

TRANSMITTAL LETTER

N97000007033

December 4, 1997

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

SUBJECT: VILLAGES OF MULGOBA CONDOMINIUM ASSOCIATION, INC.
(proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and our check for \$122.50.

The enclosed check covers the Filing Fee, Designation of Registered Agent, and Certified Copy.

FROM: ORESTES MARRERO
6995 W. 7TH AVENUE
HIALEAH, FL 33012
(305) 362-0298

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-12/17/97 -01101-011
***122.50 ***122.50

Please return certified copies, in the enclosed Express Mail prepaid self addressed envelope to the above address, as soon as possible.

Thank You!

97 DEC 17 AM 11:33

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

RP
12-18-97

ARTICLES OF INCORPORATION

OF

VILLAGES OF MULGOBA CONDOMINIUM ASSOCIATION, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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WE, the undersigned, for the purpose of forming a corporation not for profit in accordance with the laws of the State of Florida, acknowledge and file these Articles of Incorporation in the Office of the Secretary of State of Florida.

ARTICLE I
NAME

The name of this corporation shall be VILLAGES OF MULGOBA CONDOMINIUM ASSOCIATION, INC. For convenience, the corporation shall herein be referred to as "the Association".

ARTICLE II
PURPOSES AND POWERS

The purposes for which the Association is formed are as follows:

A. To operate and manage Villages of Mulgoba Condominium, located at 6995 West 7th Avenue, Hialeah, Florida and to undertake the performance of, and carry out the acts and duties incident to the operation and management of, said Condominium in accordance with the terms, provisions, conditions and authorizations contained in these Articles, the Association's Bylaws and the Declaration of Condominium which will be recorded among the Public Records of Dade County; and to own, operate, lease, sell and trade property, whether real or personal, as may be necessary or convenient in the administration of the Condominium.

B. To carry out the duties and obligations and receive the benefits given the Association by the Declaration of Condominium of Villages of Mulgoba Condominium.

C. To establish Bylaws and Rules and Regulations for the operation of the Association and to provide for the formal administration of the Association; to enforce the Condominium Act of the State of Florida, the Declaration of Condominium, these Articles, and the Bylaws and Rules and Regulations of the Association.

D. To contract for the administration, management and maintenance of the Condominium property and to authorize an administration company or management agent to assist the Association in carrying out its powers and duties by performing such functions as the submission of proposals, collection of assessments, preparation of records, enforcement of rules and maintenance, repair and replacement of the common elements with funds as shall be and its officers shall, however, retain at all times the powers and duties granted by the Condominium documents and the Condominium Act, including but not limited to the making of assessments, promulgation of rules and execution of contracts on behalf of the Association.

E. The Association shall have all of the common law and statutory powers of a corporation not for profit which are not in conflict with the terms of these Articles, the Declaration of Condominium, the Bylaws of the Condominium Act. The Association shall also have all the powers of Condominium Association under and pursuant to the Condominium Association under and pursuant to the Condominium Act of the State of Florida, and shall have all of the powers reasonably necessary to implement the purposes of the Association. There shall be no dividend paid to any of the members of the Association, nor shall any part of the income of the Corporation be distributed to its board of directors or officers.

ARTICLE III
MEMBERS

SECTION 1. Each Unit owner in the Condominium shall automatically be a member of the Association. His/Her membership will commence upon his acquiring title to a Unit and shall end upon his/ her no longer owning the Unit. Membership certificates are not required and will not be issued.

SECTION 2. The voting rights of the members of the Association shall be as provided in Section 5 of the Declaration of Condominium.

SECTION 3. The share of a member of the Association in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner except as an appurtenance to his/her Unit.

ARTICLE IV
EXISTENCE

The Association shall have perpetual existence.

ARTICLE V
SUBSCRIBERS

The names and addresses of the subscribers are as follows:

<u>NAME</u>	<u>RESIDENCE</u>
ORESTES MARRERO	6995 W. 7TH AVENUE HIALEAH, FL 33012
ENRIQUE GIL	6955 W. 7TH AVENUE HIALEAH, FL 33012
DAYSIE. ROMERO	6979 W. 7TH AVENUE HIALEAH, FL 33012

ARTICLE VI
DIRECTORS

SECTION 1. The affairs and property of the Association shall be managed and governed by a Board of Directors composed of no more than four (4) members.

SECTION 2. The Directors to be elected, the manner of their election, and their respective terms shall be as set forth in the Association's Bylaws.

SECTION 3. All officers shall be elected by the Board of Directors in accordance with the Bylaws at the regular annual meeting of the Board of Directors to be held immediately following the annual meeting of the membership. The Board of Directors shall elect from among the members a President, Secretary, Treasurer and such other officers as it shall deem desirable and consistent with the Association's Bylaws. The President and Secretary shall be elected from among the membership of the Board of Directors, but no other officer need be a Director.

ARTICLE VII **OFFICERS**

Subject to the direction of the Board of Directors, the affairs of the Association shall be administered by the officers of the Association, all of whom shall be elected annually by the Board and who shall serve at its pleasure. The names and addresses of the Officers who shall serve until the first election of Officers is held pursuant to the provisions of the Bylaws are as follows:

<u>NAME</u>	<u>ADDRESS</u>
ORESTES MARRERO - President / Treasurer	6995 W. 7TH AVENUE HIALEAH, FL 33012
ENRIQUE GIL - Vice President / Treasurer	6955 W. 7TH AVENUE HIALEAH, FL 33012
DAYSIE E. ROMERO - Secretary / Treasurer	6979 W. 7TH AVENUE HIALEAH, FL 33012

ARTICLE VIII **INITIAL BOARD OF DIRECTORS**

The following persons shall constitute the initial board of Directors, and they shall hold office for the term in accordance with the provisions of Article II of the Association's Bylaws:

<u>NAME</u>	<u>ADDRESS</u>
ORESTES MARRERO	6995 W. 7TH AVENUE HIALEAH, FL 33012
ENRIQUE GIL	6955 W. 7TH AVENUE HIALEAH, FL 33012
DAYSIE E. ROMERO	6979 W. 7TH AVENUE HIALEAH, FL 33012

ARTICLE IX **BYLAWS**

The Bylaws of the Association shall be adopted by the first Board of Directors and attached to the Declaration of Condominium to be filed in the Public Records of Dade County, Florida, which Bylaws may be altered, amended or rescinded in accordance with the Bylaws at any duly called meeting of the members of the Association.

ARTICLE X
AMENDMENTS

Proposals for the alteration amendment or rescission of these Articles of Incorporation which do not conflict with the Condominium Act or Declaration of Condominium may be made by a majority of the Board of Directors or a majority of the voting members. Such proposal shall set forth the proposed alteration, amendment or rescission, shall be in writing, filed by the Board of Directors or a majority of members, and delivered to the President, who shall thereupon call a special meeting of the Association not less than ten (10) days nor later than sixty (60) days from receipt of the proposed amendment, the notice for which shall be given in the manner provided in the Bylaws. An alternative vote of Fifty-one (51%) percent of the votes of members of the Association shall be required for adoption of the requested alteration, amendment or rescission.

ARTICLE XI
INDEMNIFICATION


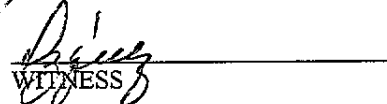
Every Director and every Officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees reasonably incurred by or imposed upon him/her in connection with any proceeding or any settlement thereof, to which he/she may be a part, or in which he may become involved by reason of his/her being or having been a director or officer of the Association, whether or not he/she is a Director or Officer at the time of such expenses are incurred, except in such cases wherein the Director or Officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement, the aforesaid right of indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being in 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 or officer may be entitled. The Board of Directors may purchase liability insurance to insure all Directors or Officers, past or present against all expenses and liabilities as set forth above. The premium for such insurance shall be paid by the Unit owners as a part of the Common Expenses.

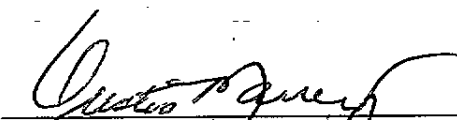
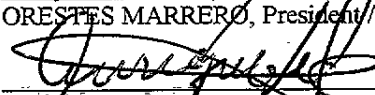
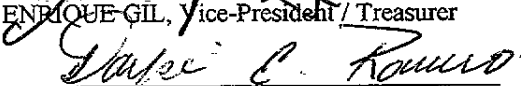
ARTICLE XII
ADDRESS

The principal office of the corporation shall be located at 6995 W. 7th Avenue, Hialeah, Florida, but the corporation may maintain offices and transact business in such other places within or without the State of Florida as may from time to time be designated by the Board of Directors.

IN WITNESS WHEREOF, we have hereunto set our hands and seals at Miami, Dade County, Florida, this 15th day of DECEMBER, 1997.

Signed, sealed and delivered in the presence of:


WITNESS

WITNESS


ORESTES MARRERO, President / Treasurer

ENRIQUE GIL, Vice-President / Treasurer

DAYSI E. ROMERO, Secretary / Treasurer

STATE OF FLORIDA }
COUNTY OF DADE }

I HEREBY CERTIFY, that on this day personally appeared before me, the undersigned authority, ORESTES MARRERO, ENRIQUE GIL and DAYSIE E. ROMERO personally known to me (or proved to me on the basis of satisfactory evidence) to be the persons whose names are subscribed to the within instrument described in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal in the Dade County, State of Florida, this 15th day of DECEMBER, 1997.

My Commission Expires: 3/16/99

Mitsouko Frias
NOTARY PUBLIC, STATE OF FLORIDA



MITSOUKO FRIAS
My Comm Exp. 3/16/99
Bonded By Service Ins
No. CC445779
☐ Personally Known ☒ Other I. B.

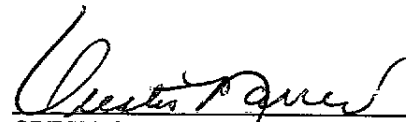
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That VILLAGES OF MULGOBA CONDOMINIUM ASSOCIATION, INC., (a Florida Corporation not for profit), desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation in the County of Dade, State of Florida, has named ORESTES MARRERO, 6995 West 7th Avenue, Hialeah, Florida 33012, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



ORESTES MARRERO
(Registered Agent)
6995 West 7th Avenue
Hialeah, FL 33012

FILED
SECRETARY OF STATE
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