

N99000002207



UCC FILING & SEARCH SERVICES, INC.
526 East Park Avenue
Tallahassee, FL 32301
(850) 681-6528

HOLD

FOR PICKUP BY
UCC SERVICES

OFFICE USE ONLY (Document #)

729947

CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

825 West 40th Street Condominium Association Inc.

400002834844--5

-04/09/99--01063--025

*****70.00 *****70.00

☐ Walk In

☐ Pick Up Time

☐ Mail Out

☐ Will Wait

☐ Photocopy

RUSH

☐ Certified Copy

☐ Certificate of Status

☐ Certificate of Good Standing

☐ ARTICLES ONLY

☐ ALL CHARTER DOCUMENTS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 APR 12 AM 9:32

FILED

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input checked="" type="checkbox"/>	NonProfit
<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

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

☐ Certificate of FICTITIOUS NAME

☐ FICTITIOUS NAME

☐ CORP SEARCH

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 APR -9 PM 12:27

RECEIVED

Ordered By: _____

Date: _____

4/24

ARTICLES OF INCORPORATION
OF
825 WEST 40TH STREET
CONDOMINIUM ASSOCIATION, INC.

FILED
99 APR 12 AM 9:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned persons, hereby associate for the purpose of forming a Corporation not for profit under the laws of the State of Florida, pursuant to Florida States 617 Et Seq., and hereby certify as follows:

ARTICLE I

The name of this Corporation shall be:

825 West 40th Street Condominium Association, Inc. For convenience the corporation may be referred to as the "Association."

ARTICLE II
PURPOSE

The general purpose of this Corporation shall be as follows: To be the "Association" (as defined in the Condominium Act of the State of Florida, F.S. § 718, as amended from time to time,) for the operation of the Condominium located in Miami-Dade County, Florida, to be created pursuant to the provisions of the Condominium Act, and as such Association, to operate, administer and perform the functions and duties of the Condominium, established by the Declaration of Condominium.

The 825 West 40th Street Condominium Association, Inc. may also be the Association for the operation of additional condominium property which may be created by a phased development described in the Declaration of Condominium. The Board of Directors shall be the authority, in their sole discretion, to designate the above Corporation as the Association for additional Condominiums and, in such instances, the provisions hereafter in these Articles of Incorporation shall be interpreted in such a manner as to include such additional Phases.

ARTICLES OF INCORPORATION – 825 WEST 40 TH STREET CONDOMINIUM ASSOCIATION

**ARTICLE III
MEMBERS**

Membership in the Corporation shall be limited to all persons or legal entities who are Owners of 825 West 40th Street Condominium Parcels or Time Share Ownership of Units thereof, and said membership shall become effective upon recording the Unit Owners interest. Such owners shall automatically be members of this Corporation. Such membership shall automatically terminate when such person or legal entity is no longer Owner of a Condominium Parcel or Time Share Unit thereof.

Persons or legal entities whose ownership interests in Condominium Parcels are under a plan of Time Share or Interval Ownership, shall be members as set forth in the Declaration of Condominium, as existing or as may be amended in the future.

**ARTICLE IV
TERM**

This Corporation shall have perpetual existence.

**ARTICLE V
SUBSCRIBERS**

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

Douglas W. Wargoe
975 Arthur Godfrey Road
Miami Beach, Florida 33140

Norman M. Giller
975 Arthur Godfrey Road
Miami Beach, Florida 33140

Anita S. Grossman
975 Arthur Godfrey Road
Miami Beach, Florida 33140

ARTICLES OF INCORPORATION – 825 WEST 40 TH STREET CONDOMINIUM ASSOCIATION

**ARTICLE VI
BOARD OF DIRECTORS**

The affairs of the Corporation shall be managed and governed by a Board of Directors composed of not less than two (2) nor more than four (4) members. Subsequent to the first Board of Directors, the Directors shall be elected at the annual meeting of the membership, for a term of one (3) years, or until their successors have been elected and qualified.

The following persons shall constitute the first Board of Directors and shall serve until the first election of the Board of Directors at the next annual meeting of the membership:

Douglas W. Wargoe
975 Arthur Godfrey Road
Miami Beach, Florida 33140

Norman M. Giller
975 Arthur Godfrey Road
Miami Beach, Florida 33140

Anita S. Grossman
975 Arthur Godfrey Road
Miami Beach, Florida 33140

**ARTICLE VII
OFFICERS**

The Officers of the Corporation shall be: President; Vice President; Secretary; Treasurer (the last two officers may be combined) who shall be elected in the manner set forth in the By-Laws of the Corporation.

The names of the first Officers who are to serve until the first annual meeting of the membership:

President: Douglas W. Wargoe
975 Arthur Godfrey Road
Miami Beach, Florida 33140

Vice President: Norman M. Giller
975 Arthur Godfrey Road
Miami Beach, Florida 33140

ARTICLES OF INCORPORATION – 825 WEST 40 TH STREET CONDOMINIUM ASSOCIATION

Secretary/Treasurer: Anita S. Grossman
975 Arthur Godfrey Road
Miami Beach, FL 33140

**ARTICLE VIII
BY-LAWS**

The By-Laws of the Corporation shall initially be made and adopted by its first Board of Directors.

The By-Laws may be amended, altered, supplemented or modified by the membership at the annual meeting, or at a duly convenient special meeting of the membership, by vote, as provided in the By-Laws.

**ARTICLE X
AMENDMENTS**

Amendments to these Articles of Incorporation may be proposed by any member or Director and shall be adopted in the same manner as provided for the Amendment of the By-Laws. Said Amendment(s) shall be effective when a certified copy thereof, has been filed with the Department of State, and accepted by said Department, and upon further compliance with the "Florida General Corporation Act."

**ARTICLE XI
POWERS**

This Corporation shall have all of the powers set forth in Florida General Corporation Act, all of the powers set forth in the Condominium Act of the State of Florida, and all powers granted to it by the Declarations of Condominium and Exhibits annexed thereto, including the power to contract for the management of the Condominiums and recreational facilities.

**ARTICLE XII
DIVIDENDS**

There shall be no dividends paid to any of the members of the income of the Corporation for services rendered to the Corporation as such Officers, Directors or otherwise. In the event there are any excess receipts over disbursements, such excess shall be applied against future

ARTICLES OF INCORPORATION - 825 WEST 40 TH STREET CONDOMINIUM ASSOCIATION

expenses. The Corporation may pay compensation in a reasonable amount to its members, Directors and Officers for services rendered or to be rendered, and may confer benefits upon its members in conformity with its purposes.

This Corporation shall issue no shares of stock of any kind or nature whatsoever. Membership in the Corporation and the transfer thereof, as well as the number of members, shall be upon such terms and conditions as provided for in the Declarations of Condominium and By-Laws. The voting rights of the Owners of Parcels in said Condominium property shall be as set forth in the Declarations of Condominium and/or By-Laws.

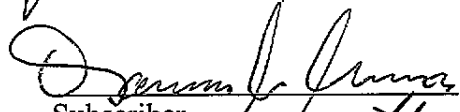
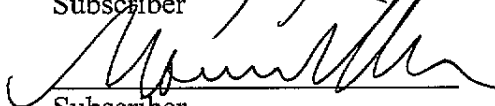
ARTICLE XIII

The the name of the initial registered agent and the street address of the initial registered agent is Douglas W. Wargoe, 975 41st Street, Miami Beach, Florida 33140.

ARTICLE XIV
INDEMNIFICATION

Every Director and every Officer of the Association shall be indemnified by the Association against all expenses and liabilities, including legal and counsel fees reasonably incurred by or imposed upon 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 or Officer of the Association, or any settlement thereof, 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 herein shall apply only when the Board of Directors holding office at the time of the proposed settlement, approves such settlement 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.

IN WITNESS WHEREOF, the Subscribing persons have hereunto set their hands and seals this 8 day of April, 1999.


Subscriber

Subscriber

ARTICLES OF INCORPORATION – 825 WEST 40 TH STREET CONDOMINIUM ASSOCIATION


Anita S. Grossman
Subscriber

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me, on 8 April, 1999 by Douglas W. Wargoe, Norman M. Giller, and Anita S. Grossman, as subscribers to the Articles of Incorporation of 825 West 40th Street Condominium Association, Inc., for the purposes set forth therein, on behalf of the proposed corporation.

WITNESS my hand and official seal at Miami-Dade County, on 8 April, 1999.

My Commission Expires:
My Commission

Brian J. Giller
Notary Public
 Brian J. Giller
Commission # CC 785799
Expires DEC. 10, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

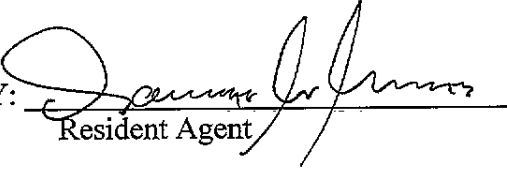
CERTIFICATE DESIGNATING REGISTERED AGENT UPON
WHOM PROCESS MAY BE SERVED WITHIN THIS STATE.

In pursuance of Chapter 48.091 of the Florida Statutes, the following is submitted, in compliance with said Act:

First, that 825 West 40th Street Condominium Association, Inc., a Florida corporation qualified to do business under the laws of this State, with its principal office at Miami-Dade County, Florida, has appointed Douglas W. Wargoe, 975 41st Street, Miami Beach, Florida 33140, as its agent to accept service of process within this State.

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

BY:


Resident Agent

FILED
99 APR 12 AM 9:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA