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FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 9, 2022

CORPORATION SERVICE COMPANY

RESUBMIT
Please give original
submission date as file date.

SUBJECT: CARDINAL CENTER COMMUNITY, INC.
Ref. Number: W22000151742

We have received your document for CARDINAL CENTER COMMUNITY, INC..
However, the document has not been filed and is being returned for the following:

The registered agent signature must also be an original signature.,

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

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

ACCOUNT NO. : I20000000195

REFERENCE : 186833 7199649

AUTHORIZATION :



COST LIMIT : \$ 70.00

ORDER DATE : December 7, 2022

ORDER TIME : 9:46 AM

ORDER NO. : 186833-005

CUSTOMER NO: 7199649

DOMESTIC FILING

NAME: CARDINAL CENTER COMMUNITY,
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: _____

**ARTICLES OF INCORPORATION
OF
CARDINAL CENTER COMMUNITY, INC.**
(A Not for Profit Corporation Organized
Under Chapter 617, Florida Statutes)

December 6, 2022

Pursuant to Chapter 617 of the Florida Statutes (the "Act"), the undersigned does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a not for profit corporation.

ARTICLE I
NAME

The name of this corporation shall be Cardinal Center Community, Inc. (hereinafter called the "Association").

ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and mailing address of the Association is c/o Cardinal System Holdings, LLC, 2925 Richmond Avenue, Suite 1600, Houston, Texas 77098.

ARTICLE III
INITIAL REGISTERED OFFICE AND AGENT

The street and mailing address of the Association's initial registered office is 1201 Hays Street, Tallahassee, FL 32301. The initial registered agent at that office is Corporation Service Company.

Having been named as registered agent to accept service of process for the Association at the place designated above, I am familiar with and accept the appointment as registered agent and agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

CORPORATION SERVICE COMPANY

By: Eylicna Baker

Name: 

Title: Assistant Vice President

ARTICLE IV
PURPOSE

The nature of the business to be transacted shall be to engage in any activity or business permitted under the laws of the United States and of this State, pursuant to the Act. The Association is organized for the purpose of providing an entity for the operation of a commercial development known as Cardinal Center Community, located in Hillsborough County, Florida.

The Association is organized and shall exist upon a non-stock basis as a non-profit corporation under the laws of the State of Florida, and no portion of any earnings of the Association shall be distributed or inure to the private benefit of any Member (as this term is defined below), Director (as this term is defined below) or officer of the Association. For the accomplishment of its purposes, the Association shall have all of the common law and statutory powers and duties of a corporation not for profit under Florida law, including those powers set forth in the Act, except as limited or modified by these Articles of Incorporation, the CARDINAL CENTER COMMUNITY MASTER COVENANT ("Covenant") or the bylaws of this Association ("Bylaws").

ARTICLE V
TERM

The Association shall exist perpetually, unless dissolved in accordance with the same procedures required to terminate the Covenant.

ARTICLE VI
BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of Directors (each director, a "Director"). The number of members of the Board of Directors shall not be less than three (3). The number of members of the Board of Directors may be increased or decreased from time to time in accordance with the Covenant and/or Bylaws of the Association, but shall never be less than three. The manner of election of members of the Board of Directors shall be regulated by the Bylaws of the Association. Bylaws of the Association may be adopted, made, altered or rescinded by the Directors at any regular meeting or any special meeting called for that purpose in accordance with the terms set forth in the Bylaws, so long as they are not inconsistent with the provision of these Articles of Incorporation.

The name and mailing address of the initial members of the Board of Directors, who, subject to the Bylaws of the Association shall hold office for the first year of existence of this Association until his or her successor is elected and has qualified, are:

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HILLSBOROUGH COUNTY, FLORIDA

NAME

ADDRESS

President: Troy D. Taylor

c/o Cardinal System Holdings, LLC
2925 Richmond Avenue, Suite 1600
Houston, Texas 77098

Vice President/Secretary: Sara-Ashley
Moreno

c/o Cardinal System Holdings, LLC
2925 Richmond Avenue, Suite 1600
Houston, Texas 77098

Treasurer: Jumana Aumir

c/o Cardinal System Holdings, LLC
2925 Richmond Avenue, Suite 1600
Houston, Texas 77098

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ARTICLE VII
MEMBERSHIP AND AMENDMENT

The Association shall have Members, as identified in the Covenant. The qualifications required for membership, and the manner in which Members shall be admitted to membership, shall be as stated in the Covenant of the Association.

Amendment to the Articles of Incorporation may be proposed by any Director at any regular or special business meeting of the Board of Directors at which a quorum (as defined in the Bylaws) is present and, if obtaining a two-thirds (2/3) vote of the Board of Directors present and voting at such meeting properly called and noticed as provided in the Bylaws, shall be submitted to a vote of the membership. If approved by a two-thirds (2/3) affirmative vote of the membership at a meeting of the Members properly called at which a quorum (as defined in the Bylaws) is present and noticed as provided in the Bylaws, such Amendment shall be forwarded to the Secretary of State of the State of Florida and filed and shall become effective upon issuance, by said officer, of a certificate reflecting same.

ARTICLE VIII
DISSOLUTION

Upon dissolution of the Association, other than incident to a merger or consolidation, after discharge of all corporate liabilities, the Members shall be entitled to share in the distribution of

any remaining assets or proceeds thereof, except to the extent the distribution represents net income or profit of the Association; in which case, such assets of the Association shall be distributed exclusively to an organization as the Association shall elect to be used for purposes similar to those for which this Association was created.

ARTICLE IX **INCORPORATOR**

The name and address of the incorporator of this Association are:

<u>Name</u>	<u>Address</u>
Colonnade Crosstown LLC, a Delaware limited liability company	2925 Richmond Avenue, Suite 1600, Houston, Texas 77098

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ARTICLE X **LIMITATION OF DIRECTOR LIABILITY**

To the fullest extent permitted under the Act and other applicable law, no Director shall be personally liable for monetary damages to any person for any statement, vote, decision, or failure to take action, regarding organizational management or policy by a Director, unless (i) the Director breached or failed to perform his or her duties as a Director, and (ii) the Director's breach or failure to perform his or her duties constitutes any of the following: (a) a violation of the criminal law, unless the Director had reasonable cause to believe his or her conduct was lawful or had no reasonable cause to believe his or her conduct was unlawful; (b) a transaction from which the Director derived an improper personal benefit; or (c) recklessness or an act or omission which was committed in bad faith or with malicious purpose or in a manner exhibiting wanton and willful disregard of human rights, safety, or property. If the Act is amended to authorize further elimination or limitation of the liability of Directors, then the liability of each Director of the Association shall be eliminated or limited to the fullest extent permitted by the Act, as amended. Neither the amendment or repeal of this Article, nor the adoption of any provision of these Articles of Incorporation inconsistent with this Article, shall eliminate or reduce the effect of this Article in respect of any acts or omissions occurring prior to such amendments, repeal or adoption of any inconsistent provision.

ARTICLE X **CONFLICT WITH COVENANT**

If there is any inconsistency between the terms of the Covenant and the terms of these Articles of Incorporation, as may be amended from time to time, the terms of the Covenant shall control.

IN WITNESS WHEREOF, the undersigned incorporator has executed this document as of the 6 day of December, 2022.

Colonnade Crosstown LLC, a Delaware
limited liability company

By: Sara-Ashley Moreno
Name: Sara-Ashley Moreno
Its: Secretary

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