

N 99000005986



ACCOUNT NO. : 072100000032

REFERENCE : 398778 81279A

AUTHORIZATION :

COST LIMIT : \$ 78.75

ORDER DATE : October 5, 1999

ORDER TIME : 4:04 PM

700003006677--6

ORDER NO. : 398778-005

CUSTOMER NO: 81279A

CUSTOMER: Debra Graff, Legal Asst
JOHN T. KINSEY, P.A.
JOHN T. KINSEY, P.A.
Suite 112
2300 Corporate Boulevard
Boca Raton, FL 33431

DOMESTIC FILING

NAME: LAGUNA ISLE COMMUNITY
ASSOCIATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Erika Carlson

2555-2295

W99-23063

167-2295

EXAMINER'S INITIALS:

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT -5 AM 10: 19
FILED
10/5 PM 4:38
DIVISION OF CORPORATIONS
STATE OF FLORIDA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

RESUBMIT

Please give original
submission date as file date.

October 7, 1999

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: LAGUNA ISLE COMMUNITY ASSOCIATION, INC.
Ref. Number: W99000023063

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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We have received your document for LAGUNA ISLE COMMUNITY ASSOCIATION, INC. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

You failed to make the correction(s) requested in our previous letter.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 499A00048637

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TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

October 6, 1999

DO NOT SUBMIT

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

Please give original
filing date as file date.

SUBJECT: LAGUNA ISLE COMMUNITY ASSOCIATION, INC.
Ref. Number: W99000023063

We have received your document for LAGUNA ISLE COMMUNITY ASSOCIATION, INC. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

The registered agent and street address must be consistent wherever it appears in your document.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 699A00048490

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
LAGUNA ISLE COMMUNITY ASSOCIATION, INC.
(A CORPORATION NOT FOR PROFIT)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 OCT -5 AM 10: 19

In compliance with the requirements of the Laws of the State of Florida, and for the purpose of forming a corporation not for profit, the undersigned does hereby acknowledge:

1. Name of Corporation. The name of the corporation is LAGUNA ISLE COMMUNITY ASSOCIATION, INC. ("Association").

2. Principal Office. The principal office of Association is 3300 University Drive, Coral Springs, FL 33431, or such other location as shall be designated by the Board of Directors.

3. Registered Office - Registered Agent. The street address of the Mailing Office of Association is 3300 University Drive, Coral Springs, FL 33431. The name of the Registered Agent of Association is:

John T. Kinsey, Esq.
JOHN T. KINSEY, P.A.
2300 Corporate Boulevard, Suite 112
Boca Raton, FL 33431

4. Definitions. A declaration entitled Declaration of Restrictions and Covenants for Laguna Isle Community (the "Declaration") will be recorded in the Public Records of Broward County, Florida, and shall govern all of the operations of a community to be known as Laguna Isle. All initially capitalized terms not defined herein shall have the meanings set forth in the Declaration.

5. Purpose of Association. Association is formed to: (a) provide for ownership, operation, maintenance and preservation of the Common Areas and improvements thereon; (b) perform the duties delegated to it in the Declaration; (c) administer the interests of Association and the Home Owners; and (d) promote the health, safety and welfare of the Home Owners.

6. Not for Profit. Association is a not for profit Florida corporation and does not contemplate pecuniary gain to, or profit for, its members, Board of Directors, or officers.

7. Powers of Association. Association shall, subject to the limitations and reservations set forth in the Declaration, have all the powers, privileges and duties reasonably necessary to discharge its obligations, including, but not limited to, the following:

7.1. To perform all the duties and obligations of Association set forth in the Declaration, these Articles, and the By-Laws.

7.2. To enforce, by legal action or otherwise, the provisions of the Declaration, these Articles, and the By-Laws and the rules, regulations, covenants, restrictions and/or agreements governing or binding Association and Laguna Isle Community.

7.3. To fix, levy, collect and enforce payment, by any lawful means, of all Assessments payable pursuant to the terms of the Declaration, these Articles, and the By-Laws.

7.4. To pay all Operating Costs, including, but not limited to, all licenses, taxes or governmental charges levied or imposed against the Common Areas or other property of Association and establish reserves for deferred maintenance or capital expenditures.

7.5. To acquire (by gift, purchase, or otherwise), annex, own, hold, improve, build upon, operate, maintain, convey, grant rights and easements, sell, dedicate, lease, transfer or otherwise dispose of real or personal property (including but not limited to the Common Areas) in connection with the functions of Association except as limited by the Declaration.

7.6. To borrow money, and to mortgage, pledge or hypothecate any or all of its real or personal property as security for money or debts incurred.

7.7. To dedicate, grant, license, lease, concession, create easements upon, sell or transfer all or any part of, the Common Areas to any public agency, entity, authority, utility, or other person or entity for such purposes and subject to such conditions as it determines and subject only to requirements in the Declaration, if any.

7.8. To participate in mergers and consolidations with other non-profit corporations organized for the same purposes.

7.9. To adopt, publish, promulgate or enforce rules, regulations, covenants, restrictions or agreements governing Association, the Common Areas, Parcels and Homes as provided in the Declaration and to effectuate all of the purposes for which Association is organized.

7.10. To have and to exercise any and all powers, rights and privileges which a not-for-profit corporation organized under the Laws of the State of Florida may now, or hereafter, have or exercise.

7.11. To employ personnel and retain independent contractors to contract for management of Association and the Common Areas as provided in the Declaration and to delegate in such contract all or any part of the powers and duties of Association.

7.12. To contract for services to be provided to, or for the benefit of, Association, Home Owners, and the Common Areas as provided in the Declaration such as, but not limited to, Telecommunication Services, maintenance, garbage pick-up, and utility services.

7.13. To establish committees and delegate certain of its functions to those committees.

7.14. To hold all funds and property owned or acquired by the Association in the name of the Association for the benefit of its members in accordance with the provisions of the Declaration, these Articles, and the By-Laws.

8. Membership and Voting Rights. Membership in the Association shall be in accordance with the provisions of Article 7 of the Declaration. Home Owners, Developer, Commercial Property Owner the Phase Two Property Owner and the Phase Three Property Owner shall have the voting rights set forth in the By-Laws.

9. Board of Directors. Until the Turnover Date, the affairs of Association shall be managed by a Board of three (3) members. From and after the Turnover Date, the affairs of Association shall be managed by a Board of odd number with not less than three (3) nor more than five (5) members. Board members shall be appointed and/or elected as stated in the By-Laws. The election of Directors shall be held at the annual meeting of the members. Directors shall be elected for a term

expiring on the date of the next annual meeting. The names and addresses of the members of the first Board who shall hold office until their successors are appointed or elected, or until removed, are as follows:

see page 4 - Officers

10. Dissolution. In the event of the dissolution of Association other than incident to a merger or consolidation, Developer, the Phase Two Property Owner, the Phase Three Property Owner, the Commercial Owner or any Home Owner may petition the Circuit Court having jurisdiction of the Judicial Circuit of the State of Florida for the appointment of a receiver to manage its affairs of the dissolved Association and to manage the Common Areas, in the place and stead of Association, and to make such provisions as may be necessary for the continued management of the affairs of the dissolved Association and its properties.

11. Duration. Association shall have perpetual existence.

12. Amendments.

12.1. General Restrictions on Amendments. Notwithstanding any other provision herein to the contrary, for so long as Developer owns any property subject to the Declaration, no amendment to these Articles shall affect the rights of Developer unless such amendment receives the prior written consent of Developer, which may be withheld for any reason whatsoever. No amendment shall be effective until it is recorded in the Public Records.

12.2. Amendments Prior to the Completion Date. Prior to the Community Completion Date, Developer shall have the right to amend these Articles as it deems appropriate, without the joinder or consent of any person or entity whatsoever except for the Phase Two Property Owner (until Developer has purchased the Phase Two Property) and the Phase Three Property Owner (until Developer has purchased the Phase Three Property). Developer's right to amend under this Section is to be construed as broadly as possible. In the event that Association shall desire to amend these Articles prior to the Community Completion Date, Association must first obtain Developer's prior written consent to any proposed amendment. Thereafter, an amendment identical to that approved by Developer may be adopted by Association pursuant to the requirements for amendments from and after the Community Completion Date. Thereafter, Developer shall join in such identical amendment so that its consent to the same will be reflected in the Public Records.

12.3. Amendments After the Completion Date. After the Community Completion Date, but subject to the general restrictions on amendments set forth above, these Articles may be amended with the approval of two-thirds (66 2/3%) of the Board.

13. Limitations.

13.1. Declaration is Paramount. No amendment may be made to these Articles which shall in any manner reduce, amend, affect or modify the terms, conditions, provisions, rights and obligations set forth in the Declaration.

13.2. Rights of Developer. There shall be no amendment to these Articles which shall abridge, reduce, amend, effect or modify the rights of Developer.

13.3. By-Laws. These Articles shall not be amended in a manner that conflicts with the By-Laws.

14. Incorporator.

The name and address of the Incorporator of this corporation is:

Evan J. Rabinowitz
c/o Transeastern Properties, Inc.
3300 University Drive, First Floor
Coral Springs, Fl 33065

15. Officers. The Board shall elect a President, Secretary, Treasurer, and as many Vice Presidents, Assistant Secretaries and Assistant Treasurers as the Board shall from time to time determine. The names and addresses of the Officers who shall serve until their successors are elected by the Board are as follows:

President Director	Neil Eisner c/o Transeastern Properties, Inc. 3300 University Drive, First Floor Coral Springs, Fl 33065
Secretary Director	Cora DiFiore c/o Transeastern Properties, Inc. 3300 University Drive, First Floor Coral Springs, Fl 33065
Treasurer Director	Daniel Andreaccl c/o Transeastern Properties, Inc. 3300 University Drive, First Floor Coral Springs, Fl 33065

16. Indemnification of Officers and Directors. Association shall and does hereby indemnify and hold harmless every Director and every Officer, their heirs, executors and administrators, against all loss, cost and expenses reasonably incurred in connection with any action, suit or proceeding to which such Director or Officer may be made a party by reason of being or having been a Director or Officer of Association, including reasonable counsel fees and paraprofessional fees at all levels of proceeding. This indemnification shall not apply to matters wherein the Director or Officer shall be finally adjudged in such action, suit or proceeding to be liable for or guilty of gross negligence or willful misconduct. The foregoing rights shall be in addition to, and not exclusive of, all other rights to which such Director or Officers may be entitled.

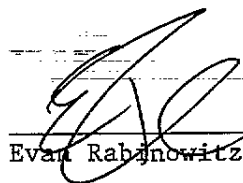
17. Transactions in Which Directors or Officers are Interested. No contract or transaction between Association and one (1) or more of its Directors or Officers or Developer, or between Association and any other corporation, partnership, association, or other organization in which one (1) or more of its Officers or Directors are officers, directors or employees or otherwise interested shall be invalid, void or voidable solely for this reason, or solely because the Officer or Director is present at, or participates in, meetings of the Board thereof which authorized the contract or transaction, or solely because said Officers' or Directors' votes are counted for such purpose. No Director or Officer of Association shall incur liability by reason of the fact that such Director or Officer may be interested in any such contract or transaction. Interested Directors shall disclose the general nature of their interest and may be counted in determining the presence of a quorum at a meeting of the Board which authorized the contract or transaction.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the Laws of the State of Florida, the undersigned, being the Incorporator of this Association, has executed these Articles of Incorporation as of this 4th day of October, 1999.

WITNESSES:



Print name: Abbie Feldman


Evan Rabinowitz

STATE OF FLORIDA)
)
COUNTY OF PALM BEACH)

SS.:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 OCT -5 AM 10:19

The foregoing instrument was acknowledged before me this 4th day of October,
1999 by Evan Rabinowitz who is personally known to me or produced
as identification.



Official Seal
ABBIE FELDMAN
Notary Public, State of Florida
My Comm. Expires February 13, 2000
CC 532173
Bonded Thru Atlantic Bonding Co., Inc.

Abbie Feldman
NOTARY PUBLIC, State of Florida

at Large

Print name: Abbie Feldman

My commission expires:

ACCEPTANCE BY REGISTERED AGENT

I, having been named to accept service of process for the above-stated corporation at the place designated in this certificate, hereby agree to act in this capacity, and I am familiar with, and accept, the obligations of this position and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated this 4th day of October, 1999.

John T. Kinsey
JOHN T. KINSEY