

LAWRENCE J. MEYER, P.A.

ATTORNEY AT LAW

125 NORTH 46TH AVENUE  
HOLLYWOOD, FLORIDA 33021

LAWRENCE J. MEYER

June 21, 1995

TELEPHONE (305) 921-1000  
MIAMI (305) 944-1492  
FAX (305) 966-7905

N95000003273

000001521950  
-06/23/95--01062--012  
\*\*\*\*122.50 \*\*\*\*122.50

Corporate Records Bureau  
Division of Corporations  
Department of State  
P. O. Box 6327  
Tallahassee, Florida 32301

RE: BROTHERS II CONDOMINIUM ASSOCIATION,  
INC., (non-profit)

Gentlemen:

Relative to the above, enclosed please find original and one copy of Articles of Incorporation, together with our trust account check payable to your order in the sum of \$122.50.

Kindly issue the Charter and forward same to this office at your earliest convenience.

Thank you for your kind cooperation.

Respectfully yours,

LAWRENCE J. MEYER

LJM:jr  
Encs.

W95-13017

22965

FILED  
95 JUL 11 2:11:43

JUL 11 1995



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

June 26, 1995

LAWRENCE J. MEYER, P.A.  
125 NORTH 46TH AVENUE  
HOLLYWOOD, FL 33021

SUBJECT: BROTHERS II CONDOMINIUM ASSOCIATION, INC.  
Ref. Number: W95000013017

We have received your document for BROTHERS II CONDOMINIUM ASSOCIATION, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6925.

Brenda Baker  
Corporate Specialist

Letter Number: 595A00031293

FILED  
95 JUL 11 AM 11:43  
RECEIVED  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

BROTHERS II CONDOMINIUM ASSOCIATION, INC.

---

The undersigned hereby associate themselves for the purpose of forming a corporation not for profit under Chapter 617, Florida Statutes, and certifying as follows:

ARTICLE I - NAME

The name of the corporation shall be BROTHERS II CONDOMINIUM ASSOCIATION, INC., and for convenience, the corporation shall herein be referred to as the "Association".

ARTICLE II - PURPOSE

The purpose of the Association and for which it is organized is stated as follows:

1. A condominium known as BROTHERS TWO CONDOMINIUM, a Condominium, located at 5955 - 5995 N. W. 82nd Avenue, Dade County, Florida, legally described as follows:

Lot 1 and the West 30.00 feet of Lot 2, in Block 2, as one, of MANUFACTURERS INDUSTRIAL PARK, according to the Plat thereof, as recorded in Plat Book 100, at Page 37 of the Public Records of Dade County, Florida,

hereinafter referred to as the "Property".

2. The documents creating the condominium provide for the ownership, operation, management, maintenance and use of two (2) separate warehouse facilities within the property, together with parking spaces for said Warehouse Units, and certain other improvements. This Association is organized for the purpose of providing a convenient means of administering the Warehouse Condominium by the owners thereof.

3. The Association shall make no distribution of income to its members, directors or officers.

ARTICLE III - POWERS

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

1. The Association shall have all of the common law and statutory powers of a corporation not for profit under the

Laws of Florida which are not in conflict with the terms of these Articles.

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

- a) to make and collect assessments against members to defray the costs of the condominium;
- b) to use the proceeds of assessments in the exercise of its powers and duties;
- c) the maintenance, repair, replacement and operation of the condominium property;
- d) the reconstruction of improvements after casualty and the further improvements of the property;
- e) to make and amend regulations respecting the use of the property in the condominium;
- f) to approve or disapprove of proposed purchasers, lessees, and mortgagees of Warehouse Units;
- g) to enforce by legal means the provisions of the condominium documents, these Articles, the By-Laws of the Association and the regulations for the use of the property in the condominium;
- h) to contract for the management of the condominium and to delegate to such contractor all powers and duties of the Association, except such as are specifically required by the condominium documents to have approval of the Board of Directors or the membership of the Association.

3. All funds and the titles of all properties acquired by the Association and the proceeds thereof shall be held only for the benefit of the members in accordance with provisions of the condominium documents.

4. The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the Declaration of Condominium which governs the use of the property.

5. The Association shall maintain accounting records according to good accounting practices which shall be open to inspection by Warehouse Unit Owners at reasonable times. Such records shall include:

- a) a record of all receipts and expenditures;
- b) an account for each Warehouse Unit which shall designate the name and address of the Warehouse Unit Owner, the amount of each assessment, the dates and amounts in which the assessment comes due, the amounts paid upon the account, and the balance due.

#### ARTICLE IV - MEMBERS

The qualifications of members, the manner of their admission and voting by members shall be as follows:

1. The owners of the Warehouse Units in the condominium

shall be members of the Association, and no other persons or entities shall be entitled to membership.

2. Membership in the Association shall be established by the recording in the Public Records of Dade County, Florida, of a deed or other instrument establishing a change of record title to a Warehouse Unit in the condominium and the delivery to the Association of a certified copy of such instrument, the new owner designated by such instrument thereby becoming a member of the Association. The membership of the prior owner shall be thereby terminated.

3. The share of a member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner except as an appurtenance to the Warehouse Units in the condominium.

4. A member of the Association shall be entitled to one vote for each Warehouse Unit owned by said member except as otherwise specifically stated in the Declaration of Condominium. Voting rights will be exercised in the manner provided by the By-Laws of the Association.

#### ARTICLE V - DIRECTORS

1. The affairs of the Association will be managed by a Board of not less than three (3) nor more than four (4) directors as shall be determined by the By-Laws, and in the absence of such determination, shall consist of four (4) directors.

2. Directors of the Association shall be appointed or elected at the annual meeting of the members in the manner determined by the By-Laws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the By-Laws.

3. The names and addresses of the members of the first Board of Directors who shall hold office until their successors are elected and have qualified or until removed, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
STANLEY A. GINSBERG	5955 N. W. 82 Avenue Miami, Florida 33166
DAVID E. GINSBERG	5955 N. W. 82 Avenue Miami, Florida 33166
ALAN W. GINSBERG	5975 N. W. 82 Avenue Miami, Florida 33166
DANIEL R. GINSBERG	5975 N. W. 82 Avenue Miami, Florida 33166

#### ARTICLE VI - OFFICERS

The affairs of the Association shall be administered by officers elected by the Board of Directors at its first meeting following the annual meeting of the members of the Association, which officers shall serve at the pleasure of the Board of Directors. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
STANLEY A. GINSBERG	President	5955 N. W. 82 Avenue Miami, Florida 33166
DAVID E. GINSBERG	Vice-President	5955 N. W. 82 Avenue Miami, Florida 33166

ALAN W. GINSBERG

Vice-President

5975 N. W. 83 Avenue  
Miami, Florida 33166

DANIEL R. GINSBERG

Secretary/Treasurer

5975 N. W. 82 Avenue  
Miami, Florida 33166

ARTICLE VII - INITIAL REGISTERED/PRINCIPAL OFFICE  
ADDRESS AND NAME OF REGISTERED AGENT

The initial Registered/Principal Office of this Corporation shall be at 5955 N. W. 82 Avenue, Miami, Florida 33166, with the privilege of having its office and branch offices at other places within or without the State of Florida. The initial Registered Agent at that address shall be STANLEY A. GINSBERG.

ARTICLE VIII - INDEMNIFICATION

Every director, every officer and the registered agent of the Association shall be indemnified by the Association against all expenses and liabilities including counsel fees and appellate counsel fees reasonably incurred by or imposed by 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, officer or registered agent of the Association, or any settlement thereof, whether or not he is a director, officer or registered agent at the time such expenses are incurred, except in such cases wherein the director, officer or registered agent is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interests of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director, officer or registered agent may be entitled.

ARTICLE IX - BY-LAWS

The By-Laws of the Association shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the By-Laws.

ARTICLE X - AMENDMENTS

Amendments to the Articles of Incorporation shall be proposed and adopted in the following manner:

1. Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is considered.
2. A resolution approving a proposed amendment may be proposed by either the Board of Directors or by a member, or by the members of the Association, and after being proposed and approved by one of such bodies, it must be approved by the other. Such approvals must be by one hundred (100%) percent of the members of the Association. Directors and members not present at the meeting considering the amendment may express their approval in writing.
3. A copy of each amendment shall be certified by the Secretary of State and recorded in the Public Records of Dade County, Florida.

ARTICLE XI - TERM

The term of the Association shall be the life of the condominium unless the Association is terminated sooner in accordance with the Declaration. The Association shall be terminated by the termination of the condominium in accordance with the provisions of the condominium documents.

ARTICLE XII - SUBSCRIBERS

The names and addresses of the subscribers to these Articles of Incorporation are as follows:

NAME

ADDRESS

STANLEY A. GINSBERG


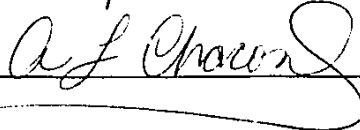
5955 N. W. 82 Avenue  
Miami, Florida 33166



DANIEL R. GINSBERG

5975 N. W. 82 Avenue  
Miami, Florida 33166

IN WITNESS WHEREOF, the subscribers have hereunto affixed their signatures this 19 day of June, 1995.

Signed, sealed and delivered  
in the presence of:

 (SEAL)  
STANLEY A. GINSBERG  
 (SEAL)  
DANIEL R. GINSBERG

AS TO BOTH PARTIES

STATE OF FLORIDA     )  
                              ) SS  
COUNTY OF DADE     )

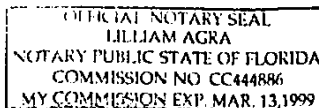
BEFORE ME, the undersigned authority, personally appeared  
STANLEY A. GINSBERG and DANIEL R. GINSBERG, who, after being  
sworn, acknowledged that they executed the foregoing Articles  
of Incorporation, for the purposes therein expressed on the  
19 day of June, 1995.

Personally known to me  
or

Produced N/A  
as identification

NOTARY PUBLIC  
State of Florida at Large

My commission expires:



DATE 6-19-95



APPLICATION  
FOR  
REINSTATEMENT

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM



FLORIDA DEPARTMENT OF STATE

Sandra B. Morham  
Secretary of State

DIVISION OF CORPORATIONS

APPROVED  
AND  
FILED

DOCUMENT # N95000003273

96 OCT -9 PM 3:53

BROTHERS II CONDOMINIUM ASSOCIATION, INC.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Principal Place of Business

5955 -5995 NW 82ND AVE  
MIAMI FL 33166

Mailing Address

5955 -5995 NW 82ND AVE  
MIAMI FL 33166



If above addresses are incorrect in any way, line through incorrect information and enter correction below

2 New Principal Office Address, If Applicable

3 New Mailing Office Address, If Applicable

2000001980602--3

10/18/96--01101--016

4 Date incorporated or first organized to do business in Florida 07/11/1995

5 FEI Number

Applied For  
☒ Not Applicable

6

CERTIFICATE OF STATUS DESIRED ☐

\$8.75 Additional Fee required  
for a Certificate of Status

7 Names and Street Addresses of Each Officer and/or Director (Florida nonprofit corporations must list at least 3 directors)

1 (Titles)	2 Name of Officers and/or Directors	3 Street Address of Each Officer and/or Director (Do NOT Use Post Office Box Numbers)	4 City / State / Zip
DP	GINSBERG, STANLEY A	5955 -5995 NW 82ND AVE	MIAMI FL 33166
DV	GINSBERG, DAVID E	5955 -5995 NW 82ND AVE	MIAMI FL 33166
DV	GINSBERG, ALAN W	5955 -5995 NW 82ND AVE	MIAMI FL 33166
DST	GINSBERG, DANIEL R	5955 -5995 NW 82ND AVE	MIAMI FL 33166

8. Name and Address of Current Registered Agent

GINSBERG, STANLEY A  
5955 -5995 NW 82ND AVE  
MIAMI FL 33166

9. Name and Address of New Registered Agent

Name

Street Address (P O Box Number is Not Acceptable)

Suite, Apt # Etc

City

State  
FL

Zip Code

10. I am being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 637.0505, F.S.

Signature of  
Registered Agent

REGISTERED AGENT MUST SIGN

Date

9/17/96

11. Does this corporation pay any intangible tax to the  
Dept. of Revenue under S. 199.032, Florida Statutes. Yes ☐ No ☒

(See other side for information  
on intangible tax)

12. I certify that I am an officer or director or the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing this reinstatement application, the reason for dissolution has been eliminated, the corporate name satisfies the requirements of section 607.0401 or 617.0401, F.S. that all fees owed by the corporation have been paid and the names of individuals listed on this form do not qualify for an exemption under section 119.07(3)(b), F.S. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath.

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

9/17/96

Date

(305) 592-9211

Daytime Phone #