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FLORIDA PROFIT/NON PROFIT CORPORATION  
276 NE 78TH STREET CONDOMINIUM ASSOCIATION, INC.

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## ARTICLES OF INCORPORATION

OF

276 NE 78TH STREET CONDOMINIUM ASSOCIATION, INC.

A Corporation Not For Profit

In order to form a corporation under the Laws of Florida for the formation of corporations not for profit, we, the undersigned, hereby associate ourselves into a corporation (the "Condominium Association") for the purposes and with the powers herein specified; and to that end we do, by these Articles of Incorporation, set forth:

### ARTICLE I.

The name and principal address of the corporation shall be:

276 NE 78TH STREET CONDOMINIUM ASSOCIATION, INC.  
16499 NE 19<sup>th</sup> Avenue, Suite 212  
North Miami, Florida 33162

### ARTICLE II.

The purposes and objects of the Condominium Association shall be to administer the operation and management of 276 NE 78TH STREET CONDOMINIUM (the "Condominium"), to be established as a condominium in accordance with the Florida Condominium Act (the "Act") upon land situated in Miami-Dade County, Florida (the "Land"), described on Exhibit A attached hereto and made a part hereof, and to perform the acts and duties incident to operation and management of the Condominium in accordance with the provisions of these Articles of Incorporation, the Bylaws of the Condominium Association which will be adopted (the "Bylaws"), and the Declaration of Condominium of the Condominium (the "Declaration"), which will be recorded in the Public Records of Miami-Dade County, Florida, if, as and when the Land, and the improvements constructed thereon, are submitted to the condominium form of ownership; and to own, operate, encumber, lease, manage, sell, convey, exchange, and otherwise deal with the Land, the improvements and such other property, real and/or personal, as may be or become part of the Condominium (the "Condominium Property") to the extent necessary or convenient in the administration of the Condominium. The Condominium Association shall be conducted as a non-profit organization for the benefit of its members.

### ARTICLE III.

The Condominium Association shall have the following powers:

A. All of the powers and privileges granted to corporations not for profit under the laws pursuant to which this corporation is chartered.

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B. All of the powers reasonably necessary to implement and effectuate the purposes of the Condominium Association, including, without limitation, the power, authority and right to:

1. Make and establish reasonable rules and regulations governing use of the Units and Common Elements in and of the Condominium, as such terms are defined in the Declaration.

2. Levy and collect assessments against members of the Condominium Association to defray the Common Expenses of the Condominium, as provided 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 Condominium Property, including the Units, which may be necessary or convenient in the operation and management of the Condominium and in accomplishing the purposes set forth in the Declaration.

3. Maintain, repair, replace, operate and manage the Condominium Property, including the right to reconstruct improvements after casualty and further to improve and add to the Condominium Property.

4. Contract for the management of the Condominium and, in connection therewith, to delegate powers and duties of the Condominium Association to the extent and in the manner permitted by the Declaration, the Bylaws and the Act.

5. Enforce the provisions of these Articles of Incorporation, the Declaration, the Bylaws, and all rules and regulations governing use of the Condominium which may from time to time be established.

6. Exercise, undertake and accomplish all of the rights, duties and obligations which may be granted to or imposed upon the Condominium Association in the Declaration and the Act.

#### ARTICLE IV.

The qualification of members, the manner of their admission to and termination of membership, and voting by members shall be as follows:

A. The record Owners (as defined in the Declaration) of all Units in the Condominium from time to time shall be members of the Condominium Association, and no other persons or entities shall be entitled to membership, except as provided for in Paragraph E, Article IV hereof.

B. Membership shall be established by the acquisition of fee title to a Unit in the Condominium, or by acquisition of a fee ownership interest therein, by voluntary conveyance or operation of law, and the membership of any person or entity shall be automatically terminated

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when such person or entity is divested of all title or ownership in such Unit; provided, that nothing herein contained shall be construed as terminating the membership of any person or entity owning fee title to or a fee ownership interest in two or more Units at any time while such person or entity shall retain fee title to or a fee ownership interest in any Unit.

C. The interest of a member in the funds and assets of the Condominium Association cannot be assigned, hypothecated, transferred or encumbered in any manner, except as an appurtenance to the Unit(s) owned by such member. The funds and assets of the Condominium Association shall be expended, held or used only for the benefit of the membership and for the purposes authorized herein, in the Declaration, and in the Bylaws.

D. On all matters on which the membership shall be entitled to vote, there shall be one, and only one, vote for each Unit in the Condominium, which vote maybe exercised or cast by the Owner(s) of each Unit as will be provided for in the Bylaws. Should any member own more than one Unit, such member shall be entitled to exercise or cast one (1) vote for each such Unit owned, in the manner provided by the Bylaws.

E. Until such time as the Condominium is established by recordation of a declaration of condominium therefor in the Public Records of Miami-Dade County, Florida, the membership of the Condominium Association shall be comprised of the subscribers to these Articles, each of whom shall be entitled to cast a vote on all matters upon which the membership would be entitled to vote.

#### ARTICLE V.

The Condominium Association shall have perpetual existence.

#### ARTICLE VI.

The principal office of the Condominium Association shall be located in Florida, but the Condominium Association may maintain offices and transact business in such places, within or without the State of Florida, as may from time to time be designated by the Board of Directors.

#### ARTICLE VII.

The affairs of the Condominium Association shall be managed by the Board of Directors composed of two (2) persons in accordance with the Association's Bylaws. 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 and the affairs of the Condominium Association, and any and all such person(s) and/or entity(ies) may be so employed without regard to whether any such person or entity is a member of the Condominium Association or a Director or officer of the Condominium Association, as the case may be.

#### ARTICLE VIII.

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#### ARTICLE IX.

The Board of Directors shall appoint the President, Vice President, Secretary and Treasurer. The same person may hold two offices, the duties of which are not incompatible; 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 Assistant Secretary be held by the same person.

#### ARTICLE X.

The names and addresses of the members of the first Board of Directors, who, subject to the provisions of the laws of Florida, these Articles of Incorporation and the Bylaws, shall hold office until the first annual meeting of the Condominium Association after recordation of the Declaration of Condominium, and thereafter until their successors are selected and have qualified, are as follows:

<u>Name</u>	<u>Address</u>
Isaac Simhon	16499 NE 19 <sup>th</sup> Avenue, Suite 212, North Miami, FL 33162
Rose Simhon	16499 NE 19 <sup>th</sup> Avenue, Suite 212, North Miami, FL 33162

#### ARTICLE XI.

The names and addresses of the incorporator of the Corporation is:

<u>Name</u>	<u>Address</u>
Isaac Simhon	16499 NE 19 <sup>th</sup> Avenue, Suite 212, North Miami, FL 33162

#### ARTICLE XII.

The officers of the Condominium Association, who shall hold office until their successors are elected pursuant to these Articles of Incorporation and the Bylaws, and have qualified, shall be the following:

President/Treasurer	Isaac Simhon
Vice President/Secretary	Rose Simhon

#### ARTICLE XIII.

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The original Bylaws of the Condominium Association shall be adopted by the approval of a majority of the subscribers to these Articles of Incorporation at a meeting at which each of the subscribers are present, and, thereafter, the Bylaws may be amended, altered or rescinded only by affirmative vote of all of the votes entitled to be cast by members of the Condominium Association at a duly called and held meeting thereof.

#### ARTICLE XIV.

Every Director and every officer of the Condominium Association shall be indemnified to the maximum extent allowed by law by the Condominium Association against all expenses and liabilities, including attorneys' and legal assistants' 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 Condominium Association, whether or not he is a Director or officer at the time such expenses are incurred, except in such cases wherein the Director or officer is adjudged guilty of willful misfeasance, malfeasance or nonfeasance in the performance of his duties; provided that, in the event of any claim for reimbursement or indemnification hereunder based upon a settlement by the Director or officer seeking such reimbursement or indemnification, the indemnification herein shall apply only if the Board of Directors approves such settlement and reimbursement as being in the best interests of the Condominium Association. Such approval shall not be unreasonably withheld, delayed or conditioned. 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 XV.

An amendment or amendments to these Articles of Incorporation may be proposed by the one of the Board of Directors or Members of the Condominium Association. Upon any amendment or amendments to these Articles of Incorporation being proposed by the Board of Directors or members, such proposed amendment or amendments shall be transmitted to the President of the Condominium Association, or the acting chief executive officer in the absence of the President, who shall thereupon call a special meeting of the members of the Condominium Association for a date not sooner than fourteen (14) days or later than sixty (60) days from the receipt by him of the proposed amendment or amendments, and it shall be the duty of the Secretary to give each member 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 given in the same manner as notice of the call of a special meeting of the members as the procedure for giving such notice is described in the Bylaws; provided, that proposed amendments to these Articles of Incorporation may be considered and voted upon at annual meetings of the members. If mailed, such notice shall be deemed to be 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 Condominium Association, with postage thereon prepaid. Any member may, by written waiver of notice signed by such member, waive such notice, and such waiver when filed in the records of the Condominium Association, whether before, during or after

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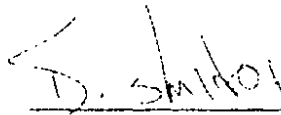
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the holding of the meeting, shall be deemed equivalent to the giving of such notice to such member. At such meeting, the amendment or amendments proposed shall not be amended or altered, in whole or in part, without the prior approval by all of the Unit Owners. Thereupon, such amendment or amendments of these Articles of Incorporation shall be transcribed and certified in such form as may be necessary to file the same in the office of the Secretary of State of the State of Florida. A certified copy of each such amendment of these Articles of Incorporation shall be recorded in the Public Records of Miami-Dade County, Florida, within thirty (30) days from the date on which the same is filed in the office of the Secretary of State.

## ARTICLE XVI.

Stephen Hoffman is hereby designated as the registered agent of the Condominium Association, and 2426 East Las Olas Boulevard, Fort Lauderdale, Florida 33301 is hereby designated as the registered office of the Condominium Association.

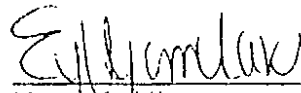
IN WITNESS WHEREOF, the incorporators hereto have hereunto set their hands and seals this 15 day of July, 2024.



Isaac Simhon, Incorporator

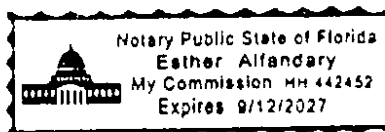
STATE OF FLORIDA           )  
  )SS.:  
COUNTY OF MIAMI-DADE    )

BEFORE ME, the undersigned authority, by means of physical presence [☒] or remote notarization [☐] personally appeared Isaac Simhon, who, being by me first duly sworn on oath, acknowledged that he executed the foregoing Articles of Incorporation for the purposes therein expressed, this 15 day of July, 2024; and he is personally known to me.

  
 Notary Public  
 State of Florida at Large

My commission expires:    [Notarial Seal]

9/12/2027



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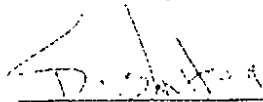
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## CERTIFICATE DESIGNATING REGISTERED AGENT

## AND REGISTERED OFFICE

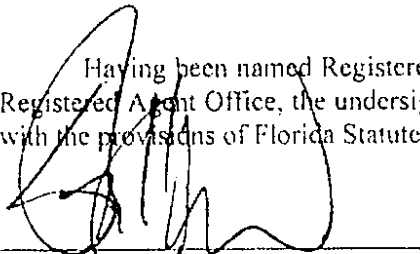
In compliance with Florida Statutes Sections 48.091 and 617.0501, the following is submitted:

276 NE 78th Street Condominium Association, Inc., desiring to organize as a corporation not for profit under the laws of the State of Florida, has designated 2426 East Las Olas Boulevard, Fort Lauderdale, Florida 33301, as its initial Registered Agent Office and has named Stephen Hoffman, located at said address, as its initial Registered Agent.



Isaac Simhon, Incorporator

Having been named Registered Agent for the above stated corporation, at the designated Registered Agent Office, the undersigned hereby accepts said appointment and agrees to comply with the provisions of Florida Statutes Section 48.091 relative to keeping open said office.



Stephen Hoffman  
Registered Agent

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