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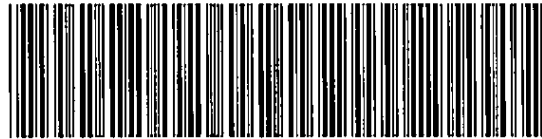
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INC

1. **JTB KERNAN EAST CONDOMINIUM ASSOCIATION, INC.**

(CORPORATE NAME AND DOCUMENT #)

2. _____
(CORPORATE NAME AND DOCUMENT #)

3. _____
(CORPORATE NAME AND DOCUMENT #)

4. _____
(CORPORATE NAME AND DOCUMENT #)

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(CORPORATE NAME AND DOCUMENT #)

**SPECIAL
INSTRUCTIONS:**

**ARTICLES OF INCORPORATION
OF
JTB KERNAN EAST
CONDOMINIUM ASSOCIATION, INC.
*a Florida Corporation Not-for-Profit***

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The undersigned hereby associate themselves for the purpose of forming a corporation not-for-profit pursuant to Chapter 617, Florida Statutes, and do hereby agree to adopt the following Articles of Incorporation:

ARTICLE I. NAME

The name of this corporation is JTB KERNAN EAST CONDOMINIUM ASSOCIATION, INC. (hereinafter referred to as the "Association").

ARTICLE II. PURPOSE

The purposes and object of the Association shall be to administer the operation and management of JTB KERNAN EAST, a commercial office condominium development (hereinafter "the Development"), to be established upon that certain real property located and situate in Duval County, Florida; to perform and carry out the acts and duties incident to the administration, operation and management of the Development in accordance with the terms, provisions and conditions set forth in these Articles of Incorporation, and in the Declaration of Covenants, Conditions and Restrictions for JTB KERNAN EAST (the "Declaration"), which shall be recorded in the current public records of Duval County, Florida; to operate, maintain and manage the Development's stormwater management system ("Stormwater Management System") in a manner consistent with the requirements and applicable rules of the St. Johns River Water Management District, relating to the regulation of stormwater management systems and the grant of environmental resource permits, as set forth in Chapter 40 C-42, Florida Administrative Code; and otherwise deal with such property, whether real or personal, as may be necessary or convenient in the administration of the Development.

The Association does not contemplate pecuniary gain or profit to the members thereof and shall undertake and perform all acts and duties incident to the operation and management preservation and architectural control of the Common Elements (as defined in the Declaration) of the Development in accordance with the terms, provisions, and conditions of these Articles of Incorporation, the Bylaws of the Association and the Declaration. All terms not otherwise defined herein shall have the meaning set forth in the Declaration.

ARTICLE III. POWERS

The Association shall have all of the powers and privileges granted to corporations not for profit under the laws of the State of Florida, as the same may be amended from time to time , and all powers reasonably necessary to implement the powers of the Association, which powers shall include, but are not limited to, the following:

A. Exercise all of the powers and privileges and perform all of the duties, and obligations of the Association under the Declaration;

B. Make and establish reasonable rules and regulations governing the use of the Unit and Stormwater Management System, as such terms are defined in the Declaration;

C. Own, hold, improve, build upon, maintain, operate, lease, sell, manage, transfer, dedicate for public use, and otherwise dispose of and deal with such real and personal property as may be necessary or convenient in connection with the affairs of the Association;

D. Tax, levy, collect and enforce payment by all lawful means all charges or assessments against members of the Association and the Units (as defined in the Declaration) to provide funds to pay the expenses of the Development, as provided for in the Declaration and the Bylaws, 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 Development, the Stormwater Management System and other property owned by the Association, which may be necessary or convenient in the operation and management of the Association Property and to pay all expenses, including office expenses, licenses, taxes, or governmental charges levied or imposed against the property of the Association, incident to the conduct of business of the Association, and to pay the cost of maintenance and operation of the Stormwater Management System (including work performed in the retention areas, drainage structures and drainage easements);

E. Maintain, repair, replace, operate and manage the Stormwater Management System and any property that the Association has the duty or right to maintain, repair, replace and operate under these Articles, the Declaration, the Bylaws or any other document governing the operation of the Association, including the right to reconstruct improvements after casualty and to further improve and add to any other property owned by the Association;

F. Contract for the management of the Association Property, the Stormwater Management System, and other property owned by the Association and, in connection therewith, to delegate any and/or all of the powers and duties of the Association to the extent and in the manner permitted by the Declaration and the Bylaws;

G. Enforce by legal action the provisions of these Articles, the Declaration, the Bylaws, and all rules and regulations governing the use of the Association Property, Units, and the Stormwater Management System, which may hereafter be established;

H. Purchase insurance upon the Association Property and any other property owned by the Association in order to protect the Association and its members.

ARTICLE IV. QUALIFICATION OF UNIT OWNERS

The qualifications of Unit Owners, manner of their admission to and termination of membership shall be as follows:

A. Each person or entity who is a record owner (hereinafter referred to as "Unit Owner" or collectively, as "Unit Owners") of a Unit in the Association Property shall be a member of the

Association ("Member"), and no other persons or entities shall be entitled to membership, except the subscribers hereof.

B. A person shall become a Member by the acquisition of a vested present interest in the fee title to a Unit. The membership of any person or entity shall be automatically terminated upon his being divested of his title or interest in a Unit in the Association Property.

C. Transfer of membership shall be recognized by the Association upon its being provided with a certified copy of the recorded deed conveying such fee simple title to a Unit to the new Member.

D. Each Unit in the Development shall be entitled to a vote equal to its Percentage Share of the Common Elements. If a corporation, partnership, joint venture or other entity is the fee simple title holder to a Unit, or the Unit is owned by more than one person, the Unit Owner shall designate one person as the Member entitled to cast votes and/or to approve or disapprove matters as may be required or provided for in these Articles, the Bylaws or the Declaration. The designation of voting Members shall be perfected in the manner provided in the Declaration.

E. Except as an appurtenance to a Unit, no Member may assign, hypothecate or transfer in any manner, his or her membership in the Association or his or her interest in the funds and assets of the Association. The funds and assets of the Association shall belong solely to the Association subject to the limitation that the same be expended, held or used for the benefit of the membership and for the purposes authorized herein, in the Declaration, and the Bylaws hereof.

F. Members shall be subject to all of the terms, conditions, restrictions and covenants contained in these Articles, the Declaration, and the Bylaws or as may hereinafter be adopted by the Association.

ARTICLE V. VOTING

The Members of the Association shall be the Unit Owners, and each Unit shall be entitled to a vote equal to such Unit's Percentage Share of the Common Elements. When more than one person holds an interest in any Unit, all such persons shall be Members. The vote for such Unit shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any Unit. The manner of exercising the voting rights shall be as set forth in the Bylaws.

ARTICLE VI. TERM OF EXISTENCE

Existence of this Association shall commence with the filing of these Articles with the Secretary of State, Tallahassee, Florida. The Association shall exist perpetually.

ARTICLE VII. OFFICE

The principal office and registered office of the Association shall be located at 10475 Centurion Parkway #201, Jacksonville, Florida 32256, or such other place as the Board of Directors may designate from time to time. The initial registered agent of the Association shall be Clarence H. Houston, Jr. or such other person as the Board of Directors may designate from time to time.

ARTICLE VIII. BOARD OF DIRECTORS

A. The business affairs of the Association shall be conducted by a Board of Directors, which shall consist of three (3) directors (the "Board of Directors" or alternatively the "Board").

B. The method of electing the Board of Directors shall be as set forth in the Bylaws.

C. The names and residence addresses of the persons who are to serve as the initial Board of Directors until their successors are chosen, are as follows:

<u>Director</u>	<u>Address</u>
Christopher Roberts	10475 Centurion Parkway #201 Jacksonville FL 32256
Predeep V.Kadambi	653 West 8 th Street LRC, 4th Floor Jacksonville, FL 32209
Steven Boron	10475 Centurion Parkway #201 Jacksonville, FL 32256

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ARTICLE IX. OFFICERS

A. The officers of the Association shall consist of a President, Secretary and Treasurer and such other officers as the Board may determine to elect, each of whom shall perform the duties of such offices customarily performed by like officers of corporations in the State of Florida subject to the directors of the Board of Directors.

B. Officers of the Association may be compensated in the manner to be provided in the Bylaws. 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 Property 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, Director or officer of the Association.

C. The persons who are to serve as officers of the Association until their successors are chosen are:

<u>Officer</u>	<u>Name</u>
President/Treasurer	Christopher Roberts
Vice President	Pradeep V. Kadambi
Vice President/Secretary	Steven Boron

D. 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, 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 any Assistant Secretary be held by same person. Officers shall be elected annually by the Board of Directors at their annual meeting as provided in the Bylaws. Any vacancies

in any office shall be filed by the Board of Directors at any meeting duly held.

ARTICLE X. BYLAWS

The Board of Directors shall adopt by a majority vote the Bylaws governing the conduct of the affairs of the Association. The Bylaws may be amended in accordance with the procedures set forth therein.

ARTICLE XI. AMENDMENT OF ARTICLES

These Articles of Incorporation may be amended as follows:

1. Amendments to the Articles of Incorporation shall be proposed by a majority of the Board of Directors.
2. The President, or Secretary in the absence of the President, shall thereupon call a special meeting of the Members for a date not sooner than twenty (20) days nor later than sixty (60) days from the date on which a majority of the Board of Directors proposed an amendment of the Articles of Incorporation. Each Member shall be given written notice of such meeting; stating the time and place of the meeting and reciting the proposed amendment or amendments in reasonably detailed form, which notice shall be mailed or presented personally to each Member not less than fourteen (14) days nor more than thirty (30) days before the date set for such meeting. Such notice shall be deemed properly given when deposited in the United States mail, addressed to the Member at his post office address as it appears on the records of the Association. At such meeting, the amendment or amendments proposed must be approved by an affirmative vote of at least a majority of the Members of each class entitled to vote and a majority vote of all Members entitled to vote in order for such amendment or amendments to become effective. If so approved, a certified copy of the said amendment or amendments shall be filed in the Office of the Secretary of State of the State of Florida.

ARTICLE XII. INDEMNITY

Every Director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including attorneys' 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 where the Director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided, that in the event any claim for reimbursement or indemnification hereunder is based upon a settlement by the Director or officer seeking such reimbursement or indemnification, the indemnification herein shall only apply 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.

ARTICLE XIII. NON-PROFIT STATUS

No part of the income of this corporation shall be distributed to the Members except upon dissolution or final liquidation and as permitted by the court having jurisdiction thereof.

ARTICLE XIV. RULES OF THE ST. JOHNS RIVER WATER
MANAGEMENT DISTRICT

Amendments to any documents which alter the Stormwater Management System beyond maintenance in its original condition must receive approval of the St. Johns River Water Management District prior to taking effect. In the event of termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the stormwater management system must be transferred to and accepted by an entity which would comply with the provisions of Section 40C - 42.027 Florida Administrative Code, and be approved by the St. Johns River Water Management District prior to such termination, dissolution or liquidation.

ARTICLE XV. SUBSCRIBERS

The name and address of the subscribing incorporator to these Articles are as follows:

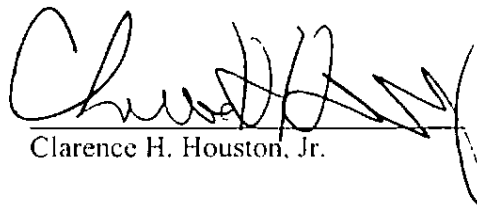
Name

Address

Clarence H. Houston, Jr.

590 Oak Street
Jacksonville, Florida 32204

IN WITNESS WHEREOF, I, the undersigned subscribing incorporator have hereunto set my hand and seal this 20 day of September, 2022, for the purpose of forming this corporation not for profit under the laws of the State of Florida.


Clarence H. Houston, Jr.

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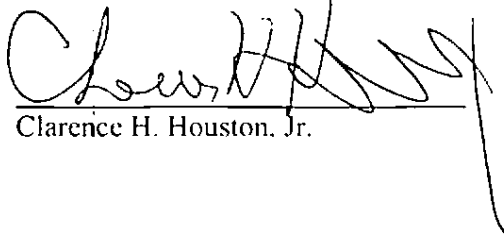
CERTIFICATE NAMING AGENT UPON WHOM DUE PROCESS
MAY BE SERVED

Pursuant to Section 48.091, Florida Statutes, the following certificate is submitted:

That JTB KERNAN EAST CONDOMINIUM ASSOCIATION, INC., a corporation not-for-profit duly organized and existing under the laws of the State of Florida, with its principal office, as indicated in the articles of incorporation at City of Jacksonville, County of Duval, State of Florida, has named Clarence H. Houston, Jr., located at 590 Oak Street, Jacksonville, Florida 32204 as its agent to accept service of process within this state.

Having been named to accept service of process for above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of the Florida Statutes relative to keeping open said office.

REGISTERED AGENT


Clarence H. Houston, Jr.

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