

LAW OFFICES

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N98000002725
May 4, 1998

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

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RE: Plymouth V Condominium Association

Dear Sir/Madame:

Please find enclosed relative to incorporation, the Articles of Incorporation for Plymouth V Condominium Association and our check for your incorporation fee of \$122.50.

Thank you for your assistance in this matter.

Sincerely,



ROD TENNYSON
WWW.gate.net/~tennyson
email: tennyson@gate.net

RT:mkb
Enclosures

FILED
98 MAY 11 PM 1:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98-5-13-98

ARTICLES OF INCORPORATION

Plymouth at Century Village Condominium #5 Association, Inc.

(A Corporation Not for Profit)

THE UNDERSIGNED hereby associate themselves for the purpose of forming a corporation not for profit under Chapters 617 and 718, Florida Statutes, and certify as follows:

ARTICLE I

Name

The name of the corporation is **PLYMOUTH AT CENTURY VILLAGE CONDOMINIUM #V ASSOCIATION, INC.** (hereinafter referred to as the "Association" or the "Condominium").

ARTICLE II

Purpose

A. The purpose for which the Association is organized is to provide an entity pursuant to the Condominium Act, Chapter 718, Florida Statutes, (hereinafter referred to as the "Act", for the operation of the Plymouth No.5 Condominium at Century Village, West Palm Beach, Palm Beach County, Florida.

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B. The Association will make no distributions of income to its members (as defined in Article IV hereof), Directors or officers.

ARTICLE III

Powers

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

A. The Association will have all the powers of a corporation not for profit not in conflict with the terms of these Articles.

B. The Association will have all the powers and duties set forth in the Act, except as limited by these Articles and the Declaration of Condominium for the Association; and it will have all the powers and duties reasonably necessary to operate said condominium pursuant to the Declaration of Condominium, as it may be amended from time to time, including, but not limited to the following:

1. To make and collect assessments against members in order to meet the common expenses of the condominium.

2. To use the proceeds of assessments in the exercise of its powers and duties.

3. To maintain, repair, replace and operate the condominium property.

4. To purchase insurance for the condominium property and for the protection of the Association and its members as unit owners.

5. To reconstruct improvements after casualty and to further improve the condominium property.

6. To make and amend reasonable regulations respecting the use of the condominium property.

7. To approve or disapprove the transfer, mortgage and ownership of units as may be provided by the Declaration of Condominium and the By-Laws of the Association.

8. To enforce by legal means the provisions of the Act, the Declaration of Condominium, these Articles, the By-Laws of the Association and the Regulations for the use of the condominium property.

9. To contract for the management and operation of the condominium, including the common elements, and thereby to delegate powers and duties of the Association, except such as are specifically required to have approval of the Board of Directors or the membership of the Association.

10. To employ personnel to perform the services required for the proper management and operation of the condominium.

C. The powers of the Association will be subject to and will be exercised in accordance with the provisions of the Declaration of Condominium, the By-Laws of the Association, and the Act.

ARTICLE IV

Members

A. The members of the Association will be all record owners of units in the Condominium.

B. The share of a member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner except as an appurtenance to his unit.

C. The owner of each unit will be entitled to at least one (1) vote as a member of the Association. The exact number of votes to be cast by unit owners and the manner of exercising voting rights will be determined by the Declaration of Condominium, the By-Laws of the Association, and the Act.

ARTICLE V

Directors

A. The affairs of the Association will be managed by a Board of Directors. The number of Directors shall be no more than 5.

B. Except as provided in subsection V(D) hereof, Directors will be elected at the annual meeting of the members in the manner determined by the By-Laws of the Association. Directors may be removed and vacancies on the Board of Directors will be filled in the manner provided in the By-Laws of the Association and the Act.

C. Directors named in these Articles will serve until the election of Directors at the next annual meeting of the members, and any vacancies in their number occurring before said meeting will be filled as provided in the By-Laws.

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

PETER MINUTILLO, PRESIDENT
V-162 Plymouth V
Century Village
West Palm Beach, FL 33417

ROSE TUBIN, VICE PRESIDENT

158 Plymouth V
Century Village
West Palm Beach, FL 33417

RAE CABOT, SECRETARY

T-150 Plymouth V
Century Village
West Palm Beach, FL 33417

MARTHA KANTERMAN, TREASURER

S-143 Plymouth V
Century Village
West Palm Beach, FL 33417

ARTICLE VI

Officers

The affairs of the Association will be administered by the officers designated in the By-Laws of the Association. Said officers will be elected as provided in the By-Laws. The names and addresses of the officers who will serve until their successors are designated are as follows:

PETER MINUTILLO, PRESIDENT

V-162 Plymouth V
Century Village
West Palm Beach, FL 33417

ROSE TUBIN, VICE PRESIDENT

158 Plymouth V
Century Village
West Palm Beach, FL 33417

RAE CABOT, SECRETARY

T-150 Plymouth V
Century Village
West Palm Beach, FL 33417

MARTHA KANTERMAN, TREASURER

S-143 Plymouth V
Century Village
West Palm Beach, FL 33417

ARTICLE VII

Indemnification

Every Director and every officer of the Association will be indemnified by the Association against all expenses and liabilities (including legal fees) reasonably incurred by or imposed upon him or her in connection with any proceeding or any settlement of any proceeding to which he or she may be a party or in which he or she may become involved by reason of his or her being or having been a Director or officer of the Association, whether or not he or she is a Director or officer of the Association 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 or her duties. Provided that in the event of a settlement, this right of indemnification will only apply if the Board of Directors approves such settlement and reimbursement as being in the best

interests of the Association. The foregoing right of indemnification will be in addition to and not exclusive of all other rights to which such Director or officer may be entitled.

ARTICLE VIII

By-Laws

The By-Laws of the Association may be altered, amended or rescinded in the manner provided by said By-Laws.

ARTICLE IX

Amendments

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

A. Notice of the subject matters of a proposed amendment must be included in the notice of any meeting at which a proposed amendment is considered.

B. A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by members of the Association. Directors and members not present in person or by proxy at the meeting considering the amendment may express their approval or disapproval in

writing, provided such writing is delivered to the Secretary at or prior to the meeting.

C. Proposed amendments may be passed if approved by not less than fifty-one (51%) of the votes of those present in person or proxy, provided a quorum is present.

D. Provided, however, that no amendment may be made that is in conflict with the Act or the Declaration of Condominium or By-Laws.

E. A copy of each amendment shall be filed with the Secretary of State, State of Florida.

ARTICLE X

Term

The term of the Association will be perpetual.

ARTICLE XI

Incorporator

The name and address of the Incorporator to these Articles of Incorporation is:

ROSE TUBIN
158 Plymouth V
Century Village
West Palm Beach, FL 33417

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TALLAHASSEE, FLORIDA

ARTICLE XII
Corporate Office

The street address and mailing address of the principal office of this corporation is 158 Plymouth V, Century Village, West Palm Beach, Florida 33417.

ARTICLE XIII
Initial Registered Agent

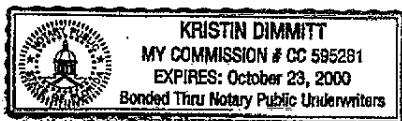
The initial registered agent for the corporation shall be Rose Tubin whose address is the same as the Corporation. I, Rose Tubin, am familiar with, and accept the duties and responsibilities as registered agent for said corporation.

IN WITNESS WHEREOF, the Incorporator to these Articles of Incorporation has hereunto affixed his seal this 28 day of April, 1998.

Rose Tubin
ROSE TUBIN
Incorporator and Registered Agent

STATE OF FLORIDA:
COUNTY OF PALM BEACH:

The foregoing instrument was acknowledged before me this 28 day of April, 1998, by ROSE TUBIN, as Incorporator and Registered Agent of PLYMOUTH AT CENTURY VILLAGE CONDOMINIUM #5 ASSOCIATION, INC., a Florida corporation not-for-profit, on behalf of the corporation. She (please check one of the following) [] is personally known to me or [] has produced FLID 7150-739-116-603-0 (type of identification) as identification and [] did or [] did not take an oath.



Kristin Dimmitt
NOTARY PUBLIC
Kristin Dimmitt
Printed Notary Name
My commission expires: October 23, 2000