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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32300
FAX: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
1402 W FLAGLER ST
SUITE 200
MIAMI FL 33135- 3302-00000000

CONTACT: RAY STORMONT
PHONE: (305) 841-3694
FAX: (305) 841-3770

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DOCUMENT TYPE: FLORIDA NON-PROFIT CORPORATION

NAME: LAKE KATHERINE PHASE II CONDOMINIUM ASSOCIATION, INC
FAX AUDIT NUMBER: H96000002890
DATE REQUESTED: 02/29/1996
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U.S. DEPARTMENT OF JUSTICE

SECTION OF CORPORATIONS
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CERTIFIED

H 96000002890

ARTICLES OF INCORPORATION
OF

LAKE KATHERINE PHASE II CONDOMINIUM ASSOCIATION, INC.
a Florida not-for-profit corporation

The undersigned subscriber to these Articles of Incorporation,
a natural person competent to contract, hereby forms a corporation
not for profit under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation is LAKE KATHERINE PHASE II
CONDOMINIUM ASSOCIATION, INC. a Florida not-for-profit corporation

ARTICLE II

PURPOSE

The Association is organized to protect the value of the
property of the Members of the Association, to exercise all the
powers and privileges, and to perform all of the duties and
obligations of the Association as defined and set forth in that
certain Declaration of Covenants, Conditions and Restrictions for
LAKE KATHERINE PHASE II CONDOMINIUM ASSOCIATION, INC. a Florida
not-for-profit corporation, (the "Declaration") to be recorded in
the office of the Clerk of the Circuit Court in and for Dade
County, Florida, including the establishment and enforcement

This Instrument Prepared by
and Return to :
Leonardo P. Brito, Esq.
Vizcaya View Plaza
2600 S.W. 3rd Avenue
Suite 301
Miami, FL 33129
Florida Bar No.: 0615730

(305) 856-9450

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of payment of charges and assessments contained therein, to engage in such other lawful activities as may be to the mutual benefit of the Members and their property. All terms used herein which are defined in the Declaration shall have the same meaning as in the Declaration.

ARTICLE III

POWERS

3.1 Common Law and Statutory Powers. The Association shall have all of the common law and statutory powers of a corporation not-for-profit, including but not limited to those powers set forth and described in Chapter 617, Florida Statutes, as amended, together with, or as limited by, those powers conferred on the Association by the Declaration, these Articles and the By-Laws of the Association, as amended. The Association shall have all of the powers reasonably necessary to implement its purpose, and to enforce by legal means the provisions of the Declaration, these Articles, the By-Laws and the Rules and Regulations of the Association.

3.2 Limitations. The powers of the Association shall be subject to and be exercised in accordance with the provisions of the Declaration.

3.3 Funds and Title to Properties. All funds and title to all properties acquired by the Association and the proceeds thereof shall be held only for the benefit of the Members in accordance with the provisions of the Declaration.

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ARTICLE IVBOARD OF DIRECTORS

The affairs of the Association shall be managed by a Board of Directors. Until such time as the Developer relinquishes control of the Association, as described in the Declaration, and By-Laws, the Developer shall have the right to appoint a majority of the members of the Board of Directors. Further, no Director appointed by the Developer need be a Member. However, all Directors elected by Members other than the Developer must be Members. The initial Board shall consist of three (3) Directors, whom shall be appointed by the Developer. The Developer shall be entitled, at any time and from time to time, to remove or replace any Director originally appointed by the Developer. The Developer may waive or relinquish, in whole or in part, any of its rights to appoint any or more of the Directors it is entitled to appoint. The following persons shall constitute the initial Board of Directors:

Name	Address
Andrew LaRosa	8002 Miami Lakes Drive Miami Lakes, Florida 33016
Venancio Torre	8002 Miami Lakes Drive Miami Lakes, Florida 33016
Kenneth Edelman	8002 Miami Lakes Drive Miami Lakes, Florida 33016

ARTICLE V

Indemnification of Officers and Directors

Every Director and Officer of the Association shall be indemnified by the Association against all expenses and liability, including attorneys' fees, reasonably incurred by or imposed upon him in connection with 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, whether or not he is a director or officer at the time such expenses are incurred, except in such cases where the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties, provided however, that in the event of any claim for reimbursement or indemnification hereunder based upon a settlement by the director or officer seeking such reimbursement or indemnification, the indemnification herein shall apply only if the Board approves such settlement and reimbursement as being in the best interest of the Association. The foregoing right of indemnification shall be in addition to but not exclusive of all other rights to which such officer or director may be entitled. This obligation shall be funded by directors and officers liability insurance as is reasonably available wherever possible, which insurance shall be a Common Expense of the Members.

ARTICLE VI

OFFICE AND RESIDENT AGENT

The initial address of the principal office of the corporation in the State of Florida is:

H96000002890

0002 Miami Lakes Drive
Miami Lakes, Florida 33016

and the initial Registered Agent is Leonardo F. Drito, P.A.

The Board of Directors may from time to time move the principal office to any other address.

ARTICLE VII

BYLAWS

The bylaws of this corporation may be made, altered or rescinded by a majority of the Board of Directors, proposed by the Board of Directors to the members and approved at a members' meeting by a majority of the members entitled to vote thereon, unless all of the directors and all of the members entitled to vote and sign a written statement manifesting their intention that the by-laws be made, altered or rescinded.

ARTICLE XII

AMENDMENTS

Every amendment to the Articles of Incorporation shall be approved by a majority vote of the Board of Directors proposed by the Board of Directors to the members and approved at a members' meeting by a majority of the members entitled to vote thereon, unless all of the directors and all of the members entitled to vote sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made. Upon an amendment to the Articles of Incorporation being adopted, the amendment shall be filed with the Secretary of State in the manner provided by law.

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IN WITNESS WHEREOF, the incorporator has hereto set his hands and seals, and caused these Articles of Incorporation to be executed this 26th day of February, 1996.

By: Andrew La RosaName: Andrew La Rosa

STATE OF FLORIDA)

COUNTY OF DADE)

SS:

BEFORE ME, the undersigned authority, this 26th day of February, 1996, personally appeared Andrew La Rosa, known to me to be the persons who executed the foregoing Articles of Incorporation of LAKE KATHERINE PHASE II CONDOMINIUM ASSOCIATION, INC. a Florida not-for-profit corporation, and acknowledged before me that he executed the same for the purposes herein expressed, and who is personally known to me or who has produced _____ as identification, and did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, in the State and County aforesaid, this 26th day of February, 1996.



Andrew La Rosa
NOTARY PUBLIC, State of Florida

My commission expires:

CERTIFICATE DESIGNATION PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

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IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING SUBMITU:

FIRST THAT LAKE KATHERINE PHASE II CONDOMINIUM ASSOCIATION, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH IT'S PRINCIPAL PLACE OF BUSINESS AT CITY OF MIAMI, COUNTY OF DADE, STATE OF FLORIDA, HAS NAMED LEONARDO F. BRITO, P.A., AS IT'S AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

LEONARDO F. BRITO, P.A. HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPERTY AND COMPLETE PERFORMANCE OF ITS DUTIES.

Leonardo F. Brito P.A.

By: [Signature]
Name: Leonardo F. Brito
Title: President
Date: 2/26, 1996

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12:30 PM

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((H97000000591 2))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: LAKE KATHERINE PHASE II CONDOMINIUM ASSOCIAT

AUDIT NUMBER.....H97000000591

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 3

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
H97000000591
(3)

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
LAKE KATHERINE PHASE II CONDOMINIUM ASSOCIATION, INC.

Pursuant to the provisions of Section 617.1006 Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation.

First: Article I of the original articles of incorporation are hereby deleted and the following added:

ARTICLE I

The name of this corporation is LAKE KATHERINE CONDOMINIUM ASSOCIATION, INC., a Florida not-for-profit corporation.

Document Prepared By:
Leonardo F. Brito, Esq.
8005 N.W. 155 Street, Ste. B
Miami, Florida 33016
Florida Bar No. 0615730
(305) 362-0880

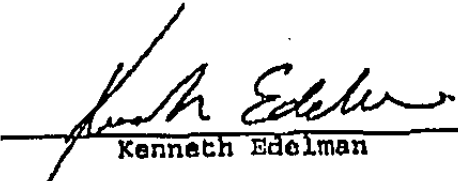
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The members of this corporation adopted this Amendment this 9th day of January, 1997, as the number of votes cast for the Amendment was sufficient for approval. The Board of Directors unanimously approved the Amendment.

IN WITNESS WHEREOF, the director has hereto set his hands and seals, and caused these Articles of Amendment to be executed this 9th day of January, 1997.


Kenneth Edelman

STATE OF FLORIDA)
) SS.
COUNTY OF DADE)

The foregoing instrument was sworn to and acknowledged before me this 9th day of January, 1997 by Kenneth Edelman as Director of LAKE KATHERINE CONDOMINIUM ASSOCIATION, INC., a Florida not-for-profit corporation, on behalf of the corporation, known to me to be the person described in and who executed the foregoing Agreement for the purposes therein stated, and who is personally known to me, or [] has produced as identification.


NOTARY PUBLIC, STATE OF FLORIDA

Name of Notary Typed, Printed, or
Stamped

Commission Number/Expiration Date



LEONARDO F BRITO
My Commission 00891325
Expires Jun. 28, 1997
Bonded by HAI
800-422-4556



LEONARDO F BRITO
My Commission 00208325
Expires Jun. 28, 1997
Bonded by HAI

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