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FLORIDA PROFIT/NON PROFIT CORPORATION
6910 MIDNIGHT PASS CONDOMINIUM ASSOCIATION, INC.

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**ARTICLES OF INCORPORATION OF
6910 MIDNIGHT PASS CONDOMINIUM ASSOCIATION, INC.**

The undersigned, being desirous of forming a corporation not for profit under the provisions of the statutes of the State of Florida, Chapter 617 and Chapter 718, states as follows.

ARTICLE I. NAME OF CORPORATION

The name of this corporation shall be the 6910 Midnight Pass Condominium Association, Inc., hereinafter referred to as the "Association". The initial mailing address and principal place of business of the corporation is 1144 Tallevast Road, Suite 109-110, Sarasota, Florida 34234, and may be changed from time to time as determined by the Board.

ARTICLE II. PURPOSE

This not for profit corporation is organized under the terms and provisions of Chapter 617 and Chapter 718, Florida Statutes (the "Condominium Act"), and is organized to provide the entity responsible for the operation of 6910 Midnight Pass Condominium, a Land Condominium (the "Condominium"), to be created pursuant to the Declaration of Condominium for the 6910 Midnight Pass Condominium, located in Sarasota County, Florida (the "County").

ARTICLE III. POWERS AND DUTIES

3.1 The Association shall have all of the common law and statutory powers of a corporation not for profit and all of the powers and duties set forth in said Condominium Act and the Declaration of Condominium of the 6910 Midnight Pass Condominium (the "Declaration") as amended from time to time, including but not limited to the following:

(a) The Association may enter into shared use and cost agreements, lease agreements and may acquire and enter into agreements acquiring leaseholds, memberships and other possessory or use interests, whether or not contiguous to the lands of the Condominium, intended to provide for the enjoyment, recreation or other use or benefit of the Members of the Association.

(b) To make and collect regular and special assessments against Members to defray the cost, expenses and losses of the Condominium and to make special assessments against Members for maintenance or repair which is the responsibility of the Association.

(c) To use the proceeds of assessments in the exercise of its powers and duties.

(d) To maintain, repair, replace and operate the Condominium Property and as otherwise provided in the Declaration, which shall include the right to access each Unit from time to time during reasonable hours and upon reasonable notice as may be

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necessary for such maintenance, repair or replacement of any of the Common Elements therein, if any, or accessible therein or therefrom or for making and emergency repairs therein, that may be necessary to prevent damage to the Common Elements, or to another Unit or Units, and to maintain and repair Units where authorized by the Declaration.

(e) To purchase insurance upon the Condominium Property and insurance for the protection of the Association and its Members as may be required by law. To purchase insurance (errors and omissions, fidelity bonds, etc.) for the directors and officers of the Association.

(f) To adopt and amend reasonable regulations respecting the use of the Units and Common Elements in the Condominium.

(g) To enforce by legal means the provisions of the Condominium Act, the Declaration of Condominium, these Articles, the Bylaws of the Association, and any rules and regulations for the use of the property in the Condominium.

(h) To levy fines for violations of approved Condominium rules and regulations, or violations of the provisions of the Declaration, these Articles or Bylaws.

(i) To amend the Governing Documents of the Association in accordance with the Condominium Act and the Governing Documents.

(j) To purchase a Unit or Units in the Condominium and to hold, lease, mortgage, improve and convey same.

(k) To obtain all required utility and other services for a Common Element, if any.

(l) To employ personnel for reasonable compensation to perform the services required for the proper carrying out of the Association responsibilities.

(m) To borrow funds as necessary and assign collateral to the fullest extent by law.

(n) To exercise such further authority as may be reasonably necessary to carry out each and every one of the obligations of the Association set forth in the Declaration, these Articles or the Bylaws, including any right or power reasonably to be inferred from the existence of any other right, power, duty, or obligation given to the Association, or reasonably necessary to effectuate its obligation under the Declaration.

ARTICLE IV. MEMBERSHIP

4.1 The members of the Association shall consist of all record owners of a fee simple interest in one or more Units in the Condominium, and as further provided in the Bylaws; after

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termination of the Condominium the members shall consist of those who are members at the time of such termination.

4.2 Change of membership shall be established by recording in the Public Records of Sarasota County, Florida, a deed or other instrument and by the delivery to the Association of a copy of such instrument.

4.3 The share of a member in the funds and assets of the Association cannot be assigned or transferred in any manner except as an appurtenance to the Unit.

4.4 The Owners of each Unit, collectively, shall be entitled to vote in Association matters as set forth in the Declaration of Condominium and Bylaws.

ARTICLE V. INCOME DISTRIBUTION

5.1 No part of the income of this corporation shall be distributable to its members, and there shall be no capital stock.

ARTICLE VI. TERM OF EXISTENCE

6.1 This corporation shall exist perpetually, commencing on the date these Articles are filed with the Florida Department of State, unless dissolved according to law.

ARTICLE VII. INITIAL REGISTERED OFFICE AND REGISTERED AGENT

7.1 The initial registered office of the corporation shall be at 802 11th Street West, Bradenton, Florida 34205, and the registered agent at such address shall be Blalock Walters, P.A..

ARTICLE VIII. DIRECTORS AND OFFICERS

8.1 The affairs of the Association will be administered by a Board of Directors consisting of the number of directors determined by the Bylaws, but not less than two (2) directors. Except for directors appointed by the Developer, all directors must be either members of the Association, relatives of a member, or a person having at least 25% ownership in an entity that is a member.

8.2 Directors shall serve until the next annual meeting or until their successors are chosen and qualified. Directors appointed by the Developer shall serve until changed by the Developer, replaced by the membership through election pursuant to the Condominium Act, or as otherwise may be required by law.

8.3 The names and addresses of the initial Board of Directors who have been selected by the Developer and who shall serve until their successors are elected and have qualified or until they resign or are removed, are as follows:

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<u>NAME</u>	<u>ADDRESS</u>
Anthony Martin	1144 Tallevast Rd, STE 109-110, Sarasota, FL 34243
John Hutchens	1144 Tallevast Rd, STE 109-110, Sarasota, FL 34243
Adam Mott	1144 Tallevast Rd, STE 109-110, Sarasota, FL 34243
Jennifer Mott	1144 Tallevast Rd, STE 109-110, Sarasota, FL 34243

8.4 The business of the Association shall be conducted by the officers as designated in the Bylaws. The officers shall be elected by the Board of Directors at its first meeting and shall serve at the pleasure of the Board.

8.5 The names and addresses of the initial Officers who have been selected by the Board of Directors and who shall serve until their successors are elected and have qualified or until they resign or are removed, are as follows:

<u>POSITION</u>	<u>NAME</u>	<u>ADDRESS</u>
President	Anthony Martin	1144 Tallevast Rd, STE 109-110, Sarasota, FL 34243
Vice Pres.	John Hutchens	1144 Tallevast Rd, STE 109-110, Sarasota, FL 34243
Secretary	Adam Mott	1144 Tallevast Rd, STE 109-110, Sarasota, FL 34243
Treasurer	Jennifer Mott	1144 Tallevast Rd, STE 109-110, Sarasota, FL 34243

8.6 Prior to turnover of control of the Association by the Developer, directors and officers need not be members of the Association. After turnover of control, qualifications of officers and directors shall be as set forth in the Bylaws.

ARTICLE IX. INDEMNIFICATION OF OFFICERS AND DIRECTORS

9.1 All Officers and Directors shall be indemnified by the Association against all expenses and liabilities, including legal counsel fees (including but not limited to appellate proceedings) reasonably incurred in connection with any proceeding or settlement thereof in which they may become involved by reason of holding such office, except when (i) the director or officer is adjudged guilty of willful and wanton misfeasance or malfeasance in the performance of his or her duties and/or (ii) any proceeding is brought by another director or officer against such director or officer relating to the performance of these duties and the director or officer bringing the action is the prevailing party in the same provided, that in the event of a settlement, the indemnification shall apply only when the Board approves the settlement as being in the best interest of the Association. The Association shall have the authority to purchase and maintain insurance on behalf of all officers and directors against any liability asserted against

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them or incurred by them in their capacity as officers and directors or arising out of their status as such. The premiums for such insurance shall be paid by the Unit Owners of the Association as part of the Common Expenses.

ARTICLE X. BYLAWS

10.1 The first Bylaws of the Association shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the Bylaws.

ARTICLE XI. INCORPORATOR

11.1 The name and street address of the incorporator to these Articles of Incorporation is as follows:

Name: Matthew Staggs, Esq., Blalock Walters, P.A.

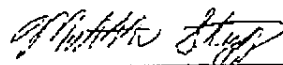
Address: 802 11th Street West, Bradenton, Florida, 34205

ARTICLE XII. AMENDMENTS

12.1 The Association reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation by the majority approval of all voting rights of all members of the Association and all rights conferred upon the members herein are granted subject to this reservation. While Developer, as defined in the Declaration, has the authority to appoint the majority of the Board of Directors, these Articles of Incorporation may be amended by the Board of Directors or the Developer.

12.2 A copy of each amendment shall be filed with the Secretary of State, pursuant to the requirements of Chapter 617, Florida Statutes, and a copy shall be recorded in the Public Records of the County where the Condominium is located.

IN WITNESS WHEREOF, I, the undersigned incorporator of these Articles of Incorporation have hereunto set my hand this 24th day of March, 2024. I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in documents to the Department of State constitutes a third degree felony as provided for in Section 817.155, *Florida Statutes*.



Matthew Staggs, Esq., Blalock Walters, P.A.

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ACCEPTANCE OF REGISTERED AGENT

The undersigned, Blalock Walters, P.A., having been named as registered agent to accept services of process for the above stated corporation at the place designated in this certificate, accepts the appointment as registered agent and agree to act in this capacity, including the duties and obligations imposed by Section 617.0503, Florida Statutes, relative to the proper and complete performance of such duties.

Dated this 21st day of March, 2024.

Blalock Walters, P.A.

By: 
Matthew Staggs, Firm Principal