



FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 18, 2022

JONATHAN R RUBIN
9360 SUNSET DRIVE
SUITE 285
MIAMI, FL 33173

Pursuant to your recent inquiry, we are enclosing the certification you requested.

Should you have any questions regarding this matter you may contact our office at (850) 245-6053.

Dennis W Sittig
Certification Section

Letter No. 822A00025802

State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of CALUSA CLUB VILLAGE CONDOMINIUM BLDG. D SOUTH ASSOCIATION, INC., a corporation organized under the laws of the State of Florida, filed on July 6, 1983, as shown by the records of this office.

The document number of this corporation is 769285.



Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capital, this the
Eighteenth day of November, 2022


Cord Byrd
Secretary of State

FILLO 769285

ARTICLES OF INCORPORATION

JUL 6 12 25 PM '83

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CALUSA CLUB VILLAGE CONDOMINIUM BLDG. D SOUTH ASSOCIATION, INC.,

A FLORIDA CORPORATION NOT FOR PROFIT

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 Statutes 617, Et Seq., and hereby certify as follows:

ARTICLE I

The name of the corporation shall be CALUSA CLUB VILLAGE CONDOMINIUM BLDG. D SOUTH ASSOCIATION, 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 CALUSA CLUB VILLAGE CONDOMINIUM BLDG. D SOUTH 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 the 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 in the Public Records of Dade County, Florida.

ARTICLE IV

This corporation shall have perpetual existence.

ARTICLE V

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

Ronald Shuffield
13250 North Kendall Drive
Miami, Florida 33186

Eduardo Camet
13250 North Kendall Drive
Miami, Florida 33186

Patrick Dunnigan
13250 North Kendall Drive
Miami, Florida 33186

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. Directors, subsequent to the first Board, 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 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

any offices may be combined) 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:

PRESIDENT:	Ronald Shuffield
VICE-PRESIDENT:	Eduardo Camet
SECRETARY:	Patrick Dunnigan
TREASURER:	Eduardo Camet

ARTICLE VIII

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

Ronald Shuffield
Eduardo Camet
Patrick Dunnigan

ARTICLE IX

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

After the time the property described in Article II hereinabove 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, then it shall require only a majority of the total membership to be adopted.

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

No amendment shall change the rights or privileges of Developer referred to in said Declaration and Exhibits attached thereto without Developer's written approval.

ARTICLE X

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 IX 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 Assistant Secretary and executed and acknowledged by the President or Vice-President, has been filed with the Secretary of State and all filing fees are paid.

ARTICLE XI

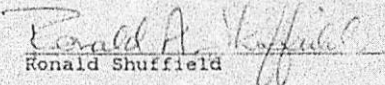
This corporation shall have all of the power set forth in Florida Statute 617.021, and all of the powers set forth in the Condominium Act of the State of Florida, all powers granted to it by the Declaration of Condominium and Exhibits annexed thereto, including, without limitation, the power to make, levy and collect assessments against members and members' units to defray the costs of paying assessments levied against the Condominium by CALUSA CLUB VILLAGE PROPERTY OWNERS ASSOCIATION, INC., for maintenance and management of the Recreation Parcels, Common Driveway and Parking Areas, and Green/Open Areas, and the power to make, levy and collect assessments against members and members' units for the purpose of paying assessments levied against members' units by CALUSA CLUB VILLAGE PROPERTY OWNERS ASSOCIATION, INC.

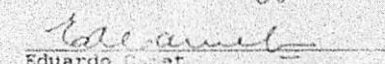
ARTICLE XII

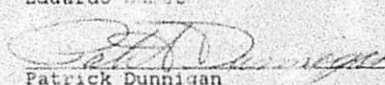
There shall be no dividends paid to any of the members nor shall any part of the income of the corporation be distributed to its Board or officers. In the event there are any excess receipts over disbursements as a result of performing services, such excess shall be applied against future expenses, etc. 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.

The corporation shall issue no share 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 the 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 the By-Laws.

IN WITNESS WHEREOF, the Subscribers hereto have hereunto set their hands and seals this 10 day of JUNE, 1982.


Ronald Shuffield

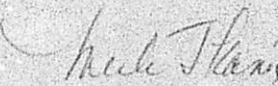

Eduardo C. Cret


Patrick Dunnigan

State of Florida)
) SS:
County of Dade)

BEFORE ME, the undersigned authority, personally appeared RONALD SHUFFIELD, EDUARDO CAMET AND PATRICK DUNNIGAN who, after being first duly sworn, acknowledged that they executed the foregoing Articles of Incorporation of CALUSA CLUB VILLAGE CONDOMINIUM BLDG. D SOUTH ASSOCIATION, INC., a Florida corporation not for profit, for the purposes therein expressed.

WITNESS my hand and official seal at the State and County aforesaid this 10 day of JUNE, 1983.



Notary Public, State of
Florida at Large

My Commission Expires:

Notary Public, State of Florida
My Commission Expires June 8, 1987
Notary Public Seal - Notary Public, Fla.

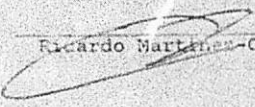
CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

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

THAT, CALUSA CLUB VILLAGE CONDOMINIUM BLDG. D SOUTH ASSOCIATION, INC. desiring to organize under the laws of the State of Florida, with its principal offices at 13295 S.W. 8 Lane, Miami, Florida, 33186 has named Ricardo Martinez-Cid, whose office is located at 1699 Coral Way, Suite 315, Miami, Florida, 33145, as its agent to accept service of process within the State.

ACKNOWLEDGMENT

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 provisions of said Act relative to keeping open said office.


Ricardo Martinez-Cid

FILED
JUN 6 12 25 PM '83
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
DIVISION OF CONSUMER AFFAIRS
96 MAR 11 AM 9:52

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF CALUSA CLUB VILLAGE CONDOMINIUM
BLDG. D SOUTH ASSOCIATION, INC.

The undersigned, as President and Secretary of CALUSA CLUB VILLAGE CONDOMINIUM BLDG. D SOUTH, INC., a Florida not-for-profit corporation, hereby certify that the following amendment to its Articles of Incorporation ("Articles") was duly adopted by the unanimous vote of the entire Board of Directors and by an affirmative vote of a majority of the entire membership at a duly called meeting of the membership held on December 12, 1991:

1. Article IX of the Articles is hereby amended as follows:

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

After the time the property described in Article II hereinabove 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~~ a majority of the Board, then it shall require only a majority of the ~~total membership~~ a quorum of members present in person or by proxy to be adopted.

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

No amendment shall change the rights or privileges of Developer referred to in said Declaration and Exhibits attached thereto without Developer's written approval.

IN WITNESS WHEREOF, the President and Secretary of the Association have executed this Articles of Amendment on the 15th day of February, 1996.

CALUSA CLUB VILLAGE CONDOMINIUM
BLDG. D SOUTH ASSOCIATION, INC.
A Florida not-for-profit corporation

M. Bant
Witness

BY: Josie Genco
Josie Genco, President
Print Name: Josie Genco

Judy Kowalski
Witness

BY: Judy Kowalski
Judy Kowalski, Secretary
Print Name: Judy Kowalski

STATE OF FLORIDA
COUNTY OF DADE

The foregoing Articles of Amendment was acknowledged before me this 15th day of February, 1996, by Josie Genco and Judy Kowalski as President and Secretary, respectively, of CALUSA CLUB VILLAGE CONDOMINIUM BLDG. D SOUTH, INC., a Florida corporation not for profit, on behalf of the corporation. They are personally known to me and did take an oath.

Sandra Blank
Signature
Print Name: Sandra Blank
Title: _____
Serial No: _____
My Commission Expires: _____

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