

N 99000002541

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A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

ATTORNEYS AT LAW

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2424 NORTH FEDERAL HIGHWAY
BOCA RATON, FLORIDA 33431

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RUSLEY C. MEEKER (1931-1995)

*Member of Florida and
Massachusetts Bars

April 19, 1999

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314-0627

100002846911--1
-04/22/99--01028--014
*****70.00 *****70.00

Re: Atlantic Avenue Office Plaza, Inc.

To Whom It May Concern:

I am enclosing the Articles of Incorporation for the above referenced corporation along with the filing fee of \$70.00.

Please return the certified copy to my attention.

Yours truly,


James B. Hayes

99 APR 22 PM 1:18

FILED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
ATLANTIC AVENUE OFFICE PLAZA, INC.

We, the undersigned, hereby associate ourselves together for the purpose of forming a non-profit Corporation under the laws of the State of Florida, pursuant to Florida Statute 617 et seq., and hereby certify as follows:

ARTICLE I.

The name of this Corporation shall be:

ATLANTIC AVENUE OFFICE PLAZA, INC.

ARTICLE II

The general purpose of this non-profit Corporation shall be as follows: To be the "Association" (as defined in the Condominium Act of the State of Florida, F.S. 718 Et Seq.) for the operation of ATLANTIC AVENUE OFFICE PLAZA, a Condominium to be created pursuant to the provisions of the Condominium Act, and as such Association, to operate and administer said Condominium and carry out the functions and duties of said Condominium Association, as set forth in the Declaration of Condominium establishing said Condominium and Exhibits annexed thereto.

ARTICLE III.

All persons who are owners of condominium parcels within said Condominium shall automatically be members of this Corporation. Such membership shall automatically terminate when such person is no longer the owner of a condominium parcel. Membership in this Corporation shall be limited to such condominium parcel owners.

Subject to the foregoing, admission to and termination of membership shall be governed by the Declaration of Condominium that shall be filed for said Condominium among the Public Records of Palm Beach County, Florida.

ARTICLE IV.

This Corporation shall have perpetual existence.

ARTICLE V.

The names and residences of the Subscribers to these Articles of Incorporation are as follows:

- A. Aristeia Lucido 1660 SW 6th Ave., Boca Raton, FL 33486
- B. Michael Lucido 1660 SW 6th Ave., Boca Raton, FL 33486
- C. Sandra Adler 902 NE 2nd St., Boca Raton, FL 33432

ARTICLE VI.

Section 1. The affairs of the Corporation shall be managed and governed by a Board of Directors composed of not less than three (3) nor more than the number specified in the By-Laws. The Directors, subsequent to the first Board of Directors, shall be elected at the annual meeting of the membership for a term of one (1) year, or until their successors shall be elected and shall qualify. Provisions for such election and provisions respecting the removal, disqualification and resignation of Directors, and for filling vacancies on the Directorate shall be established by the By-Laws.

Section 2. The principal officers of the Corporation shall be:

President

Vice-President

Secretary

Treasurer

who shall be elected from time to time, in the manner set forth in the By-Laws adopted by the Corporation.

ARTICLE VII.

The names of the officers who are to serve until the first election of officers, pursuant to the terms of the Declaration of Condominium and By-Laws, are as follows:

Aristeia Lucido President-Secretary

Sandra Adler Vice President-Treasurer

ARTICLE VIII

The initial principal office of this corporation is: 2609 West Atlantic Avenue, Delray Beach, Florida 33462.

The mailing address of this corporation is: 2275 S. Federal Highway, Suite 350, Delray Beach, Fl 33483.

ARTICLE IX.

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

Address as to all Directors:

- | | | |
|----|----------------|--|
| A. | Aristea Lucido | 1660 SW 6th Avenue, Boca Raton, Fl 33486 |
| B. | Michael Lucido | 1660 SW 6th Avenue, Boca Raton, Fl 33486 |
| C. | Sandra Adler | 902 NE 2nd St., Boca Raton, Fl 33432 |

ARTICLE X.

The street address of the initial Registered Office of this corporation is: 1660 SW 6th Avenue, Boca Raton, FL 33486, and the name of the initial Registered Agent is Aristea Lucido.

ARTICLE XI

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

Prior to the time the property described in the Declaration of Condominium has been submitted to condominium ownership by the filing of the Declaration of Condominium, said first Board of Directors shall have full power to amend, alter or rescind the said By-Laws by a majority vote.

After the property described in the Declaration of Condominium has been submitted to condominium ownership by the filing of the Declaration of Condominium, the By-Laws may be

amended, altered, supplemented or modified by the membership at the Annual Meeting, or at a duly convened special meeting of the membership attended by a majority of the membership, by vote, as follows:

A. If the proposed change has been approved by the unanimous approval of the Board of Directors, then it shall require only a majority vote of the total membership to be adopted.

B. If the proposed change has not been approved by unanimous vote of the Board of Directors, then the proposed change must be approved by three-fourths (3/4ths) of the total vote of the membership.

No Amendment shall change the rights and privileges of the Developer referred to in the Declaration or its successors and/or assigns without the Developer's written approval.

ARTICLE XII.

Amendments to these Articles of Incorporation may be proposed by any member or director, and shall be adopted in the same manner as is provided for the amendment of the By-Laws, as set forth in Article X above. Said Amendment(s) shall be effective when a copy thereof, together with an attached Certificate of its approval by the membership, sealed with the Corporate Seal, signed by the Secretary or an Assistant Secretary, and executed and acknowledged by the President or Vice-President, has been filed with the Secretary of State and all filing fees paid.

ARTICLE XIII.

This Corporation shall have all the powers set forth in Florida Statute 617.0302, all of the powers set forth in the Condominium Act of the State of Florida, and all powers granted to it by the Declaration of Condominium and Exhibits thereto annexed.

ARTICLE XIV.

There shall be no dividends paid to any of the members, nor shall any part of the income of the Corporation be distributed to its Board of Directors or officers. In the event there are any excess receipts over disbursements as a result of performing services, such excess shall be applied against future expenses, etc. The Corporation may pay compensation in a reasonable amount to its members, directors and officers for services rendered, may confer benefits upon its members in conformity with its purposes, and upon dissolution or final liquidation, may make distribution to

its members as is permitted by the Court having jurisdiction thereof, and no such payment, benefit or distribution shall be deemed to be a dividend or distribution of income.

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 Declaration of Condominium and By-Laws. The voting rights of the owners of parcels in said Condominium property shall be as set forth in the Declaration of Condominium and/or By-Laws.

ARTICLE XV.

The foregoing terms and provisions of Article I through Article XIV, inclusive, of these Articles of Incorporation shall be limited and deemed amended to comply with the applicable provisions of Chapter 718 of the laws of the State of Florida as of the date of the recording of the aforescribed Declaration in the Public Records of the County where same is located, where such provisions of said Chapter are determined as a matter of law to apply to and be paramount to the applicable terms and provisions of these Articles of Incorporation.

IN WITNESS WHEREOF, the Subscribers hereto have hereunto set their hands and seals, on this 19 day of April, 1999.

Signed, sealed and delivered
in the presence of:

James B. Hayes
James B. Hayes
6119 6 SAS

Aristea Lucido
ARISTEA LUCIDO

Michael Lucido
MICHAEL LUCIDO

Sandra Adler
SANDRA ADLER

STATE OF FLORIDA
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared ARISTEA LUCIDO, MICHAEL LUCIDO and SANDRA ADLER, known to me personally or who produced _____ as identification and who executed the foregoing Articles of Incorporation and acknowledged before me that they executed the same and who did not take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 19 day of April, 1999.

My Commission Expires:

James B. Hayes
NAME PRINTED: JAMES B. HAYES
Notary Public



James B. Hayes
MY COMMISSION # CC526653 EXPIRES
March 3, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

**ACCEPTANCE BY REGISTERED AGENT
OF
ATLANTIC AVENUE OFFICE PLAZA, INC.**

Having been named to accept service of process for the above stated corporation at the place designated, I hereby accept to act in this capacity and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office.


ARISTEA LUCIDO

Sworn to and subscribed before me this 19th day of
April, 1999.


Notary Public

My Commission Expires:



James B. Hayes
MY COMMISSION # CC526653 EXPIRES
March 3, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA