

ARTICLES OF INCORPORATION

OF

THE VILLAS AT BONAVENTURE IN TRACT 37 SOUTH
CONDOMINIUM ASSOCIATION, INC.

(A Corporation Not-for-Profit)

In order to form a non-profit corporation in accordance with the laws of the State of Florida, we, the undersigned, hereby associate ourselves into a corporation for the purposes hereinafter mentioned; and to that end we do, by these Articles of Incorporation, set forth the following:

DEFINITIONS

All terms used in these Articles of Incorporation shall have those definitions set forth in the Declaration of Condominium for THE VILLAS AT BONAVENTURE IN TRACT 37 SOUTH, a Condominium. Any terms not defined in the Declaration of Condominium shall have those definitions established by Florida Statute 718.103. If any definition in the Declaration of Condominium conflicts with a definition in the Florida Statutes, the definition in the Declaration of Condominium shall prevail and govern the interpretation of this document.

ARTICLE I

NAME

The name of this Corporation shall be THE VILLAS AT BONAVENTURE IN TRACT 37 SOUTH CONDOMINIUM ASSOCIATION, INC. The mailing address for this Corporation is 221 South Bonaventure Boulevard, Fort Lauderdale, Florida 33326.

ARTICLE II

PURPOSE

This Corporation is created to be the Association for THE VILLAS AT BONAVENTURE IN TRACT 37 SOUTH, a Condominium. This Condominium has been or will be constructed upon real property situate, lying, and being in Broward County, Florida.

This Corporation will undertake the performance of, and carry out the acts and duties incident to, the administration, operation, and management of the Condominium in accordance with the terms, provisions, conditions, and authority contained in these Articles of Incorporation and in the Declaration. This Corporation may own, operate, lease, sell, trade, and otherwise deal with the Condominium Property, in whatever manner may be necessary or convenient to accomplish the proper administration of the Condominium.

ARTICLE III

POWERS

The powers of this Corporation shall include and be governed by the following provisions:

1. Corporation shall have all of the common law and statutory powers of a corporation not-for-profit which are not in conflict with the terms of the Condominium Documents and the Act.

2. Corporation shall have all the powers of Condominium Associations under and pursuant to the Act and shall have all of the powers reasonably necessary to implement the purposes of the Corporation, including, but not limited to, the following:

A. To make, establish, and enforce reasonable rules and regulations governing the use of Units, Common Elements, Limited Common Elements, and Condominium Property;

B. To make, levy, and collect Assessments against Unit Owners; to provide the funds to pay for Common Expenses of each Building and other improvements within the Condominium, as is provided in the Condominium Documents and the Act; to use and expend the proceeds of Assessments in the exercise of its powers and duties of the Corporation;

C. To maintain, repair, replace, and operate the Condominium Property;

D. To reconstruct improvements within the Condominium Property in the event of casualty or other loss;

E. To enforce the provisions of the Condominium Documents;

F. To become and continue to be a member of the Bonaventure Intercondominium Association, Inc., a Florida corporation, and such other corporations and associations with which this Corporation may have mutual interests, and to perform the functions and discharge the duties incumbent upon such membership; to delegate to persons or entities selected by the Board, the function of representing the Corporation at the membership meetings of these corporations or associations and to collect and transmit to these corporations or associations any Assessments duly levied;

G. To deal with other Corporations and Associations or representatives thereof or other land owners in BONAVENTURE on matters of mutual interest.

REF 8752
PAGE 275

ARTICLE IV

MEMBERS

The qualification of Members, the manner of admission to Membership, the termination of such Membership, and voting by Members shall be as follows:

1. Owners of all Units in the Condominium shall be Members of this Corporation, and no other persons or entities shall be entitled to Membership.
2. Membership shall be established by the acquisition of title to a Unit in the Condominium. Membership shall be automatically terminated when a Unit Owner divests himself of or transfers title to his Unit.
3. The share of a Member in the funds and assets of this Corporation and Membership in this Corporation cannot be assigned, hypothecated, or transferred in any manner except as an appurtenance to a Unit.
4. Owners of all of the Units in the Condominium are referred to herein as the "Membership." This Condominium will contain 18 Buildings and this Corporation will act in behalf of all Unit Owners in the Buildings. On all matters upon which the Membership shall be entitled to vote, there shall be only one vote for each Unit, which vote shall be exercised by the Unit Owner in accordance with the provisions of the Declaration and Bylaws.
5. Until the Condominium Property is formally submitted to Condominium Ownership, the Membership of this Corporation shall be comprised of the subscribers to these Articles. In the event of the resignation or termination of Membership of any such subscriber, the remaining subscribers may nominate and designate a successor subscriber. Each of these subscribers and their successors shall be entitled to cast one vote on all matters upon which the Membership is entitled to vote. When the Condominium Property is formally submitted to Condominium Ownership, Developer shall exercise the Membership rights of a Unit until title to the Unit is transferred.

ARTICLE V

TERM

The term for which this Corporation is to exist shall be perpetual.

ARTICLE VI

SUBSCRIBERS

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

REF 8752 PAGE 276

<u>NAME</u>	<u>ADDRESS</u>
STANLEY ANGEL	1175 Northeast 125th Street North Miami, Florida 33161
S. JAMES COHEN	1175 Northeast 125th Street North Miami, Florida 33161
LAWRENCE H. ROGOVIN	1175 Northeast 125th Street North Miami, Florida 33161

ARTICLE VII

OFFICERS

1. The affairs of the Corporation, subject to the direction of the Board, shall be administered by the President, assisted by one or several Vice-Presidents, the Secretary, Treasurer, and, if any, the Assistant Secretary and Assistant Treasurer. The Board or the President, with the approval of the Board, may employ a Managing Agent and/or other managerial or supervisory personnel or entities to administer the affairs of this Corporation or assist in its administration, operation, or management. Any such person or entity may be employed without regard to whether such person or entity is a Member, Director, or Officer of the Corporation.

2. The Board shall elect the President, Vice-President, Secretary, and Treasurer. No Officer may hold more than one of these offices. The President and Vice-President shall be members of the Board.

ARTICLE VIII

FIRST OFFICERS

The names of the Officers who are to serve until the first election of officers by the Board are as follows:

President	VINCENT J. COCONATO
Secretary	DAVE DALE
Treasurer	DAVE TYRIE

ARTICLE IX

BOARD OF DIRECTORS

The affairs of the Corporation will be managed by a Board consisting of the number of Directors determined by the Bylaws. In no event shall the Board consist of less than three Directors. The Directors on the first Board need not be Members of the Corporation.

Subsequent Directors of the Corporation shall be elected at the Annual Meeting of Members in the manner determined by the Bylaws. The Directors named in these Articles shall serve

until the first election of Directors. Any vacancies in their number, occurring before the first election, shall be filled by the remaining Directors.

The names and addresses of the Directors, who shall hold office and serve until the first regular meeting of the Membership at which Directors are elected, are as follows:

VINCENT J. COCONATO	1330 Northeast 105th Street Miami Shores, Florida
DAVE DALE	200 Country Club Road Fort Lauderdale, Florida 33326
DAVE TYRIE	200 Country Club Road Fort Lauderdale, Florida 33326

ARTICLE X

BYLAWS

The Bylaws of the Corporation shall be adopted by the first Board and, thereafter, may be altered, amended, or rescinded by either a majority of the Board or Unit Owners, in the manner provided for by the Bylaws.

ARTICLE XI

AMENDMENTS

1. Prior to the time the Declaration is recorded, these Articles may be amended by an instrument, in writing, signed by all the subscribers to these Articles. The instrument shall state the Article number and the content of the amendment. It shall be filed in the office of the Secretary of State of the State of Florida and a certified copy of the amendment shall be attached to these Articles and be recorded with the Declaration.

2. After the Declaration is recorded, these Articles may be amended in the following manner:

A. Notice of the subject matter of the proposed amendment shall be included in the Notice of any meeting at which such proposed amendment is to be considered.

B. A resolution seeking the approval of a proposed amendment may be proposed by either the Board or the Membership and, after being proposed and approved by one of said bodies, it must be submitted for approval and, thereupon, receive approval of the other. Such approval must be by 75 percent of the Members present at any meeting at which there is a quorum; and such approval must be by 66 2/3 percent of the Members of the Board present at a meeting at which there is a quorum.

C. Notwithstanding the foregoing provisions of this Article XI, no amendment to these Articles which shall

REF 8752 PAGE 278

abridge, amend, or alter the rights of Developer, may be adopted or become effective without the prior written consent of Developer.

IN WITNESS WHEREOF, the subscribers have hereunto affixed their signatures this _____ day of _____, 19____.

STANLEY ANGEL

S. JAMES COHEN

LAWRENCE H. ROGOVIN

STATE OF FLORIDA)
) ss.
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this _____ day of _____, 19____, by STANLEY ANGEL, S. JAMES COHEN, and LAWRENCE H. ROGOVIN.

SEAL

Notary Public, State of
Florida at Large

My commission expires:

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8752
PAGE
279

CERTIFICATE DESIGNATING AGENT AND PLACE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

THE VILLAS AT BONAVENTURE IN TRACT 37 SOUTH CONDOMINIUM ASSOCIATION, INC., desiring to organize under the laws of the State of Florida, with its principal offices as indicated in the Articles of Incorporation, designates STANLEY ANGEL, c/o the law offices of Cohen, Angel & Rogovin, 1175 Northeast 125th Street, North Miami, Florida 33161, as its Agent to accept service of process within this State.

Having been designated as the Resident Agent for the above stated corporation, I hereby accept the position, agree to act in this capacity, and to comply in full with the provisions of said Act.

Stanley Angel
Resident Agent

The registered agent and street address of the registered office, place of business or location for the service of process within this State is as follows:

STANLEY ANGEL
c/o Cohen, Angel & Rogovin
1175 Northeast 125th Street
North Miami, Florida 33161

REC 8752 PAGE 280