

MAY 28 '04 12:40

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FLORIDA NON-PROFIT CORPORATION

Medical Arts At Village Center Condominium Association, Inc.

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MAY 28 '04 12:40 FROM:

T-063 P.02/05 F-988

(Audit No. H04000113451 3)

**ARTICLES OF INCORPORATION
OF
MEDICAL ARTS AT VILLAGE CENTER CONDOMINIUM ASSOCIATION, INC.**

The undersigned, for the purpose of forming a corporation under Chapter 617, Florida Statutes, does hereby adopt the following Articles of Incorporation for the purpose of creating a not-for-profit condominium association ("Association") under the laws of the State of Florida.

ARTICLE I: NAME

The name of the Corporation is **MEDICAL ARTS AT VILLAGE CENTER CONDOMINIUM ASSOCIATION, INC.**

ARTICLE II: DURATION

The period of duration of the Corporation is perpetual unless dissolved according to law. Corporate existence shall commence upon the filing of these Articles of Incorporation.

ARTICLE III: PURPOSE

This Association may engage in the activity or business of operation of Medical Arts At Village Center, a Condominium, and any associated activities and businesses permitted under the laws of the State of Florida. The duties of the Association include those set forth in Chapter 718 of the Florida Statutes and those set forth in the Declaration of Condominium of Medical Arts At Village Center, a Condominium, and its By-Laws, and in Chapters 607 and 617 of the Florida Statutes, as applicable.

To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV: QUALIFICATION

The qualifications for members and the manner of their admission are stated in the By-Laws of the Declaration of Condominium.

ARTICLE V: INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT

The street address and mailing address of the initial principal place of business of this Association is **1166 West Newport Center Drive, Deerfield Beach, FL 33442**. The initial street address of the Corporation's registered office is **1166 West Newport Center Drive, Deerfield Beach, FL 33442**. The initial registered agent for the Corporation at that address is **James Young**.

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ARTICLE VI: INITIAL BOARD OF DIRECTORS

This Association shall have at least one (1) director, with the exact number to be specified by the Voting Members of the Condominium, as described in the Declaration of Condominium of MEDICAL ARTS AT VILLAGE CENTER, a Condominium, from time to time. The name of the initial director is:

JAMES YOUNG
1166 West Newport Center Drive
Deerfield Beach, FL 33442

PRESIDENT

ARTICLE VII: NON-STOCK BASIS

The Association is organized under a non-stock basis.

ARTICLE VIII: DISSOLUTION

Upon dissolution of the Association, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future Federal tax code, or shall be distributed to the Federal, state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction, in the country in which the principal office of the organization is then located, exclusively for such purposes.

ARTICLE IX: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is **James Young, 1166 West Newport Center Drive, Deerfield Beach, FL 33442.**

ARTICLE X: AMENDMENTS

The Corporation reserves the right to amend or repeal and provisions of these Articles of Incorporation, or any amendment(s) thereto.

ARTICLE XI: INDEMNIFICATION

This Association may indemnify and insure its officers and directors to the fullest extent permitted by law.

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ARTICLE XII: CONFLICT

No contract or other transaction between this Association and any other association, and no act of this Association, shall in any way be affected or invalidated by the fact that any of the directors of this Association are pecuniarily or otherwise interested in, or are directors or officers of, such other Association. Any director, individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Association, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this Association who is also a director or an officer of such other association, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Association which shall authorize any such contract or transaction with like force and effect if he were not such a director or officer of such other association, or not so interested.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 27 day of May, 2004.


JAMES YOUNG

(Audit No. H04000113451 3)

MAY 28 '04 12:41 FROM:

T-003 P.05/05 F-008

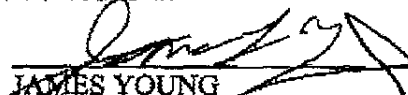
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provision of Section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is **MEDICAL ARTS AT VILLAGE CENTER CONDOMINIUM ASSOCIATION, INC..**
2. The name and address of the registered agent and office is **JAMES YOUNG, 1166 West Newport Center Drive, Deerfield Beach, FL 33442.**

HAVING BEEN NAMED AS REGISTERED AGENT TO AND ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF ALL MY DUTIES AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


JAMES YOUNG

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TALLAHASSEE, FL 0911

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