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ATTORNEY AT LAW
70 SE FOURTH AVENUE
DELRAY BEACH, FLORIDA 33483

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FAX NUMBER
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May 25, 2000

Division of Corporations
Corporate Records Bureau
P O Box 6327
Tallahassee, FL 32314

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*****78.75 *****78.75

Re: Articles of Incorporation
Name of Non-Profit Corporation- ST. TROPEZ CONDOMINIUM
ASSOCIATION, INC..

To Whom It May Concern:

Enclosed please find Articles of Incorporation, original and one copy, together with a check in the amount of \$78.75 (70.00 for incorporation and 8.75 for certified copy of same). Thank you for your attention to this matter at your earliest convenience.

Sincerely yours,

Doak S. Campbell, III
Doak S. Campbell, III

FILED
100 JUN -5 AM 10:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

06/13

ARTICLES OF INCORPORATION
OF
ST. TROPEZ CONDOMINIUM ASSOCIATION, INC.

FILED
00 JUN -5 AM 10:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, hereby associate ourselves together for the purpose of forming a non-profit corporation under the laws of the State of Florida, and certify as follows:

ARTICLE I
NAME

The name of the corporation is ST. TROPEZ CONDOMINIUM ASSOCIATION, INC.

ARTICLE II
ADDRESS

The principal office and mailing address of the corporation is 2105 Lavers Circle, Delray Beach, Florida 33444.

ARTICLE III
INCORPORATORS

The names and addresses of the persons signing these Articles are:

Name	Address
Gilles Courchene	10282 Buena Ventura Drive Boca Raton, FL 33498-6766

ARTICLE IV
PURPOSE

The corporation is a non-profit corporation formed for the purpose of engaging in activities within or without the State of Florida or the United States, as follows:

1. To own, manage and operate properties at St. Tropez Condominium, Delray Beach, Florida.
2. The purpose for which the corporation is organized is to provide a convenient means of administering the Condominium Project by the Owners thereof.

ARTICLE V

In furtherance of the foregoing purposes of this corporation, the corporation shall have the following rights and privileges:

1. To enter into, make, perform and execute contracts, deeds, leases and agreements of every kind and nature, with any person, firm, association, corporation, municipality, county, state body politic or government, or colony or dependency thereof.

2. To borrow or raise money for any of the purposes of the corporation, and from time to time, without limit as to amount, to draw, make accept, endorse execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable instruments and evidences of indebtedness, and to secure the payment of any thereof and of the interest thereon by mortgage or deed of trust upon pledge, conveyance or assignment in trust, of the whole or any part of the property of the corporation, whether at that time owned or thereafter acquired; and to sell, pledge or otherwise dispose of such bonds or other obligations of the corporation for its corporate purposes.

3. The corporation shall be authorized to exercise and enjoy all of the other powers, rights and privileges granted to or conferred upon corporations as set forth in the Statutes of the State of Florida.

4. Notwithstanding any other provision of these Articles, this organization shall not carry on any activities not permitted to be carried on by an organization except from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

ARTICLE VI INCOME AND LIQUIDATION

This corporation shall be organized without capital stocks, and no dividends shall be paid, and no part of the income of the corporation shall be distributable to its members, directors or officers. The corporation may, however, pay compensation in a reasonable amount to its members, directors and officers for services rendered, and may confer benefits upon its members in conformity with its purposes. In the event of the dissolution or liquidation of the corporation, whether voluntary or involuntary, all assets of the corporation, after the payment of all debts and obligations of the corporation, shall be distributed to one or more organizations which are exempt organizations as defined in Section 501(c)(3) and Section 170 (c)(2) of the Internal Revenue Code of 1986, as amended or any corresponding sections of any prior or future Internal Revenue Code or to the federal, state or local governments for exclusive public purposes.

Notwithstanding any other provisions herein to the contrary, this corporation shall

not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax laws under Section 501(c) of the Internal Revenue Code of 1986, as amended and the Treasury Regulations thereunder as the same now exists, or they may be hereafter amended from time to time, or by a corporation to which contributions are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended and the Treasury Regulations thereunder as the same now exists, or they may be hereafter amended from time to time.

This corporation shall not operate in any manner which will discriminate against any person on the basis of race, creed, color or national origin.

ARTICLE VII
DURATION

This corporation shall commence its corporate existence on the date of filing of these Articles of Incorporation with the Secretary of State and shall exist perpetually thereafter until sooner dissolved according to law.

ARTICLE VIII
QUALIFICATIONS OF MEMBERS

The membership of this corporation shall be as is set forth in the Bylaws of the corporation.

ARTICLE IX
INITIAL BUSINESS OFFICE AND REGISTERED AGENT

The street address of the initial business office of this corporation is 2105 Lavers Circle, Delray Beach, Florida 33444 and the initial registered agent of the corporation is Gilles Courchene, 10282 Buena Ventura Drive, Boca Raton, Florida 33496-6766.

ARTICLE X
NAMES AND ADDRESSES OF SUBSCRIBERS

The name and addresses of the subscribers to these Articles of Incorporation are as follows:

Gilles Courchene	10282 Buena Venture Drive Boca Raton, FL 33498-6766
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ARTICLE XI
INITIAL BOARD OF DIRECTORS AND OFFICERS

This corporation shall have 3 directors initially. The numbers of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than three. The names and addresses of the directors of this corporation are:

Gilles Courchene 10282 Buena Ventura Drive
Boca Raton, FL 33498-6766

Alexandra Girard 3000 S. Course Drive #209
Pompano Beach, Fl 33069

Gary Daigle 10282 Buena Ventura Drive
Boca Raton, FL 33498-6766

The initial officers of the corporation and their addresses are:

President: Gilles Courchene

Secretary/Treasurer Claude Savoie
Treasurer:

ARTICLE XII
ELECTION OF DIRECTORS

The method for the election of Directors shall be set forth in the Bylaws.

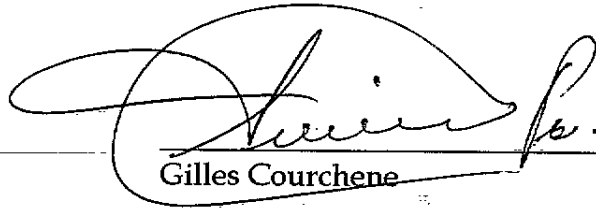
ARTICLE XIII
BYLAWS

The Bylaws of the corporation shall initially be made and adopted by its first Board of Directors and thereafter approved by the membership as may be provided in the Bylaws. Amendments to the Bylaws may be made at any stated meeting at which a quorum is present, providing that notice of the proposed amendment shall have been sent to members with a call to the meeting at least thirty (30) days in advance. A two-thirds (2/3) vote shall be required for amendments to the Bylaws.

ARTICLE XIV
AMENDMENTS

Amendments to the Articles of Incorporation may be proposed by any member or director, and shall be adopted by a two-thirds (2/3) vote of the members present at an annual business meeting after a proposed amendment has been presented in writing to each voting member not less than fifteen (15) business days prior to said annual business meeting. The amendment shall be effective when a copy thereof, together with a certificate of its approval by the membership, sealed with the corporate seal, signed by the Secretary or Assistant Secretary and executed and acknowledged by the President or Vice President has been filed with the Secretary of State and all filing fees paid.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal at DELMAY BEACH, County of Palm Beach, State of Florida, this 25th day of May, 2000.


Gilles Courchene

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledge before me this 25 day of May, 2000 by GILLES COURCHENE, who personally appeared before me, and who is personally known to me.


Notary Public



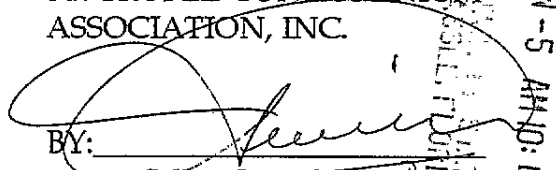
Doak S. Campbell, III
MY COMMISSION # C0655375 EXPIRES
June 12, 2001
BONDED THRU TROY FAIN INSURANCE, INC.

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST: That St. Tropez Condominium Association, Inc. desiring to organize or
qualify under the laws of the State of Florida, with its principal place of business as 2105
Lavers Circle, Delray Beach, Florida 33444, State of Florida, named Gilles Courchene,
located at 10282 Buena Ventura drive, Boca Raton, Florida 33498, as its agent to accept
services of process within Florida.


ST. TROPEZ CONDOMINIUM
ASSOCIATION, INC.

BY: 
Gilles Courchene, President

FILED
00 JUN - 5 AM 10:18
TALLAHASSEE COUNTY FLORIDA
SECRETARY OF STATE

Dated: May 25, 2000

HAVING BEEN NAMED TO ACCEPT SERVICES OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY
WITH PROVISIONS OF ALL STATUTES RELATIVES TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.


Gilles Courchene

May 25, 2000.
Dated