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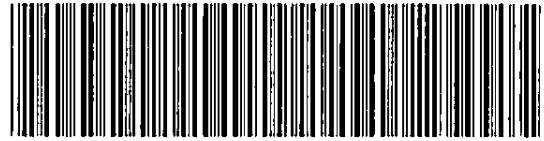
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FLORIDA

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T.S.H
4/12/24

COVER LETTER

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

SUBJECT: Building Owners 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: Charmaine Comprosky, Esq.
Name (Printed or typed)

2685 S.E. 7th Dr.
Address

Pompano Beach FL 33062
City, State & Zip

954-584-2608
Daytime Telephone number

law@comprosky.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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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
BUILDING G OWNERS ASSOCIATION, INC.
A Florida Not-For-Profit Corporation**

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FLORIDA

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ARTICLES OF INCORPORATION
OF
BUILDING G OWNERS ASSOCIATION, INC.
A Florida Not-For-Profit Corporation

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TALLAHASSEE, FLORIDA
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ARTICLES OF INCORPORATION

OF

**BUILDING G OWNERS ASSOCIATION, INC.
(A Florida corporation not for profit)**

The undersigned hereby executes these Articles of Incorporation for the purpose of forming a corporation not-for-profit under Chapter 617, Florida Statutes, and certifies the following:

**ARTICLE I
NAME**

The name of the corporation shall be **BUILDING G OWNERS ASSOCIATION INC.** hereinafter referred to as the "Association," or "Corporation", and its duration shall be perpetual.

**ARTICLE II
PURPOSE**

In accordance with the provisions of Chapter 718, Florida Statutes, BUILDING G OWNERS ASSOCIATION, INC. (hereinafter "Association"), is organized for the purpose of operating, governing, administering and managing the property and affairs of Unit G of Headway Condominium, a commercial condominium, according to that Declaration of Condominium (the "Declaration") which was recorded June 22, 2004 in Official Records Book 37996, at Page 1080 as amended by that certain First Amendment to Declaration of Condominium of Headway Condominium recorded June 29, 2004 in Official Records Book 37759 at Page 207 and as further amended by that certain Second Amendment to Declaration of Condominium of Headway Condominium recorded January 3, 2006 in Official Records Book 41199, at Page 1232, and that certain Third Amendment to Declaration of Condominium recorded March 11, 2006 in Official Records Book 41549, at Page 1240 and all subsequent amendments, all of the Public Records of Broward County, Florida (collectively the "Declaration of Condominium"), and to exercise all powers and discharge all responsibilities granted to it as a corporation under the laws of the State of Florida; these Articles of Incorporation, the By-Laws of the Corporation, the Declaration and the Condominium Act, and to acquire, hold, convey and otherwise deal in and with real and personal property in the capacity of a condominium association.

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**ARTICLE III
POWERS**

The powers of the Association shall include and be governed by the following provisions:

Section 1. Common Law and Statutory Powers. The Association shall have all of the (i) common law and statutory powers of a corporation not-for-profit which are not in conflict with the terms of these Articles and the Declaration, (ii) powers conferred by the Condominium Act upon a condominium association, and (iii) powers set forth in the Declaration which are lawful.

Section 2. Necessary Powers. The Association shall have all of the powers reasonably necessary to implement its purpose, including but not limited to, the following:

A. To operate and manage the Association and condominium property in accordance with the purpose and intent contained in the Declaration; and.

B. To make and collect assessments against members, to defray the costs of the Association, and to refund common surplus to members; and,

C. To use the proceeds of assessments in the exercise of its powers and duties; and,

D. To maintain, repair, and replace the condominium property; and,

E. To reconstruct improvements upon the condominium property after casualty and to further improve the property;

F. To make and amend By-Laws for the Association, as well as rules and regulations respecting the use and appearance of the condominium property; and,

G. To pay all taxes and other assessments which are liens against the common elements;

H. To enforce by legal means the provisions of the Declaration, these Articles, the By-Laws and the regulations for the use of the condominium property;

I. To provide for the management and maintenance of the condominium property and to authorize a management agent if necessary to assist the Association in carrying out its powers and duties by performing such functions as the collection of assessments, preparation of records, enforcement of rules and maintenance of the common elements. The Association shall, however, retain at all times the powers and duties granted to it by the Condominium Act which are non-delegable, including but not limited to, the making of assessments, promulgation of rules, and execution of contracts on behalf of the Association; and,

J. To buy or lease both real and personal property for condominium use, and to sell or otherwise dispose of property so acquired; and,

K. To purchase insurance for the condominium property and the protection of the Association and its members as unit owners, pursuant to the provisions of the Declaration of Condominium; and,

L. To possess, enjoy and exercise all powers necessary to implement, enforce, and carry into effect the powers above described, including the power to acquire, hold, convey, and deal in real and personal property.

Section 3. Funds and Title to Properties. All funds and title to all properties acquired by the Association and the proceeds thereof shall be held only for the benefit of the members in accordance with the provisions of the condominium documents. No part of the income, if any, of the Association shall be distributed to the members, directors, or officers of the Association.

Section 4. Limitations. The powers of the Association shall be subject to, and be exercised in accordance with the provisions hereof and of the Declaration, the By-Laws and the Act, provided that in the event of conflict, the provisions of the Act shall control over those of the Declaration and By-Laws.

ARTICLE IV MEMBERSHIP

Section 1. Qualifications for Membership. All of the following unit owners : Units G-101, G-102, G-103, G-104, G-105, G-106, G-107, G-108, G-109, G-110, G-111, G-112, G-113, and G-114 of Unit G of Headway Condominium, a commercial condominium, according to that Declaration of Condominium (the "Declaration") which was recorded June 22, 2004 in Official Records, Book 37696, at Page 1080 as amended by that certain First Amendment to Declaration of Condominium of Headway Condominium recorded June 29, 2004 in Official Records Book 37759, at Page 207 and as further amended by that certain Second Amendment to Declaration of Condominium of Headway Condominium recorded January 3, 2006 in Official Records Book 41199, at Page 1232, all of the Public Records of Broward County, Florida (collectively, the Declaration of Condominium") and all subsequent amendments, shall automatically be members of the Association, and their membership shall automatically terminate when they are no longer owners of a unit.

Section 2. Voting. A member of the Association shall be entitled to one (1) vote. Collectively all unit owners will be entitled to one (1) vote in Headway Condominium Association, Inc. The exact number of votes to be cast by owners of a unit and the manner of exercising voting rights shall be determined by the By-Laws of the Association.

Section 3. Restriction. The share of a member in the funds and assets of the Association shall not be assigned, hypothecated, or transferred in any manner except as an appurtenance to his/her unit.

ARTICLE V OFFICERS

Subject to the direction of the Board of Directors, the affairs of the Association shall be administered by the officers designated in the By-Laws, who shall serve at the pleasure of the Board of Directors. The names and titles of the officers who shall serve until removed or until the first election at the first annual meeting of the Board of Directors are as follows:

Name	Title
DANIEL GUENNI	PRESIDENT
GIANCARLO CUFFIA	VICE PRESIDENT
DIALYS GUEVARA	SECRETARY

ARTICLE VI BOARD OF DIRECTORS

Section 1. The affairs and property of this Association shall be managed and governed by a Board of Directors composed of not less than three (3), not more than five (5) directors. The first Board of Directors shall have three (3) members, and the number of Directors on subsequent Boards will be determined from time to time in accordance with the provisions of the By-Laws of the Association.

Section 2. Directors shall be elected by the voting members in accordance with the Bylaws at regular annual meetings of the membership of the Association, or as otherwise provided in, and in the manner set out, in the By-Laws. Subject to the By-Laws, Directors shall be elected to serve for a term of two (2) years. In the event of a vacancy, the remaining Director(s) shall appoint a replacement to serve the balance of the term.

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FLORIDA
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Section 3. All Officers shall be elected by the Board of Directors in accordance with the By-Laws at regular, annual meetings of the Board of Directors, to be held immediately following the annual meetings of the membership or as otherwise provided in the By-Laws. The Board of Directors shall elect a President, Vice President, Secretary-Treasurer, and such other Officers as it shall deem desirable consistent with the By-Laws. The President shall be elected from among the Board of Directors; no other officer need be a Director.

Section 4. The following persons shall constitute the first Board of Directors, and shall hold office and serve until removed or until their successors are elected at the first annual meeting of the member:

NAME	ADDRESS
Daniel Guenni	5500 Island State Drive #1504N Aventura, FL 33160
Giancarlo Guffia	401 N. Birch Road TH7 Fort Lauderdale, FL 33304
Dialys Guevara	9185 SW 153 rd Avenue Miami, FL 33196

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TALLAHASSEE, FLORIDA
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ARTICLE VII
BY-LAWS

- a. The By-Laws of the Association shall be adopted by the first Board of Directors. The By-Laws may be altered, amended, or rescinded only at duly called meetings of the members, in the manner provided in the By-Laws.
- b. The By-Laws of this corporation shall be for the government of the corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of the corporation, provided they are not inconsistent with the provisions of law of the state of Florida or of the United States.

ARTICLE VIII
INDEMNIFICATION OF OFFICERS AND DIRECTORS

Every Director and every Officer of the Corporation shall be indemnified by the Corporation against all expenses and liability, including attorney's fees, reasonably incurred by or imposed upon him/her 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 at the time such expenses are incurred, except in such cases wherein the Director or Officer is adjudged guilty of misfeasance in the performance of his duties; provided that, in the event of any claim for reimbursement or indemnification, the indemnification herein shall apply only if the Board of Directors approves such settlement and reimbursement as being in the interests of the Corporation. Such approval shall be made by a majority vote of a quorum consisting of Directors who were not parties to such proceedings. 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 IX
TRANSACTIONS IN WHICH DIRECTORS OR OFFICERS ARE INTERESTED

Section 1. No contract or transaction between the Association and one or more of its Directors or Officers, or between the Association and any other corporation, partnership, association, trust or other organization in which one or more of its Directors or Officers are Directors or Officers, or have a financial interest, shall be invalid, void, or voidable solely for the reason that such relationship exists, or solely because the Director or Officer is present at or participates in the meeting of the Board or Committee thereof which authorized the contract or transaction, or solely because said interested Officers or Director's vote is counted for such Purpose. No Director or Officer of the Association shall incur liability solely by reason of the fact that said Director or Officer may be interested in any such contract or transaction.

Section 2. Interested Officers and Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee which authorized the contract or transaction.

**ARTICLE X
INCORPORATOR**

The name and address of the incorporator of the Association is

<u>Name</u>	<u>Address</u>
Daniel Guenni	7715 NW 46 th Street Doral, FL 33166

**ARTICLE XI
AMENDMENTS**

These Articles of Incorporation of the Association may be amended, altered or rescinded as provided in the Florida Not For Profit Corporation Act.

**ARTICLE XII
REGISTERED AGENT AND REGISTERED OFFICE**

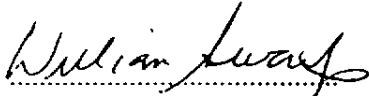
The name of the initial registered agent shall be Charmaine J. Comprosky, Esq. and the street address of the initial registered office of this Corporation in the State of Florida shall be the Law Office of Charmaine J. Comprosky, P.A., 2685 SE 7th Drive, Pompano Beach, FL 33062 and the registered email address is law@comprosky.com. The board of Directors may from time to time move the registered office or the registered email address to any other address in Florida.

**ARTICLE XIII
PRINCIPAL OFFICE**

The principal office of the Corporation shall be located at 7715 NW 46th Street, Doral, FL 33166. The mailing address of the corporation shall be the same.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation at Broward County, Florida this 14 day of March 2024

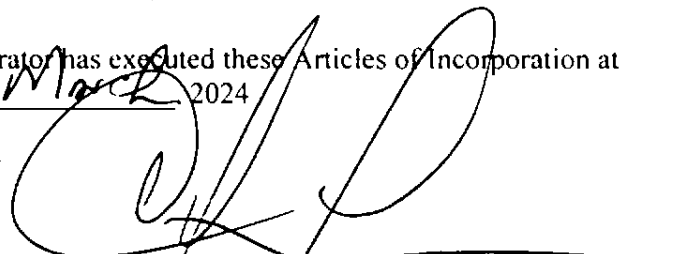
Signed, sealed and delivered in the presence of:


Signature of Witness

WILLIAM SWARTZ

Printed Name of Witness:

Address: 1431 SOUTH OCEAN BLVD
HOUSE 26 PALM CLUB
POMPANO BEACH, FL
33062


Daniel Guenni, Incorporator
By Charmaine Comprosky, his attorney in fact

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FLORIDA
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Monica A. Kellington
Signature of Witness

Monica A. Kellington

Printed Name of Witness:

Address: 2645 SE 7 Dr
Pompana Bch FL 33062

STATE OF FLORIDA
COUNTY OF BROWARD

THE FOREGOING DOCUMENT, was acknowledged before me by means of [] physical presence or [] online notarization by Charmaine Comprosky as attorney-in-fact for Daniel Guenni who is ~~personally known~~ to me or who has produced _____ as identification and who did take an oath on March 14th, 2024.

WITNESS my hand and official seal in the County and State, last aforesaid this 14th day of March, 2024.

(Seal)

Monica A. Kellington

Notary Public

Typed Name:

Commission No.

My Commission Expires:



MONICA A. KELLINGTON
Commission # MH 036774
Expires November 7, 2024
Sealed Thru Budget Notary Services

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SECRETARY OF STATE
FLORIDA

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

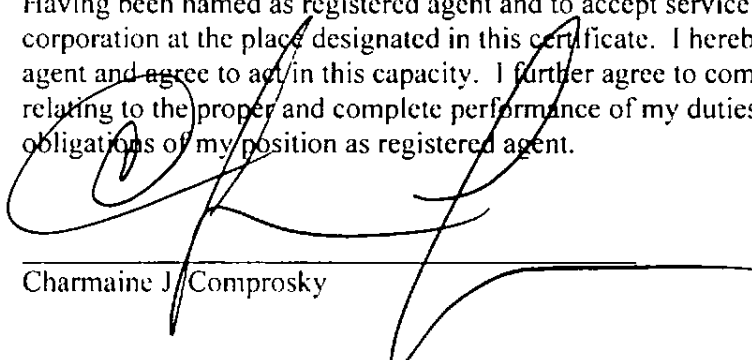
1. The name of the corporation is:

Building G Owners Association, Inc.

2. The name, address and email address of the registered agent and office is:

**Charmaine J. Comprosky
Law Office of Charmaine J. Comprosky, P.A.
2685 SE 7th Drive
Pompano Beach, FL 33062
Email: law@comprosky.com**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate. 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Charmaine J. Comprosky

3 - 14 - 2024
Date

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MAR 20 2024
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