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March 12, 2001

Via FedEx

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

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

Re: Croissant Springs Cluster Homes Association, Inc., a Florida corporation
not for profit.

Gentlemen/women:

Enclosed for filing, please find original articles of incorporation for the above-referenced corporation, together with a photocopy of the same and our \$78.75 check to the Secretary of State for filing and certified copy fees.

Please return the certified copy of the articles to our office address.

Thank you for your services.

Very truly yours,



Lawrence K. Judd

LKJ/
Encls.

FILED
01 MAR 13 AM 10:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

CROISSANT SPRINGS CLUSTER HOMES ASSOCIATION, INC.

(A Florida Corporation Not-For-Profit)

FILED
01 MAR 13 AM 10:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation not-for-profit under Chapter 617, Florida Statutes, as amended, hereby adopts these Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is: **CROISSANT SPRINGS CLUSTER HOMES ASSOCIATION, INC.**, (the "Association").

ARTICLE II: PRINCIPAL ADDRESS

The initial place of business and mailing address of the Association shall be 436 S.W. 14th Court, Ft. Lauderdale, Florida 33315.

ARTICLE III: PURPOSE

The general nature, object and purpose for which the Association is organized is to provide an entity to improve, maintain, and operate the residential townhome development known as CROISSANT SPRINGS CLUSTER HOMES (the "Community") within that certain tract of real property located in Broward County, Florida, more particularly described as follows:

All of Lots 1, 2, 3, 4, 26, 27, 28 and 29 in Block 56 of LAUDERDALE, according to the Plat thereof as recorded in Plat Book 2, at Page 9, of the Public Records of Dade County, Florida; together with the West ½ of that certain 10 foot vacated alley lying East of and adjacent to said Lot 29 in Block 56; and together with the East ½ of that certain 10 foot vacated alley lying West of and adjacent to said Lots 1, 2, 3, and 4 in Block 56; said land lying, situate and being in Broward County, Florida.

ARTICLE IV: DEFINITIONS

The terms used in these Articles shall have the same definitions and meanings as those set forth in the Declaration of Covenants, Restrictions and Easements for Croissant Springs Cluster Homes applicable to the Community (the "Declaration") unless herein provided to the contrary, or unless the context otherwise requires.

ARTICLE V: POWERS AND DUTIES

In furtherance of its purposes, the Association shall have all the powers and duties, expressed or implied, existing under these Articles, the By-Laws as adopted from time to time by the Association (the "By-Laws"), the Declaration, or as otherwise provided by statute or law.

ARTICLE VI: MEMBERSHIP

The members of the Association (the "Members") shall consist of all of the record owners of townhome units within the Community. Transfer of membership in the Association shall be in the manner provided by the By-Laws.

ARTICLE VII: BOARD OF DIRECTORS

7.1 The affairs of the Association will be managed by a Board of Directors (the "Board") consisting of not less than three (3) Directors. The initial members of the Board shall serve until the first annual meeting of the Members. So long as Declarant shall have a right to appoint all of the members of the Board, Directors need not be Members of the Association and need not be residents of the Community, thereafter, Directors shall be Members of the Association, except for those who are appointed by the Declarant.

7.2 The first annual meeting of the Members shall be at the call of the Declarant. At the first annual meeting of the Members, an election (or appointment, as the case may be) of the three (3) members of the Board shall be held. Election shall be in the manner determined by the By-Laws. Directors may be removed and vacancies on the Board shall be filled in the manner provided by the By-Laws.

7.3 The names and addresses of the members of the first Board who shall hold office until the first annual meeting of the Members, and until their successors are elected and have qualified are as follows:

C. Craig Edewaard	436 SW 14 th Court Ft. Lauderdale, FL 33315
Richard Cusmano	436 SW 14 th Court Ft. Lauderdale, FL 33315.
Joy Alexander	436 SW 14 th Court Ft. Lauderdale, FL33315.

ARTICLE VIII: 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 at its first meeting and following each annual meeting of the Members and they shall serve at the Board's pleasure. The By-Laws may provide for the removal of officers, the filling of vacancies and the duties of the officers. The names and addresses of the officers who shall serve

until their successors are duly qualified and elected are:

President:	C. Craig Edewaard	436 SW 14 th Court Ft. Lauderdale, FL 33315
Secretary/ Treasurer:	Richard Cusmano	436 SW 14 th Court Ft. Lauderdale, FL 33315

ARTICLE IX: INDEMNIFICATION

Every director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including legal fees, reasonably incurred by or imposed upon him in connection with any proceeding, 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 Officer of the Association; whether or not he is a Director or Officer at the time such expenses are incurred. However, said indemnification will not apply if the Director or Officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties. In event of a settlement, the indemnification shall apply only when the Board approves such settlement and reimbursement as being in the best interest 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.

ARTICLE X: BYLAWS

The first By-Laws of the Association shall be adopted by the members of the Board designated herein. Thereafter, the By-Laws may be altered, amended or rescinded by the directors and Members in the manner provided by the By-Laws. There shall be no change to the By-Laws, however, which shall abridge, amend or alter the rights of any Institutional Mortgagee without prior written consent of such Institutional Mortgagee.

ARTICLE XI: AMENDMENTS

These Articles may be amended in the following manner:

A. The Board, by majority vote, shall adopt a Resolution setting forth the proposed Amendment and direct that it be submitted to vote at a meeting of the Members.

B. Notice of the subject matter of the proposed Amendment shall be included in the notice of any meeting (special or annual) at which such proposed Amendment is to be considered by the Members. Such notice shall set out in full the proposed amended article, section, subsection or paragraph of a subsection.

C. Such proposed Amendment shall be submitted to and approved by the Members at such meeting. Any number of Amendments may be submitted to the Members and voted upon at one (1) meeting. The Proposed Amendment shall be adopted upon receiving the affirmative vote of at least a majority of the Members present as such meeting or represented by proxy.

D. An Amendment to these Articles may be made, without a meeting, by a written statement signed by all Members eligible to vote in lieu of the above procedure.

E. These Articles shall not be amended in any manner which shall prejudice the rights of any institutional mortgagee without the prior written consent of such institutional mortgagee.

ARTICLE XII: DURATION

The Association shall have perpetual existence.

ARTICLE XIII: INITIAL REGISTERED AGENT AND STREET ADDRESS

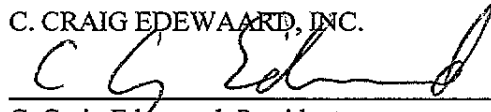
The name and Florida street address of the initial registered agent is Edewaard Development Company, L.L.C., a Florida limited liability company, 436 SW 14th Court, Ft. Lauderdale, Florida 33315.

ARTICLE XIV: INCORPORATOR

The name and address of the Incorporator of these Articles is C. Craig Edewaard, Inc., a Florida corporation, 436 SW 14th Court, Ft. Lauderdale, Florida 33315.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on March 12, 2001.

C. CRAIG EDEWAARD, INC.


C. Craig Edewaard, President

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

EDEWAARD DEVELOPMENT COMPANY, L.L.C.


C. Craig Edewaard, Manager

Date: March 12, 2001