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REFERENCE : 605515 6179A

AUTHORIZATION :

COST LIMIT : \$ 78.75

Patricia P. Pitt

ORDER DATE : February 29, 2000

ORDER TIME : 12:31 PM

ORDER NO. : 605515-005

CUSTOMER NO: 6179A

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CUSTOMER: Henry Handler, Esq
WEISS & HANDLER, P.A.
WEISS & HANDLER, P.A.
Suite 218 A
2255 Glades Road
Boca Raton, FL 33431-7383

DOMESTIC FILING

NAME: THE MIZNER GRAND OWNERS AD
HOC COMMITTEE, 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: Janna Wilson

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
00 FEB 29 PM 3:01

RECEIVED
00 FEB 29 PM 1:42
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
THE MIZNER GRAND OWNERS AD HOC COMMITTEE, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 FEB 29 PM 3:01

The undersigned incorporator, for the purposes of forming a corporation under the Florida Not-for-Profit Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of this corporation shall be The Mizner Grand Owners Ad Hoc Committee, Inc.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

c/o Henry B. Handler, Esq.
Weiss & Handler, P.A.
2255 Glades Road, Suite 218A
Boca Raton, Florida 33431

ARTICLE III. PURPOSE

The specific purposes for which the corporation is organized are to (i) assist the owners of units ("Unit Owners") in the Mizner Grand Condominium in Boca Raton, Palm Beach County, Florida (the "Condominium") with matters of common interest in the maintenance, operation and repair of Condominium property and the conduct of affairs of the Condominium's Association prior to the turnover of control of said Association to the Unit Owners (the "Turnover"); (ii) represent the Unit Owners collectively prior to Turnover; (iii) to facilitate the Turnover; and (iv) for any other lawful purpose under the laws of Florida.

ARTICLE IV. MEMBERSHIP

Any one or more of the Unit Owners may become a member of the Corporation.

ARTICLE V. MANNER AND ELECTION OF DIRECTORS

Each person named in these Articles of Incorporation as the initial Directors shall serve until the first annual meeting of the Members, to be scheduled by the Board of Directors, or until his/her earlier resignation or death. At the first annual meeting, the members shall elect Directors by plurality vote to hold office until the next succeeding annual meeting. At the annual meeting, each member shall have one vote. Each Director shall hold office for the term for which he is elected and until his successor shall have been elected and qualified or until his earlier resignation or death.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2255 Glades Road, Suite 218A, Boca Raton, Florida 33431, and the name of the initial registered agent of this corporation at that address is Henry B. Handler, Esq. The principal office and registered office are identical.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have three Directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The names and addresses of the members of the initial Board of Directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Charles Greenberg	500 S.E. Fifth Avenue Boca Raton, Florida 33432
Barry Halperin	500 S.E. Fifth Avenue Boca Raton, Florida 33432
William Stamps	500 S.E. Fifth Avenue Boca Raton, Florida 33432

ARTICLE VIII. INCORPORATOR

The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Charles Greenberg	500 S. E. Fifth Avenue Boca Raton, Florida 33432

ARTICLE IX. INDEMNIFICATION

The corporation shall indemnify any officer, incorporator or director, or any former officer or director, to the fullest extent permitted by law.

ARTICLE X. AMENDMENT

The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto; and any right conferred upon the shareholders is subject to the reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 25th day of February, 2000.

Charles Greenberg
Signature of Incorporator

February 25, 1999

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent for the above-stated corporation, I agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations of Section 607.0505, Florida Statutes (1995).

H. B. Tull
HENRY B. HANDLER, ESQ.
Registered Agent

February 25, 2000
DATE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 FEB 29 PM 3:01