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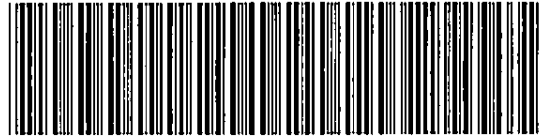
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STEARNS WEAVER MILLER
WEISSLER ALHADEFF & SITTERSON, P.A.

Debra Barrett
106 East College Avenue, Suite 700
Tallahassee, FL 32301
Direct: (850) 354-7607
Email: dbarrett@stearnsweaver.com

December 18, 2024

Department of State
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, Florida 32303

Re: Gateway Drainage POA, Inc

To Whom This May Concern:

Attached please find enclosed check no 128 in the amount of \$87.50. We kindly request that you file the enclosed Articles of Incorporations for Gateway Drainage POA, Inc., and provide us with a certified copy of the filing.

If you have any questions of concerns, please do not hesitate to give me a call.

Respectfully,



Debra Barrett, Paralegal
For The Firm

1.
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ARTICLES OF INCORPORATION
FOR
GATEWAY DRAINAGE POA, INC.
(A Florida Corporation Not-For-Profit)

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CLERK OF CIRCUIT COURT
MIAMI-DADE COUNTY, FLORIDA

ARTICLE I
NAME

The name of this not-for-profit corporation shall be GATEWAY DRAINAGE POA, INC., a Florida corporation not-for-profit (the “**Association**”). The principal office and mailing address of the Association shall be 1 North Wacker Drive, Suite 4200, Chicago, IL 60606, or at such other place as may be designated from time to time by the Board of Directors.

ARTICLE II
PURPOSE

The general nature, objective and purpose of the Association is to provide for the operation and maintenance of the Stormwater Management System serving the property described on **Exhibit “A”** attached, as more particularly described in that certain Declaration of Covenants, Restrictions and Easement to be recorded in the Public Records of Miami-Dade County, Florida (the “**Declaration**”) (Capitalized terms used in these Articles of Incorporation and not otherwise defined herein shall have the meanings given them in the Declaration).

ARTICLE III
GENERAL POWERS

The Association shall have all of the powers provided for in Chapter 617 of the Florida Statutes, as amended from time to time, together with all other powers conferred by the Declaration, these Articles and/or the Bylaws. The Association shall have all the

powers of a non-profit corporation organized under the laws of the State of Florida, subject only to such limitations upon the exercise of such powers as are expressly set forth in these Articles of Incorporation, the Bylaws, or the Declaration. The Association shall have the power to do any and all lawful things which may be authorized, assigned, required or permitted to be done by the Declaration, these Articles of Incorporation and the Bylaws, and to do and perform any and all acts which may be necessary or proper for, or incidental to, the exercise of any of the duties or powers of the Association for the benefit of the Owners and for the maintenance, administration, and improvement of the Storm Water Management System.

ARTICLE IV MEMBERS

A person or entity shall become a Member of the Association in accordance with the terms of the Declaration. Membership shall continue until such time as the Member transfers or conveys the interest of record or the interest is transferred and conveyed by operation of law. Each vote in the Association must be cast as a single vote, and fractional votes shall not be allowed. In the event that joint or multiple Owners are unable to agree among themselves as to how their vote or votes shall be cast, they shall lose their right to vote on the matter in question. If any Owner or Owners cast a vote on behalf of a particular Parcel, it shall thereafter be conclusively presumed for all purposes that he/she was, or they were, acting with the authority and consent of all other Owners thereof. In the event more than the appropriate number of votes are cast for a particular Parcel, none of said votes shall be counted and said votes shall be deemed void.

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**ARTICLE V
VOTING INTERESTS AND ASSESSMENTS**

1. Each Owner shall be entitled to one vote for each Parcel of Property it owns.
2. The Association will obtain funds with which to operate, by assessment of its Members in accordance with the provisions of the Declaration, as supplemented by the provisions of the Articles and Bylaws of the Association relating thereto.

**ARTICLE VI
BOARD OF DIRECTORS**

1. The affairs of the Association shall be managed by a Board of Directors consisting of no less than three (3) Directors. Election and removal of Directors shall be as provided in the Bylaws.
2. The names and addresses of the initial members of the first Board of Directors who shall hold office until their successors are elected or appointed or have qualified are:

Brad Kluever	1 North Wacker Drive, Suite 4200, Chicago, IL 60606
Vincent Griffith	1 North Wacker Drive, Suite 4200, Chicago, IL 60606
Benjamin Wallert III	1 North Wacker Drive, Suite 4200, Chicago, IL 60606
Zulay Chi	1 North Wacker Drive, Suite 4200, Chicago, IL 60606

**ARTICLE VII
OFFICERS**

The officers of the Association shall be a President, a Vice President, a Secretary and a Treasurer, and such other officers as the Board of Directors may from time to time, by resolution, create. Any two (2) or more offices may be held by the same person. Officers shall be elected for one (1) year terms in accordance with the procedure set forth in the Bylaws.

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The names and addresses of the officers for the Association are:

<u>NAME</u>	<u>OFFICER</u>	
Brad Kluever	President	1 North Wacker Drive, Suite 4200, Chicago, IL 60606
Zulay Chi	Vice President	1 North Wacker Drive, Suite 4200, Chicago, IL 60606
Vincent Griffith	Secretary	1 North Wacker Drive, Suite 4200, Chicago, IL 60606
Benjamin Wallert III	Treasurer	1 North Wacker Drive, Suite 4200, Chicago, IL 60606

ARTICLE VIII CORPORATE EXISTENCE

The Association shall have perpetual existence; however, if the Association is dissolved, the property consisting of the surface water management system shall be conveyed to an appropriate agency of local government and if not accepted thereby, then it must be conveyed to a similar non-profit corporation.

ARTICLE IX INDEMNIFICATION OF OFFICERS, DIRECTORS AND COMMITTEE MEMBERS

1. The Association hereby indemnifies each and every Director, officer or Association committee member made a party to or threatened to be made a party to any threatened, pending or completed action, suit or proceeding:

2. Whether civil, criminal, administrative or investigative, other than one by or in the right of the Association to procure a judgment in its favor, brought to impose a liability or penalty on such person for an act alleged to have been committed by such person in his capacity as Director, officer or committee member, or in his capacity as Director, officer, employee or agent of any corporation, partnership, joint venture, trust or other enterprise which he served at the request of the Association, against judgments, fines, amounts paid in settlement and reasonable expenses, including attorneys' fees, actually and

necessarily incurred as a result of such action, suit or proceeding or any appeal therein, if such person acted in good faith in the reasonable belief that such action was in the best interests of the Association, and in criminal actions or proceedings, without reasonable ground for belief that such action was unlawful. The termination of any such action, suit or proceeding by judgment, order, settlement, conviction or upon a plea of nolo contendere or its equivalent shall not in itself create a presumption that any such Director, officer or committee member did not act in good faith and in the reasonable belief that such action was unlawful; and

3. By or in the right of the Association to procure a judgment in its favor by reason of his being or having been a Director, officer or committee member for the Association, or by reason of his being or having been a Director, officer, employee or agent of any corporation, partnership, joint venture, trust or other enterprise which he served at the request of the Association, against the reasonable expenses, including attorneys' fees, actually and necessarily incurred by him in connection with the defense or settlement of such action, or in connection with an appeal therein, if such person acted in good faith and in the reasonable belief that such action was in the best interests of the Association. Such person shall not be entitled to indemnification in relation to matters as to which such person has been adjudged to have been guilty of gross negligence or willful misconduct in the performance of his duty to the Association unless and only to the extent that the court, administrative agency or investigative body before which such action, suit or proceeding is held shall determine upon application that, despite the adjudication of liability but in view of all circumstances of the case, such person is fairly and reasonably entitled to

indemnification for such expenses which such tribunal shall deem proper.

4. The Board of Directors shall determine whether amounts for which a Director, officer or committee member seeks indemnification were properly incurred and whether such Director or officer acted in good faith and in a manner he reasonably believed to be in the best interests of the Association, and whether, with respect to any criminal action or proceeding, he had no reasonable ground for belief that such action was unlawful. Such determination shall be made by the Board of Directors by a majority vote of a quorum consisting of Directors who were not parties to such action, suit or proceeding; except in the instance that the Board of Directors consists of three members in which event only one Director would then be required to make such indemnification determinations.

5. The foregoing rights of indemnification shall not be deemed to limit in any way the powers of the Association to indemnify under applicable law.

ARTICLE X BYLAWS

The Board of Directors shall adopt Bylaws consistent with these Articles of Incorporation and the Declaration.

ARTICLE XI AMENDMENT TO ARTICLES OF INCORPORATION

Except as otherwise required by applicable law, these Articles of Incorporation may be altered, amended or repealed.

ARTICLE XII INCORPORATOR

The name and address of the incorporator is as follows:

Brad Kluever
922 East Las Olas Boulevard
Fort Lauderdale, FL 33301

**ARTICLE XIII
REGISTERED AGENT**

The registered office of the Association shall be:

First Industrial, L.P.
922 East Las Olas Boulevard
Fort Lauderdale, FL 33301

The registered agent at said address shall be: Brad Kluever

IN WITNESS WHEREOF, the said subscriber has hereunto set his hand this

11 day of December 2024.

BY: 

BRAD KLUEVER
Incorporator

ACCEPTANCE OF REGISTERED OFFICE / REGISTERED AGENT

Having been designated to accept service of process for the above-stated Corporation at the place set forth hereinabove, BRAD KLUEVER, hereby accepts such appointment and agrees to act in such capacity and to comply with all provisions of Section 617.0503 of the Florida Statutes. The undersigned is familiar with, and accepts the obligations of that position.

BY: 

BRAD KLUEVER
Registered Agent