

N99000001767

ATTORNEYS' TITLE

Requestor's Name

660 E. Jefferson St.

Address

Tallahassee, FL 32301

850-222-2785

City/St/Zip

Phone #

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1- NAPLES EXECUTIVE AIRPARK CONDOMINIUM ASSOCIATION, INC.

2-

3-

4-

FILED
99 MAR 22 PM 3:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

☒ Walk-in

☐ Pick-up time ASAP

☒ Certified Copy

☐ Mail-out

☐ Will wait

☐ Photocopy

☒ Certificate of Status

NEW FILINGS

<input type="checkbox"/>	Profit
<input checked="" type="checkbox"/>	Non-Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS

<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

500002814195--5
-03/22/99--01129--010
****425.00 *****87.50

OTHER FILINGS

<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION

<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED

99 MAR 22 PM 2:22

TALLAHASSEE, FLORIDA

T. SMITH MAR 22 1999

Examiner's Initials

ARTICLES OF INCORPORATION OF
NAPLES EXECUTIVE AIRPARK
CONDOMINIUM ASSOCIATION, INC.,
a Florida Not-For-Profit Corporation

FILED
99 MAR 22 PM 3:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Chapter 617, Florida Statutes, these Articles of Incorporation are created by Craig M. Kobza, of 4492 Mercantile Avenue, Naples, Florida 34104, as sole Incorporator, for the purposes set forth below.

ARTICLE I
Name and Address

The name of the Corporation herein called the "Association", is Naples Executive Airpark Condominium Association, Inc. and the street and mailing address of the initial principal office is 4492 Mercantile Avenue, Naples, Florida 34104.

ARTICLE II
Purpose and Powers

The purpose for which the Association is organized is to provide an entity pursuant to the Florida Condominium Act for the operation of Naples Executive Airpark, a Condominium, located in Collier County, Florida.

The Association is organized and shall exist on a non-stock basis as a corporation not for profit under the laws of the State of Florida, and no portion of any earnings of the Association shall be distributed or inure to the private benefit of any member, Director or officer of the Association. For the accomplishment of its purposes, the Association shall have all of the powers available and granted to it under the common law and the laws of the State of Florida, except as limited or modified by these Articles, the Declaration of Condominium, and Chapter 718 Florida Statutes (the "Condominium Act"), including, but not limited to, the following:

- A. To make and collect assessments from members of the Association to defray the costs, expenses and losses of the Condominium, and to use the proceeds of assessments in the exercise of its powers and duties.
- B. To maintain, repair, replace and operate the condominium property and Association property.
- C. To purchase insurance upon the condominium property and Association property for the protection of the Association and its members.
- D. To reconstruct improvements after casualty and to make further improvements of the property.

- E. To make, amend and enforce reasonable rules and regulations governing the use of the areas of common responsibility and the operation of the Association.
- F. To approve or disapprove the transfer of ownership, leasing, ownership and occupancy of units, as provided by the Declaration of Condominium.
- G. To enforce the provisions of the Condominium Act, the Declaration of Condominium, these Articles, and the Bylaws and any Rules and Regulations of the Association.
- H. To contract for the management and maintenance of the Condominium and to delegate any powers and duties of the Association in connection therewith except such as are specifically required by the Declaration of Condominium to be exercised by the Board of Directors or the membership of the Association.
- I. To employ accountants, attorneys, architects, and other professional personnel to perform the services required for proper operation of the Condominium.
- J. To enter into agreements, or acquire leaseholds and other possessory or use interests in lands or facilities for the benefit of the unit owners.
- K. To borrow or raise money for any of the purposes of the Association, and from time to time without limitation as to amount, to draw, make, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable instruments and evidences of indebtedness; and to secure the payment of any thereof, and of the interest thereon, any mortgage, pledge, conveyance or assignment of trust, of the whole or any part of the rights or property of the Association, whether at the time owned or thereafter acquired.

All funds and the title to all property acquired by the Association shall be held for the benefit of the members in accordance with the provisions of the Declaration of Condominium, these Articles of Incorporation and the Bylaws.

ARTICLE III

Membership:

- A. The membership of the Association shall consist of all record holders of an ownership interest in one or more units in the Condominium, as further provided in the Bylaws. Upon termination of the Condominium the members shall consist of those who are members at the time of such termination.
- B. The share, or interest, of a member in the funds and assets of the Association cannot be assigned or transferred in any manner except as an appurtenance to his or her unit. After receiving approval of the Association as required by the Declaration of Condominium, changes in the Membership of the Association shall be established by recording in the Public Records of Collier County, Florida, a

deed or other instrument of conveyance and by delivery to the Association of a copy of such recorded instrument.

- C. The owners of each unit, collectively, shall be entitled to the number of votes in Association matters as set forth in the Declaration of Condominium and the Bylaws. The manner of exercising voting rights shall be as set forth in the Bylaws.

ARTICLE IV

Term

The term of the Association shall be perpetual.

ARTICLE V

Bylaws

The Bylaws of the Association may be altered, amended, or rescinded in the manner provided therein.

ARTICLE VI

Amendments

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

- A. Amendments to these Articles shall be proposed by a majority of the Board, or upon petition of the owners representing at least twenty percent (20%) of the voting interests, by instrument, in writing, signed by them.
- B. Upon any amendment or amendments to these Articles being proposed by said Board or unit owners, such proposed amendment or amendments shall be submitted to a vote of the members not later than the next annual meeting for which proper notice can be given.
- C. Except as otherwise required for by Florida law, these Articles of Incorporation may be amended by vote of a majority of the voting interests at any annual or special meeting, or by approval in writing of a majority of the voting interests without a meeting, provided that notice of any proposed amendment has been given to the members of the Association, and that the notice contains a fair statement of the proposed amendment.
- D. An amendment shall become effective upon filing with the Secretary of State and recording a certified copy in the Public Records of Collier County, Florida.

ARTICLE VII
Directors and Officers:

- A. The affairs of the Association will be administered by a Board of Directors consisting of the number of Directors determined by the Bylaws, but not less than three (3) Directors, and in the absence of such determination shall consist of three (3) Directors.
- B. Directors of the Association shall be elected by the members in the manner determined by the Bylaws. Directors may be removed and vacancies of the Board of Directors shall be filled in the manner provided by the Bylaws.
- C. The business of the Association shall be conducted by the officers designated in the Bylaws. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Association and shall serve at the pleasure of the Board.

ARTICLE VIII
INITIAL DIRECTORS:

The initial Directors of the Association shall be:

Howard J. Murrell, Jr., Craig M. Kobza and John A. Hayes.

ARTICLE IX
INITIAL REGISTERED AGENT.

The initial registered office of the Association shall be at:

4492 Mercantile Avenue,
Naples, Florida 34104

The initial registered agent and his address shall be:

Mr. Craig M. Kobza
4492 Mercantile Avenue,
Naples, Florida 34104

ARTICLE X
INDEMNIFICATION:

To the fullest extent permitted by Florida law, the Association shall indemnify and hold harmless every Director and every officer of the Association against all expenses and liabilities, including attorneys fees, actually and reasonably incurred by or imposed on him or her in connection with any legal proceeding (or settlement or appeal of such proceeding) to which he or she may be a party because of being or having been a Director or Officer of the Association. The foregoing right of indemnification shall not be available if a judgment or other final adjudication

establishes that the Directors or Officers actions or omissions to act were material to the cause adjudicated and involved:

- A. Willful misconduct or a conscious disregard for the best interests of the Association, in a proceeding by or in the right of the Association to procure a judgment in its favor.
- B. A violation of criminal law, unless the Director or Officer had no reasonable cause to believe his action was unlawful or had reasonable cause to believe his action was lawful.
- C. A transaction from which the Director or Officer derived an improper personal benefit.

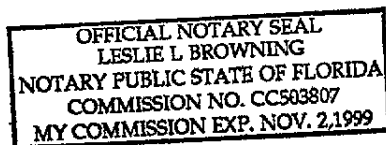
In the event of a settlement, the right to indemnification shall not apply unless the Board of Directors approves such settlement as being in the best interest of the Association. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which a Director or Officer may be entitled.

WHEREFORE the Incorporator has caused these presents to be executed this 19th day of March, 1999.

Craig M. Kobza
Craig M. Kobza, Incorporator

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 19th day of March, 1999 by **CRAIG M. KOBZA**, as Incorporator. He is personally known to me and did not take an oath.



Leslie L. Browning
Notary Public

Printed Name of Notary

My Commission Expires: _____

My Commission No. is: _____

99 MAR 22 PM 3:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Naples Executive Airpark Condominium Association, Inc., at the place designated in these Articles of Incorporation, I hereby accept the appointment to act in this capacity and agree to comply with the laws of the State of Florida in keeping open said office.

Dated: March 19th, 1999.

Craig M. Kobza
Craig M. Kobza, Registered Agent