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TALLAHASSEE, FL 32309-2602
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PROFESSIONAL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 145651 81686A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : November 6, 1996

ORDER TIME : 9:58 AM

ORDER NO. : 145651-005

CUSTOMER NO: 81686A

500001997665-1-8
-11/06/96--01040--007
****122.50 ****122.50

CUSTOMER: Edgar Lewis, Esq
KEITH MACK LEWIS COHEN &
LUMPKIN, P.A.
20th Floor
200 South Biscayne Boulevard
Miami, FL 33131

DOMESTIC FILING

NAME: CYPRESS POINTE NEIGHBORHOOD
ASSOCIATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cindy Helentjaris

EXAMINER'S INITIALS:

FILED
96 NOV -6 AM 9:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
RECEIVED
96 NOV -5 AM 10:44
DIVISION OF CORPORATION

RK
11-7-96

ARTICLES OF INCORPORATION
OF
CYPRESS POINTE NEIGHBORHOOD ASSOCIATION, INC.

A Non-Profit Corporation

These Articles are executed by the undersigned for the purpose of forming a corporation not-for-profit under Chapter 617, Florida Statutes and certifies as follows:

ARTICLE I - NAME

The name of the corporation shall be CYPRESS POINTE NEIGHBORHOOD ASSOCIATION, INC. For convenience, the corporation shall be referred to in this instrument as the "Association".

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the Association shall be: c/o Summit Property Management, Inc., 6289 West Sunrise Boulevard, Suite 202, Sunrise, Florida 33313. The mailing address for the Association shall be: c/o Summit Property Management, Inc., Post Office Box 189013, Plantation, Florida 33318.

ARTICLE III - PURPOSE

3.1 The purpose for which the Association is organized is to provide an entity for the operation of a residential development located upon the following lands in Broward County, Florida (the "Neighborhood"):

SEE EXHIBIT "A" ATTACHED HERETO AND
INCORPORATED HEREIN

3.2 The Association shall make no distributions of income to its members, directors or officers.

ARTICLE IV - POWERS

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

4.1 The Association shall have all of the common law and statutory powers of a corporation not-for-profit not in conflict with the terms of these Articles.

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TALLAHASSEE, FLORIDA

4.2 The Association shall have all of the powers and duties set forth in a certain Neighborhood Declaration of Covenants and Restrictions for Cypress Pointe, recorded in Official Records Book 17667, Page 0655, of the Public Records of Broward County, Florida (hereinafter called "Neighborhood Declaration"), and that certain Master Declaration for Grand Palms, recorded in Official Records Book 16368, Page 732 (the "Master Declaration"; for purposes herein, the Neighborhood Declaration and the Master Declaration shall be collectively referred to hereafter as the "Declarations"), except as limited by these Articles, and all of the powers and duties reasonably necessary to operate the Association pursuant to the Declarations, as such may be amended from time to time, including, but not limited to, the following:

- (a) To make and collect assessments against members to defray the costs, expenses, and losses of the Association and to replenish reserves, and to use the proceeds thereof in the exercise of the Association's powers and duties;
- (b) To own, purchase, sell, mortgage, lease, administer, manage, operate, improve, repair and replace real and personal property;
- (c) To maintain, repair, replace, and operate the property, buildings and other improvements which are owned, leased or otherwise subject to the control of the Association;
- (d) To purchase insurance for the protection of the Association and its members and all property of the Association;
- (e) To reconstruct improvements after casualty and to construct future improvement in the Neighborhood, so long as such are not prohibited by the Declarations or by law;
- (f) To make and amend reasonable regulations with respect to the use of property within the Neighborhood owned by or subject to the Association's control;
- (g) To exercise architectural control over all buildings and improvements within the Neighborhood, subject to such restrictions and requirements of the Master Declaration;
- (h) To enforce by all legal means available the provisions of the Declarations, these Articles, the By-Laws of the Association, and the regulations of the Neighborhood, provided that nothing herein shall require the Association to enforce same;
- (i) To employ personnel necessary to perform the obligations, services and duties required of or to be performed by the Association and to contract with others for the performance of such obligations, services and duties;
- (j) To contract for the management of the Association and to delegate to such contractor all powers and duties of the Association; and

(k) To interact with the Community Association (as defined in the Master Declaration) and take any and all action, on behalf of the Neighborhood, as may be necessary or proper pursuant to the Master Declaration.

4.3 All funds and title of all properties acquired by the Association, as well as all proceeds thereof, shall be held in trust for the members in accordance with the provisions of the Neighborhood Declaration, these Articles of Incorporation, and the By-Laws.

4.4 The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the Declarations and the By-Laws.

ARTICLE V

5.1 The members of the Association shall consist of all of the record owners of the lots within the Neighborhood, and/or the Developer (as such term is defined in the Neighborhood Declaration).

5.2 Change of membership in the Association shall be established by recording in the Public Records of Broward County, Florida, a deed or other instrument establishing a record title to a lot and the delivery to the Association of a copy of such instrument. The owner designated by such instrument thereby becomes a member of the Association and the membership of the prior owner is thereby terminated. In the event of the death of a member, his membership shall be transferred to his heirs or successors in interest. Notwithstanding the foregoing, the Association shall not be obligated to recognize such a membership transfer until the Association receives a true copy of the deed or other instrument establishing the transfer of ownership of the lot, and it shall be the responsibility and obligation of the former and new owner of the lot to provide such true copy to the Association.

5.3 The share of a member in the funds and assets of the Association cannot be assigned, hypothecated nor transferred in any manner except as an appurtenance to the lot.

5.4 There shall be only one (1) voting interest or vote for each lot. The exact number of votes to be cast by members on issues before the Association and the manner of exercising voting rights shall be as provided in the Neighborhood Declaration, or, in the absence of any provision therein, as provided in the Master Declaration or in the By-Laws of the Association, in such order or priority.

5.5 This Association shall never have or issue any share of stock.

ARTICLE VI - DIRECTORS

6.1 The affairs of the Association will be managed by a Board consisting of a number of directors determined by the By-Laws, which number shall not be less than three (3) directors and shall

always be an odd number. All directors must be members of the Association. The term of office of each director shall be as provided in Article 6.3 below.

6.2 Directors of the Association shall be elected at an annual meeting of the members in the manner determined by the By-Laws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided in the By-Laws.

6.3 Directors shall be divided into three (3) classes. There shall be one (1) Class One director, having a term of office of one (1) year. There shall be one (1) Class Three director, having a term of office of three (3) years. All other directors shall be Class Two directors, having a term of office of two (2) years.

6.4 The directors named in these Articles shall serve until the first election of directors, and any vacancies in their number occurring before the first election shall be filled by the remaining directors. The first election of the directors shall be held upon Turnover (as defined in the Neighborhood Declaration) by the Developer.

6.5 The names and addresses of the members of the first Board of Directors who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

Dan Zinn:	721 Cypress Pointe Drive East Pembroke Pines, FL 33027
Leon Doan	521 Cypress Pointe Drive East Pembroke Pines, FL 33027
Allen Khalili:	520 Cypress Pointe Drive East Pembroke Pines, FL 33027

ARTICLE VII - OFFICERS

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

President:	Leon Doan
Vice President:	Allen Khalili
Secretary/Treasurer:	Dan Zinn

The Board of Directors, or the President, with the approval of the Board of Directors, may employ a managing agent and/or such other managerial and supervisory personnel or entities to administer or assist in the administration of the operation and management of the Association and any such person or entity may be so employed without regard to whether such person or entity is a member of the Association or is a director or officer of the Association, or an employee or associate of Developer, as the case may be.

ARTICLE VIII - INDEMNIFICATION

8.1 Every director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities including counsel fees and expenses reasonably incurred by or imposed upon him in connection with any proceedings 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 an officer of the Association, whether or not he is a director or officer at the time such expenses are incurred, except when the director or officer is adjudged guilty of willful 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 of Directors 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 under the Declarations.

8.2 The Association shall have the power to purchase and maintain insurance on behalf of each person who is a director, officer, employee or agent of the Association against any liability asserted against him or incurred by him in any such capacity, or arising out of his status as such, whether or not the Association would have the power to indemnify him under the provisions of these Articles.

ARTICLE IX - BY-LAWS

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

ARTICLE X - AMENDMENTS

Amendments to the Articles of Incorporation shall be proposed and adopted in the following manner:

10.1 Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is considered.

10.2 A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by the members of the Association. Directors and members not present in person or by proxy at the meeting considering the amendment may express their approval in writing, provided such approval is delivered to the Secretary at, or prior to the meeting. Except as elsewhere provided, such approvals must be by not less than a majority of the voting members present at a duly called membership meeting of the Association.

10.3 Notwithstanding any other provision in these Articles, no amendment shall make any changes in the qualifications of membership or the voting rights of the members, without approval in writing by all members and the joinder of all record owners of mortgages upon the lots. No amendment shall be made that is in conflict with the Declarations, and no change shall be made which prejudices an Institutional Lender holding a first mortgage without the consent of all such prejudiced Institutional Lenders. The term "Institutional Lender" shall have the meaning given in the Neighborhood Declaration.

10.4 A copy of each amendment shall be filed with the Secretary of State and be recorded in the Public Records of Broward County, Florida.

ARTICLE XI - TERM

The term of the Association shall be perpetual.

ARTICLE XII - SUBSCRIBER

The name and address of the subscriber to these Articles of Incorporation is Dan Zinn, 721 Cypress Pointe Drive East, Pembroke Pines, Florida 33027.

IN WITNESS WHEREOF, the subscriber hereto has affixed his hand and seal this 9th day of ~~July~~, 1996.

Qeibora


Dan Zinn

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, THE UNDERSIGNED AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF ITS DUTIES.

SUMMIT PROPERTY MANAGEMENT, INC.
6289 West Sunrise Boulevard, Suite 202
Sunrise, Florida 33313

By: Paul Fueda, PRESIDENT
OCTOBER 9, 1996 Date

STATE OF FLORIDA)
) ss:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 9 day of October, 1996, by Dan Zinn. He is (check one) personally known to me or has produced a _____ as identification.

Marsha L. Freeman
(Signature of Person Taking Acknowledgment)

MARSHA L. Freeman
(Name of Acknowledger Typed, Printed or Stamped)

(Title or Rank)

(Serial Number, if any)

Notary Public, State of Florida

My Commission Expires: _____

7/3/96\AUSR\MPICYPRESS.PT\ART.1



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96 NOV -6 AM 9:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EXHIBIT "A"
LEGAL DESCRIPTION
CYPRESS POINTE

A portion of the Southeast one-quarter (S.E. 1/4) of Section 16, Township 51 South, Range 40 East, being more particularly described as follows:

COMMENCE at the Southeast corner of said Section 16; thence on a Grid North bearing of $01^{\circ}42'11''$ West along the East line of said Section 16 a distance of 593.71 feet; thence South $88^{\circ}17'49''$ West on a prolongation of a radial from the next described curve a distance of 205.00 feet to a point on the arc of a 410.00 foot radius curve concave to the Northwest, said point being the POINT OF BEGINNING; thence Southerly and Westerly along said curve through a central angle of $113^{\circ}55'45''$ an arc distance of 815.26 feet to a point of reverse curvature of a 1370.00 foot radius curve concave to the South, thence Westerly along said curve through a central angle of $02^{\circ}01'37''$ an arc distance of 48.46 feet to a point on the arc of a 750.00 foot radius non-tangent curve concave to the West, a radial through said point bears South $67^{\circ}07'01''$ East; thence Northerly along said curve through a central angle of $11^{\circ}24'58''$ an arc distance of 149.44 feet to a point of compound curvature of a 200.00 foot radius curve concave to the West; thence Northerly along said curve, through a central angle of $14^{\circ}01'42''$ an arc distance of 48.97 feet to a point of tangency; thence North $02^{\circ}33'41''$ West a distance of 268.29 feet to a point of curvature of a 200.00 foot radius curve concave to the West; thence Northerly along said curve, through a central angle of $12^{\circ}00'19''$ an arc distance of 41.91 feet to a point of tangency; thence North $14^{\circ}34'00''$ West on a prolongation of a radial from the next described curve a distance of 538.97 feet to a point on the arc of a 180.00 foot radius non-tangent curve concave to the Northwest; thence Northeasterly along said curve through a central angle of $75^{\circ}59'55''$ an arc distance of 238.76 feet to a point of tangency; thence North $00^{\circ}33'55''$ West a distance of 140.05 feet to a point on the arc of a 4540.00 foot radius non-tangent curve concave to the North, a radial through said point bears South $00^{\circ}55'31''$ West; thence Easterly along said curve through a central angle of $01^{\circ}29'26''$ an arc distance 118.10 feet to a point of tangency; thence North $89^{\circ}26'05''$ East a distance of 131.91 feet to a point of curvature of a 310.00 foot radius curve concave to the Southwest; thence Southeasterly along said curve through a central angle of $86^{\circ}51'44''$ an arc distance of 480.79 feet to a point of tangency; thence South $01^{\circ}42'11''$ East along a line parallel with and 205.00 feet West of (as measured at right angles to) the East line of said Section 16 a distance of 664.57 feet to the POINT OF BEGINNING.

Said lands situate, lying and being in the City of Pembroke Pines, Broward County, Florida and containing 772.235 square feet (17.728 acres) more or less.

Said parcel is a portion of Parcel "A" of HOLLYWOOD LAKES COUNTRY CLUB AND RESORT according to the Plat thereof recorded in Plat Book 139 at Page 29 of the Public Records of Broward County, Florida.



Development Consultants Inc.

The Professionals In Property Management

"Serving our Clients since 1979"

NA6000005697

August 11, 1997

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

RE: Cypress Pointe Neighborhood Association, Inc.
FEI #: 59-2031220 - Change of Mailing Address

Dear Sirs,

Please be advised that the above mentioned corporation wishes you to reflect a change in its mailing address as follows:

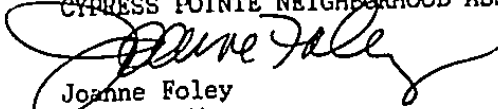
Cypress Pointe Neighborhood Association, Inc.
c/o Development Consultants Inc.
2901 Simms Street
Hollywood, Florida 33020

Attached is a computer print out for your records which shows the previous mailing address. This corporation will also be changing its registered agent imminently (proper forms are forthcoming).

If you have any questions, please do not hesitate to contact the undersigned.

Sincerely,

DEVELOPMENT CONSULTANTS INC.
Managing Agent for
CYPRESS POINTE NEIGHBORHOOD ASSOCIATION, INC.


Joanne Foley
Property Manager

JF/kp

cc: BOD

Kelley
8/19



N96000005697

Director's Name
Tucker & Tighe, P.A.
800 East Broward Blvd., Suite 505
Ft. Lauderdale, FL 33301

City/State/Zip Phone #

Office Use Only
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97 SEP -4 AM 10:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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*****35.00 *****35.00

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RA Chg.

VS SEP 11 1997

Examiner's Initials	
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STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of FLORIDA submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: Cypress Pointe Neighborhood Association, INC.

2. The mailing address of the corporation is: c/o Cypress Pointe Neighborhood Assn, Inc. DEVELOPMENT CONSULTANTS INC. 2901 SIMMS STREET.

3. Date of incorporation/qualification: 11/6/96 HOLLYWOOD, FL 33020-1570 Document number: 1996-0800005697

4. The name and address of the current registered agent and office: Summit Property Management, Inc. 4450 W Sunrise Blvd - C-100 Plantation, FL 33313

FILED 8/14/97 4 AM 10:06 REGISTRAR OF CORPORATIONS FLORIDA

5. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

EDWARD F. HOLMES, CEO. TUCKER & TIGHE P.A. 800 E. BROWARD BLVD. SUITE 505 FT. LAUDERDALE FL 33301

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

(Signature of an officer, chairman or vice chairman of the board) JOHN BATISTA, President (Date) 8/14/97

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

(Signature of Registered Agent) Edward F. Holmes (Date) 8/12/97

If signing on behalf of an entity:

TUCKER & TIGHE P.A. (Typed or Printed Name) ATTORNEY (Capacity)