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Division of Corporations

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SECRETARY OF STATE
TALLAHASSEE, FLORI

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FLORIDA NON-PROFIT CORPORATION

OAK AVENUE PARKING PLAZA CONDOMINIUM ASSOCIATION, IN

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$70.00

01/01/03
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Department of State 8/19/2003 9:00 PAGE 1/1 RightFAX



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

August 19, 2003

SIEGFRIED KIPNIS RIVERA LERNER DE LA TORRE & MOCA

SUBJECT: OAK AVENUE PARKING PLAZA CONDOMINIUM ASSOCIATION, INC.
REF: W03000023500

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Tim Burch
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ARTICLES OF INCORPORATION
OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OAK AVENUE PARKING PLAZA CONDOMINIUM ASSOCIATION, INC.

The undersigned, by these Articles, pursuant to Chapter 617, Florida Statutes, certify as follows:

ARTICLE I - NAME

The name of the corporation is **OAK AVENUE PARKING PLAZA CONDOMINIUM ASSOCIATION, INC.** For convenience, the Corporation shall be referred to in this instrument as "the Association."

ARTICLE II - PURPOSES AND POWERS

The Association does not contemplate pecuniary gain or profit to the members thereof. The specific purposes for which it is formed are to provide for maintenance, operation and control of the condominium units and common elements within that certain Condominium more particularly described in the Declaration of Condominium for **OAK AVENUE PARKING PLAZA CONDOMINIUM** (hereafter, "the Declaration of Condominium"), and to promote the health, safety and welfare of the members of the Association. In order to effectuate these purposes, the Association shall have the power to exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Declaration of Condominium, Chapter 718 of the Florida Statutes, as amended and Chapter 617 of the Florida Statutes as amended.

ARTICLE III - MEMBERSHIP AND VOTING

A. Membership: Every person or entity who is a record owner of any Unit in the Condominium shall be a member of the Association. The foregoing does not include persons or entities who hold an interest merely as security for the performance of an obligation. Change of membership in the Association shall be established by recording in the Public Records of Florida, a deed or other instrument establishing a record title to any Unit in a transferee and the delivery to the Association of a certified copy of such instrument. Upon such delivery, the transferee designated by such instrument shall become a member of the Association and the membership of the transferee shall be terminated.

B. Appurtenance to Unit: The share of a member in the funds and assets of the Association shall not be assigned, hypothecated or transferred in any manner except as an appurtenance to his Unit.

C. Voting Rights: Each Owner shall be entitled to one vote for each Unit owned. When more than one person holds an interest or interests in any Unit, the vote for such Unit shall be limited to one vote as the Owners among themselves determine. The manner of exercising voting rights shall be determined by the By-Laws of the Association.

D. Meetings: The By-Laws shall provide for meetings of the members.

Prepared by:
OSCAR R. RIVERA, ESQ.
SIEGFRIED, RIVERA, LERNER DE LA TORRE & SOBEL, P.A.
Fl. Bar #329193
201 ALHAMBRA CIRCLE, Suite 1102
CORAL GABLES FL. 33134

ARTICLE IV - BOARD OF DIRECTORS

A. Membership of Board: The affairs of this Association shall be managed by a Board consisting of the number of Directors determined by the By-Laws, but not fewer than three (3) Directors.

B. Election and Removal: Directors shall be elected at the annual meeting of the members in the manner determined by the By-Laws. Directors may be removed and vacancies on the Board shall be filled in the manner provided by the By-Laws.

C. First Board of Directors: The names and addresses of the persons who shall act in the capacity of Directors until their successors shall be elected and qualified are as follows:

<u>Name</u>	<u>Address</u>
Arthur Hertz	3195 Ponce de Leon Boulevard Coral Gables, FL 33134
Michael Kosnitzky	100 S.E. 2 nd Street, Suite 2800 Miami, FL 33131
Merton A. Hill	1200 Brickell Avenue Suite 950 Miami, FL 33131
Oscar Rivero	201 Alhambra Circle Suite 1401 Coral Gables, FL 33134

The Directors named above shall serve until the first election of Directors, as determined by the By-Laws and any vacancies in their number occurring before the first election of Directors shall be filled by act of the remaining Directors.

ARTICLE V - OFFICERS

The affairs of the Association shall be administered by the Officers designated in the By-Laws. After the first election of Directors, the Officers shall be elected by the Board at the first Board meeting following the annual meeting. Directors shall serve at the pleasure of the Board. The names and addresses of the officers who shall serve until their successors are designated by the Board are as follows:

Oscar Rivero President	201 Alhambra Circle, Suite 1401 Coral Gables, FL 33134
Michael Kosnitzky Vice President Secretary/Treasurer	Bank of America Tower 100 S.E. 2 nd Street, Suite 2800 Miami, FL 33131
Marlon A. Hill Vice President	1200 Brickell Avenue, Suite 950 Miami, FL 33131
Arthur Hertz Vice President	3195 Ponce de Leon Boulevard Coral Gables, FL 33134

ARTICLE VI - 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 in connection with any proceeding or any settlement of 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, whether or not he is a Director or Officer of the Association at the time such expenses are incurred, except when the Director or Officer is adjudged guilty of wilful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement, the indemnification shall apply only when the Board 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.

ARTICLE VII - BY-LAWS

The first By-Laws of the Association shall be adopted by the Board and may be thereafter be altered, amended or rescinded in the manner provided in such By-Laws.

ARTICLE VIII - AMENDMENTS

Amendments to the Articles of Incorporation may be considered at any regular or special meeting of the members and may be adopted in the following manner:

1. By notice of the subject matter of a proposed amendment and of the meeting at which a proposed amendment is considered, which notice shall be made as required by the By-Laws.
2. By resolution for the adoption of a proposed amendment which may be proposed either by the Board or by a majority of the voting members. Directors and members not present in person or by proxy at the meeting considering the amendment may express their approval in writing, provided that such approval is delivered to the Secretary at or prior to the meeting. Such amendments must be approved by not less than a majority percent of the votes of the voting members.

ARTICLE IX - TERM

The term of the Association shall be perpetual.

ARTICLE X - DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than a majority of the voting members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which the Association was created. In the event that such dedication shall be refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes.

ARTICLE XI - REGISTERED OFFICE/AGENT

Registered Office. The initial registered office of the Association is:

201 Alhambra Circle, Suite 1102
Coral Gables, Florida 33134

The Initial Registered Agent is: SKRLD, INC., located at 201 Alhambra Circle, Suite 1102, Coral Gables, Florida 33134.

The Initial Address of the Corporation, located at 444 S.W. 2nd Avenue, Suite 945, MIAMI, Florida 33130.

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IN WITNESS WHEREOF, the undersigned have executed
this instrument this 12th day of August, 2003.

Signed, Sealed and Delivered
in the presence of:

Barbara Calvo
PRINT NAME: Barbara Calvo

PRINT NAME:

MARICA A. THOMPSON Oscar Rivero, President

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 12th day of
August, 2003 by OSCAR RIVERO who is personally known to me
and who did take an oath.

Barbara Calvo
NOTARY PUBLIC
State of Florida at Large
My Commission Expires:



Barbara Calvo
My Commission D0168805
Expires December 02, 2005

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

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

First, that **OAK AVENUE PARKING PLAZA CONDOMINIUM ASSOCIATION, INC.**, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, named as its agent to accept service of process within this State the following person:

SKRLD, INC.
201 Alhambra Circle, Suite 1102
Coral Gables, Florida 33134

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, the undersigned hereby accepts to act in this capacity and agrees to comply with the provision of said Act to keeping open said office.

SKRLD, INC.

By: *Helio De La Torre*
Helio De La Torre, Registered Agent
Florida Bar No. 307130

FILED IN RARY/CASE 54/20512020642/KL 1962.WPD

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