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LAW OFFICES

NEILL, GRIFFIN, JEFFRIES, FOWLER, TIERNEY & NEILL

CHARTERED

311 SOUTH SECOND STREET

FORT PIERCE, FLORIDA 34950

RICHARD V. NEILL
CHESTER B. GRIFFIN
MICHAEL JEFFRIES
MICHAEL D. FOWLER
J. STEPHEN TIERNEY, III
RICHARD V. NEILL, JR.
RENÉE C. MARQUIS

MAILING ADDRESS:
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May 21, 1998

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

700002535487--1
-05/26/98-01101-017
***122.50 ***122.50

Re: Harbor Professional Center Condominium Association, Inc.

Gentlemen:

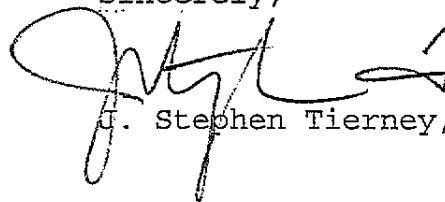
Enclosed is an original and a copy of the Articles of Incorporation of the above referenced corporation. Please file the original, certify, and indicate the filing date on the copy, and return the certified copy to me.

Also enclosed is a check covering the fees and charges for the items listed below, as indicated:

A. Articles Of Incorporation filing fee:	\$ 35.00
B. Certified copy of Articles Of Incorporation:	52.50
C. Registered Agent Designation Filing Fee:	35.00
	\$122.50

Thank you for your cooperation.

Sincerely,


J. Stephen Tierney,

JST/jw
Enclosures

FILED
98 MAY 26 AM 8:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TS

FILED

98 MAY 20 AM 8:50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
HARBOR PROFESSIONAL CENTER CONDOMINIUM ASSOCIATION, INC.

The undersigned hereby associate themselves for the purpose of forming a corporation not for profit under the Statutes of the State of Florida and certify as follows:

ARTICLE I
NAME

The name of the corporation shall be HARBOR PROFESSIONAL CENTER CONDOMINIUM ASSOCIATION, INC. For convenience, the corporation will be referred to in this instrument as the Association. The address of the corporation's principal office (or mailing address) is: 100 South Second Street, Fort Pierce, Florida 34950.

ARTICLE II
PURPOSE

2.1 The purpose for which the Association is organized is to provide an entity pursuant to the Florida Condominium Act, Florida Statutes Chapter 718, (the "Condominium Act"), for the operation of HARBOR PROFESSIONAL CENTER, A CONDOMINIUM, (the "Condominium") located upon lands lying and being in St. Lucie County, Florida, and more particularly described by Article III of the Declaration of Condominium for HARBOR PROFESSIONAL CENTER, A CONDOMINIUM.

2.2 The Association will make no distributions of income to its members, directors, or officers.

ARTICLE III
POWERS

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

3.1 The Association will have all of the common law and statutory powers of a corporation not for profit that are not in conflict with the terms of these Articles.

3.2 The Association will have all of the powers and duties set forth in the Condominium Act and those set forth in these Articles, the By-Laws, and the Declaration of Condominium for the Condominium operated by the Association if not inconsistent with the Condominium Act; and it will have all of the powers and duties reasonably necessary to operate said Condominium, pursuant to the Declaration of Condominium, as they may be amended from time to time, including, but not limited to, the following:

a. To make and collect assessments against members to defray the costs, expenses, and losses of the Condominium.

b. To use the proceeds of assessment in the exercise of its powers and duties.

c. To buy or lease both real and personal property for Condominium use, and to sell or otherwise dispose of property acquired.

d. To maintain, repair, replace, and operate the Condominium property.

e. To purchase insurance for the Condominium property and insurance for the protection of the Association and its members as Condominium unit owners.

f. To reconstruct improvements after casualty and to further improve the Condominium property.

g. To make and amend reasonable regulations respecting the use of the Condominium property.

h. To exercise rights of first refusal, or to approve or disapprove the transfer, mortgage, and ownership of Condominium units as may be provided by the Declaration of Condominium and the By-Laws of the Association.

i. To enforce by legal means the provisions of the Condominium Act, the Declaration of Condominium, these Articles, the By-Laws of the Association, and the regulations for the use of the Condominium property.

j. To contract with any person or entity for the operation, maintenance, and repair of the Condominium property. The Association shall, however, retain at all times the powers and duties granted it by the Condominium Act.

k. To contract for the management or operation of such portions of the common elements of the Condominium as are susceptible to separate management and operation.

l. To employ personnel to perform the services required for the proper management and operation of the Condominium.

3.3 All funds, except such portions thereof as are expended for the common expenses of the Condominium, and the titles of all properties will be held in trust for the members of the Association, in accordance with their respective interests under the Declaration of Condominium, and in accordance with the

provisions of these Articles of Incorporation and the By-Laws of the Association.

3.4 The powers of the Association will be subject to and will be exercised in accordance with the provisions of the Declaration of Condominium and the By-Laws of the Association.

ARTICLE IV MEMBERS

4.1 The members of the Association will consist of all of the record owners of the Condominium units in the Condominium; and after termination of the Condominium will consist of those who were members of the terminated Condominium at the time of such termination, their successors and assigns.

4.2 Change of membership will be automatically established by recording in the public records of St. Lucie County, Florida, a deed or other instrument establishing a record title to a Condominium unit upon compliance with the Declaration of Condominium, and by the delivery to the Association of a copy of such instrument. The owner designated by such instrument thus becomes a member of the Association and the membership of the prior owner is terminated.

4.3 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 his Condominium unit.

4.4 The owner of each Condominium unit shall be entitled to vote as a member of the Association. The exact number of votes to be cast by owners and the manner of exercising voting rights shall be determined by the By-Laws of the Association.

ARTICLE V DIRECTORS

5.1 The affairs of the Association will be managed by a board consisting of the number of directors determined by the By-Laws of the Association, but not less than three directors; and in the absence of such determination the Board shall consist of three directors. Directors need not be members of the Association.

5.2 All of the duties and powers of the Association existing under the Condominium Act, Declaration of Condominium, these Articles, and the By-Laws of the Association shall be exercised exclusively by the Board of Directors, its agents, contractors, or employees, subject only to approval by unit owners when that is specifically required.

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

5.4 The first election of the Directors shall be held at the time stipulated in and in full accordance with Florida Statute Section 718.301. The Directors named in these Articles will serve until the first election of Directors and any vacancies in their number occurring before the first election will be filled by the remaining Directors.

5.5 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>
Albert L. Fort	100 South Second St. Ft. Pierce, FL 34950
Gina Gruszauskas	100 South Second St. Ft. Pierce, FL 34950
George Johnson	415 South Second St. Ft. Pierce, FL 34950

ARTICLE VI OFFICERS

The affairs of the Association will be administered by the officers designated in the By-Laws of the Association. Said officers will be elected by the Board of Directors at its first meeting and will serve at the pleasure of the Board of Directors. The names of the officers who are to serve until their successors are designated are as follows:

<u>Name</u>	<u>Office</u>
Albert L. Fort	President
Gina Gruszauskas	Secretary
George Johnson	Treasurer

ARTICLE VII INDEMNIFICATION

Every Director and every officer of the corporation shall be indemnified by the corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any civil or criminal

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 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 or malfeasance in the performance of his duties; provided that, in the event of a settlement, the indemnification will apply only when the Board of Directors approves such settlement and reimbursement as being in the best interest of the corporation. 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 VIII BY-LAWS

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

ARTICLE IX AMENDMENTS

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

9.1 Notice of the subject matter of a proposed amendment will be included in the notice of any meeting at which a proposed amendment is considered.

9.2 A resolution of the adoption of a proposed amendment may be proposed either by the Board of Directors or by the members of the Association. Directors and members not present in person or by proxy at the meeting considering the amendment may express their approval in writing, providing such approval is delivered to the secretary at or prior to the meeting.

The amendment shall be adopted by not less than a two-thirds (2/3rds) majority of the votes of the entire membership of the Association, provided, however, that until the turnover of Association control to Unit Owners pursuant to Florida law, amendments may be made only by the Board of Directors of the Association.

9.3 Provided, however, that no amendment shall make any changes in the qualifications for membership nor the voting rights of members, without approval in writing by all members and the joinder of all record owners of mortgages upon the condominiums. No amendment shall be made that is in conflict with the Condominium Act or the Declarations of Condominium.

9.4 A copy of each amendment shall be certified by the Secretary of State and be recorded in the public records of St. Lucie County, Florida.

**ARTICLE X
TERM**

The term of the Association shall be perpetual.

**ARTICLE XI
INCORPORATOR**

The names and address of the incorporator of these Articles of Incorporation are as follows:

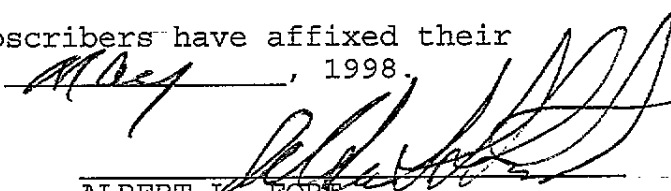
<u>Name</u>	<u>Address</u>
Albert L. Fort	100 South Second Street Ft. Pierce, FL 34950

**ARTICLE XII
REGISTERED AGENT**

The Association's initial registered officer and initial registered agent at the address of 100 South Second Street, Fort Pierce, FL 34950, shall be:

Albert L. Fort

IN WITNESS WHEREOF, the subscribers have affixed their signatures this 20 day of May, 1998.



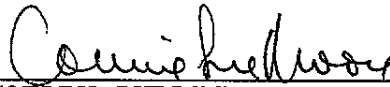
ALBERT L. FORT

STATE OF FLORIDA

COUNTY OF ST. LUCIE

The foregoing instrument was acknowledged before me this
20th day of May, 1998, by ALBERT L. FORT
who: ☒ are personally known to me; or ☐ who have produced
_____ as identification and who did
take an oath.

WITNESS my hand and official seal at Fort Pierce, St. Lucie
County, Florida, this 20th day of May,
1998.



NOTARY PUBLIC

My Commission Expires:

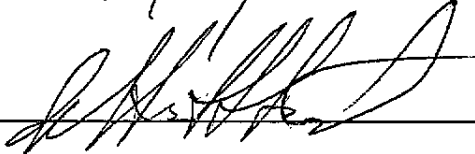


Connie Sue Moore
MY COMMISSION # CC619625 EXPIRES
April 4, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

ACKNOWLEDGMENT AND ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in the following Articles of Incorporation, I hereby accept this appointment and agree to act in this capacity and to comply to the provisions of Florida law relative to keeping open said office.

DATED this 20 day of May, 1998.



FILED
98 MAY 26 AM 8:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA