acknowledge the following Articles of Incorporation.

ARTICLE I. NAME; DEFINITIONS

The name of the Condominium Association shall be Old Naples Commercial Condominium Association, Inc. ("Association"). All capitalized terms contained in this instrument shall have the same defined meaning as contained in the Declaration of Condominium for Old Naples Commercial Condominium ("Declaration"), unless otherwise provided to the contrary.

ARTICLE II. PURPOSE AND POWERS

Section 1. Purpose. The purpose for which the Association is organized is to provide an entity for the operation and governance of Old Naples Commercial Condominium (the "Condominium"), located upon lands in Collier County, Florida, said property being described in the recorded Declaration. The Association shall not be operated for profit and shall make no distribution of income to its members, directors or officers.

Section 2. Powers. The Association shall have all of the common-law and statutory powers of a corporation not-for-profit which are not in conflict with the terms of these Articles. The Association shall have all of the powers and duties contemplated in the Declaration and the Act together with all of the powers and the duties reasonably necessary to operate the Condominium pursuant to the Declaration as it may be amended from time to time, and such other documents or agreements that may exist from time to time pertaining to the Condominium.

ARTICLE III. TERM

The term for which this Association shall exist shall be perpetual.

ARTICLE IV. INCORPORATOR

The name and address of the incorporator of this Condominium Association is as follows:

Charles A. Camalier, III
6500 Rock Spring Dr., Suite Five
Bethesda MD 20817-1165

ARTICLE V. OFFICERS

The officers of the Association shall be a President, Secretary and Treasurer and such other officers as the Board may from time to time determine. The officers of this Association shall be elected for a term of 1 year (unless otherwise provided in the Bylaws), and until a successor shall be elected and qualified, by the Board at their annual meeting and in accordance with the provisions provided therefor in the Bylaws.

The names of the persons who shall serve as the first officers are:

Charles A. Camalier, III - President
F. Davis Camalier - Vice President
M. Scott DeCain - Secretary

ARTICLE VI. DIRECTORS

The affairs of the Association shall be managed by a Board composed of not less than 3 directors. Until control of the Association is transferred to unit owners other than the Developer, Developer shall be entitled to designate non-member directors to the extent permitted by the Florida Condominium Act. The first Board shall be comprised of 3 persons who shall serve until their respective successors are elected (or designated) and qualified. The names and addresses of the members of the Board who shall serve as the first Directors are:

Charles A. Camalier, III - 6500 Rock Spring Dr., Suite Five, Bethesda, MD 20817-1165
F. Davis Camalier - 6500 Rock Spring Dr., Suite Five, Bethesda, MD 20817-1165
M. Scott DeCain - 6500 Rock Spring Dr., Suite Five, Bethesda, MD 20817-1165

Transfer of control of the Board shall occur on the earlier of (1) a triggering event under Section 718.301(1), Florida Statutes, or (2) such time as Developer, in its sole discretion, elects to transfer control.

ARTICLE VII. BYLAWS

The initial Bylaws shall be attached as an exhibit to the Declaration and shall be adopted by the first Board.

ARTICLE VIII. MEMBERS

Membership in the Association shall automatically consist of and be limited to all of the record owners of units in the Condominium. Transfer of Unit ownership, either voluntary or by operation of law, shall terminate membership in the Association and said membership is to become vested in the transferee. If Unit ownership is vested in more than one person then all of the persons so owning said Unit shall be members eligible to hold office, attend meetings, etc., but the owner(s) of each Unit shall only be entitled to one vote as a member of the Association. The manner of designating voting members and exercising voting rights shall be determined by the Bylaws.

ARTICLE IX. AMENDMENTS

Amendments to these Articles of Incorporation shall be made upon receiving the affirmative vote of Unit Owners holding 100% of the total eligible voting interests in the Association.

ARTICLE X. PRINCIPAL PLACE OF BUSINESS

The principal place of business of the Association shall be 6500 Rock Spring Dr., Suite Five, Bethesda, MD 20817-1165, or at such other place or places as may be designated from time to time.

ARTICLE XI. REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Condominium Association and the name of the initial registered agent at that address are:

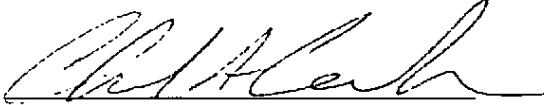
Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

ARTICLE XII. INDEMNIFICATION

The Association shall indemnify every director and every officer, their heirs, executors and administrators, against all loss, cost and expense reasonably incurred by him in connection with any action, suit or proceeding to which he may be made a party by reason of their being or having been a director or officer of the Association, including reasonable counsel fees, except as to matters wherein he shall be finally adjudged in such action, suit or proceedings to be liable for or guilty of gross negligence or willful misconduct. The foregoing rights shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the subscribing Incorporator has hereunto set his hand and seal and caused these Articles of Incorporation to be executed this 7th day of December, 2021.


Charles A. Camalier, III, Incorporator

STATE OF FLORIDA)

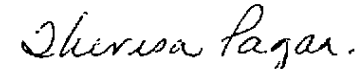
COUNTY OF COLLIER)

The foregoing instrument was acknowledged before me by means of ☒ physical presence or ☐ online notarization, this 7th day of December, 2021, by Charles A. Camalier, III, as Incorporator. He ☒ is personally known to me or ☐ has produced _____ as identification.

My Commission Expires: 2/26/24

(AFFIX NOTARY SEAL)




(Signature)

Name: THERESA PAGAN
(Legibly Printed)

Notary Public, State of FLORIDA
(Commission Number, if any) GG 933687

[Acceptance on Following Page]

ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

The undersigned, having been named as registered agent and to accept service of process for Old Naples Commercial Condominium Association, Inc., hereby accepts the appointment as registered agent and agrees to act in such capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of their duties and is familiar with and accepts the obligations of their position as registered agent.

Eylina Baker
Assistant Vice President

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SECRETARY OF STATE
TALLAHASSEE, FL

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