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LAW OFFICES

VEGA, BROWN, STANLEY & BURKE, P.A.

FOUNDED 1948

GEORGE VEGA, JR.
THOMAS R. BROWN, P.A.
JOHN F. STANLEY*
CONSTANCE M. BURKE
* ALSO LICENSED IN NY

2660 AIRPORT ROAD SOUTH
NAPLES, FLORIDA 34112-4899

MARCO ISLAND OFFICE
950 NORTH COLLIER BLVD.

TELEPHONE (941) 774-3333
TELECOPIER (941) 774-6420

June 5, 2000

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Dear Sir or Madam:

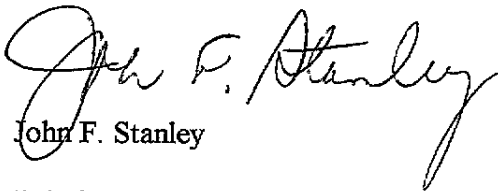
RE: Greenlinks Master Association, Inc.
Greenlinks I Condominium Association, Inc.

600003281886--D
-06/08/00--01082--001
*****78.75 *****78.75

Enclosed please find Articles of Incorporation with regard to the above entities together with our checks each in the amount of \$78.75 for filing. Please proceed to file the same and return a file-stamped copy to our office.

Thank you.

Very truly yours,


John F. Stanley

JFS:rjm
Enclosures

FILED
00 JUN -8 AM 9:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. BROWN JUN 15 2000

ARTICLES OF INCORPORATION

OF

GREENLINKS MASTER ASSOCIATION, INC.

FILED
00 JUN -8 AM 9:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a not-for-profit Corporation in accordance with the laws of the State of Florida, hereby acknowledge and file these Articles of Incorporation in the office of the Secretary of the State of Florida, and certify as follows:

ARTICLE I

The name of this Corporation shall be Greenlinks Master Association, Inc. For convenience, the Corporation shall be referred to as the "Corporation".

ARTICLE II
PURPOSES AND POWERS

The Corporation shall have the following powers:

A. To promote the health, safety and social welfare of the owners of property within Greenlinks, a community located in Collier County, Florida and described on Exhibit A attached hereto and made a part hereof, and hereinafter referred to as "the Properties".

B. To provide for maintenance service and such other services ("Community Services") the responsibility for which has been imposed upon and delegated to the Corporation pursuant to the Declaration of Covenants, Conditions and Restrictions for Greenlinks.

C. To carry out the duties and obligations and receive the benefits given the Corporation by the Declaration of Covenants, Conditions and Restrictions for Greenlinks.

D. To establish By-Laws and Rules and Regulations for the operation of the Corporation and to provide for the formal administration of the Corporation; to enforce the By-Laws, the Rules and Regulations of the Corporation and the Declaration of Covenants, Conditions and Restrictions for Greenlinks.

E. To contract for the management of the Properties and for the furnishing of the Community Services and to delegate to the party with whom such contract has been entered into the powers and duties of the Corporation.

F. To operate and maintain common property, specifically the surface water management system as permitted by the Southwest Florida Water Management District including all lakes, retention areas, water management areas, ditches, culverts, structures and related appurtenances, sue and be sued.

G. To acquire, own, operate, mortgage, lease, sell and trade property, whether real or personal, as may be necessary or convenient in the administration of the Properties.

H. To levy and collect assessments against Members of the Greenlinks I Condominium Association, Inc. in order to pay all expenses of the Corporation as provided in the Declaration of Covenants, Conditions and Restrictions for Greenlinks.

I. To manage, maintain, insure, equip, improve, repair, reconstruct, pay taxes and expenses, replace and operate the Properties and provide the Community Services and to contract with others for such Properties.

J. To grant easements, licenses, rights-of-way, etc., over and across the Properties.

K. The 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 these Articles, and the Declaration of Covenants, Conditions and Restrictions for Greenlinks.

ARTICLE III **MEMBERS**

The members of the Corporation shall be Lely Golf Villas I Limited Partnership as long as it owns all or any of the lands subject to the Master Declaration of Covenants, Conditions, and Restrictions for Greenlinks; and all record owners of a condominium unit as defined in the Master Declaration of Covenants, Conditions and Restrictions for Greenlinks. Membership shall be appurtenant to and may not be separated from ownership of a condominium unit. If the Association is dissolved, the Property consisting of the Surface Water Management System shall be conveyed to an appropriate agency of local government and that if not accepted, then the Surface Water Management System shall be dedicated to a similar non-profit corporation.

ARTICLE IV **EXISTENCE**

The Corporation shall have perpetual existence.

ARTICLE V **VOTING RIGHTS**

Each member shall have one (1) vote for each dwelling unit owned by it.

ARTICLE VI **SUBSCRIBERS**

The name and address of the Subscriber to these Articles of Incorporation is as follows:

John F. Stanley
2660 Airport Road South
Naples, Florida 34112

ARTICLE VII
BOARD OF DIRECTORS

The Initial Board of Directors shall consist of five (5) Directors. The names and addresses of the Initial Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Ivan M. Chosnek	3300 PGA Boulevard, Suite 700 Palm Beach Gardens, FL 33410
Jeannie M. White	2200 PGA Boulevard, Suite _____ Palm Beach Gardens, FL 33410
Rick Mildner	130 South Orange Avenue Suite 200 Orlando, FL 32801
Joseph D. Boff	8401 Indian Wells Way Naples, Florida 34113
John F. Stanley	4040 Old Trail Way Naples, Florida 34103

The number of directors may be either increased or decreased from time to time by the By-Laws, but shall never be less than 5.

At the first Annual Meeting and at each Annual Meeting there after the members shall elect Directors for terms as set forth in the By-Laws. Directors need not be members of the Corporation.

ARTICLE VIII
OFFICERS

The affairs of the Corporation shall be administered by the Officers designated in the By-Laws, who shall serve at the pleasure of said Board of Directors. The names and addresses of the Officers who shall serve until the first election of Officers pursuant to the provisions of the By-Laws are as follows:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Ivan M. Chosnek	President	3300 PGA Boulevard Suite 700 Palm Beach Gardens, FL
Joseph D. Boff	Vice President	8401 Indian Wells Way Naples, FL 34113
John F. Stanley	Secretary/ Treasurer	4040 Old Trail Way Naples, FL 34103

ARTICLE IX
BY-LAWS

The original By-Laws of the Corporation shall be adopted by the Initial Board of Directors. Thereafter, the By-Laws may be altered, amended or rescinded only in the manner provided for in By-Laws. Such alteration, amendment or rescission of the By-Laws may not be adopted and shall not become effective without the prior written consent of Ameracraft Builders, Inc. for as long as it is a member.

ARTICLE X
TRANSACTIONS IN WHICH DIRECTORS OR OFFICERS
ARE INTERESTED

In the absence of fraud, no contract or other transaction between the Corporation and any other person, firm, association, corporation or partnership shall be affected or invalidated by the fact that any Director or Officer of the Corporation is pecuniarily or otherwise interested in such contract or other transactions, or in any way connected with any person, firm, association, corporation or partnership which is pecuniarily or otherwise interested therein. Any Director may vote and be counted in determining the existence of a quorum at any meeting of the Board of Directors of the Corporation for the purpose of authorizing such contract or transaction with like force and effect as if he were not so interested, or were not a Director, Member or Officer of such firm, association, corporation or partnership.

ARTICLE XI
INDEMNIFICATION

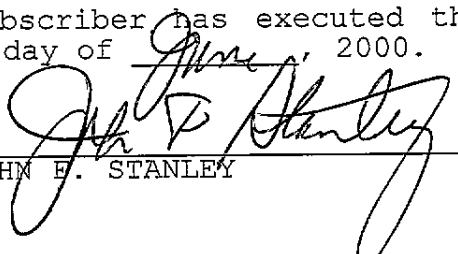
Every Director and every Officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees reasonably incurred by or imposed upon the Director or Officer in connection with any proceeding or any settlement thereof to which the Director or Officer may be a party, or in which the Director or Officer may become involved by reason of the Director or Officer being or having been a Director or Officer of the Corporation whether or not 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 the Director's or Officer's duty; provided that in the event of a settlement, the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interest of the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all rights to which such Director or Officer may be entitled.

ARTICLE XII
INITIAL REGISTERED OFFICE, AGENT AND ADDRESS

The principal office of the Corporation shall be at 2660 Airport Road South, Naples, Florida 34112, or at such other place, within or without the State of Florida as may be

subsequently designated by the Board of Directors. The initial registered office is at the above address and the initial registered agent therein is John F. Stanley.

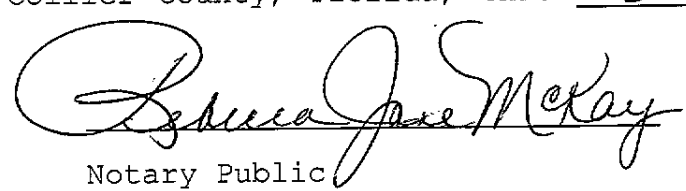
IN WITNESS WHEREOF, the subscriber has executed these Articles of Incorporation, this 6 day of June, 2000.


JOHN F. STANLEY

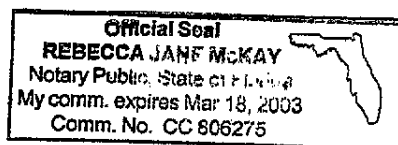
STATE OF FLORIDA)
 : ss.
COUNTY OF COLLIER)

I hereby certify that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared JOHN F. STANLEY, well known to me and he acknowledged executing the foregoing Articles of Incorporation of Greenlinks Master Association, Inc. for the uses and purposes expressed therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Collier County, Florida, this 6 day of June, 2000.


Notary Public

My commission expires:



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

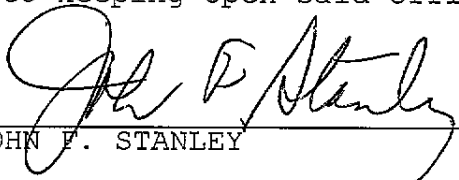
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00 JUN -8 AM 9:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 8.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, that Greenlinks Master Association, Inc., desiring to organize under the laws of the State of Florida with its initial registered office as indicated in the Articles of Incorporation, at Naples, County of Collier, State of Florida, has named JOHN F. STANLEY, located at 2660 Airport Road South, Naples, Florida 34112, as its agent to accept service of process within the State.

ACKNOWLEDGEMENT

Having named to accept service of process for the above-styled corporation, at 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.



JOHN F. STANLEY