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FLORIDA PROFIT/NON PROFIT CORPORATION

1200 HILLSBORO MILE CONDOMINIUM ASSOCIATION, INC

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
1200 HILLSBORO MILE CONDOMINIUM ASSOCIATION, INC.
(A NONPROFIT FLORIDA CORPORATION)

ARTICLE I
NAME

The name of this corporation is 1200 Hillsboro Mile Condominium Association, Inc. (the "Association").

ARTICLE II
INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The initial principal office and mailing address of the Association is 1200 Hillsboro Mile, Hillsboro Beach, Florida 33062.

ARTICLE III
PURPOSE

The purpose for which the Association is organized is to act as the governing association of that certain condominium known as 1200 Hillsboro Mile, a Condominium (the "Condominium").

ARTICLE IV
MEMBERS

The qualification of members and the manner of their admission shall be as follows: Any approved person or persons who hold title in fee simple to a unit in the Condominium shall by virtue of such ownership be a member of the Association. Provided however, that transfer of membership shall be made only as a part of and incident to the transfer of ownership of a Condominium Unit ("Unit") with such transfers being subject to and controlled by the transfer procedures set forth in the Declaration of Condominium (the "Declaration"). After receiving approval of the Association required by the Declaration, change of membership in the Association shall be established by recording in the Public Records of Broward County, Florida, a deed or other instrument establishing record title to a unit in the Condominium and the delivery of a copy of the recorded instrument to the Association within a reasonable time following such recordation. Such delivery is not required for initial conveyances by 1200 Hillsboro Mile, LLC, a Florida limited liability company, its successors and assigns ("Declarant"). The owner designated by such instrument thereby becomes a member of the Association and the membership of the previous owner is thereby terminated.

**ARTICLE V
CORPORATE EXISTENCE**

The Association shall exist perpetually.

**ARTICLE VI
INCORPORATOR**

The name and residence of the incorporator is as follows:

Daniel DeAngelis
1200 Hillsboro Mile
Hillsboro Beach, Florida 33062

The rights and interests of the Incorporator shall automatically terminate when these Articles are filed with the Secretary of State.

**ARTICLE VII
DIRECTORS**

The property, business and affairs of the Association shall be managed by a board of directors (collectively the "Board of Directors") elected or appointed in the manner provided by the By-Laws. The number of directors shall be determined in the manner provided by the By-Laws, but which shall consist of not less than three (3) directors.

**ARTICLE VIII
AMENDMENTS**

A. Notice. Notice of a proposed amendment shall be included in the notice of any meeting at which the proposed amendment is to be considered and shall be otherwise given in the time and manner provided in Chapter 617, Florida Statutes and in Chapter 718, Florida Statutes (the "Condominium Act"). Such notice shall contain the proposed amendment or a summary of the changes to be affected thereby.

B. Adoption. Amendments shall be proposed and adopted in the manner provided in Chapter 617, Florida Statutes and in the Condominium Act (the latter to control over the former to the extent provided for in the Condominium Act).

C. Amendment Limitation. Except as set forth in paragraph "D." below, all amendments to these Articles of Incorporation other than the foregoing shall require the approval of a majority of the voting interests of the members of the Association represented at a meeting at which a quorum has been attained. Notwithstanding the foregoing sentence, no amendment shall be made that (a) is in conflict with the Condominium Act; the Declaration or the By-Laws, (b) makes any changes (except as required by the Federal National Mortgage Association or the Federal Home Loan Mortgage Corporation, whether or not either or both of such entities are mortgagees) that would materially and adversely affect the rights or interests of "Institutional First Mortgagees" (as such term is defined in the Declaration) unless the affected Institutional First Mortgagee(s) shall join

in the execution of the amendment, or (c) in any way affects any of the rights, interests, privileges, powers or options in favor of or reserved to the Declarant, unless the Declarant shall join in the execution of the amendment.

D. Declarant Amendments. Notwithstanding anything herein contained to the contrary, to the extent lawful, the Declarant may amend these Articles of Incorporation consistent with, or not prohibited by, the provisions of the Declaration.

ARTICLE IX VOTES

Each Unit in the Condominium shall have one full indivisible vote.

ARTICLE X POWERS

The powers of the Association shall include and be governed by the following:

A. General. The Association shall have all of the common law and statutory powers of a not for profit corporation under the laws of Florida, except as expressly limited or restricted by the terms of these Articles, the Declaration of Condominium, the By-Laws or the Condominium Act.

B. Enumeration. The Association shall have all of the powers and duties set forth in the Condominium Act, except as limited by these Articles, the By-Laws and the Declaration of Condominium (to the extent that they are not in conflict with the Condominium Act), and all of the powers and duties reasonably necessary to operate the Condominium pursuant to the Declaration of Condominium and as more particularly described in the By-Laws, as they may be amended from time to time.

C. Limitation. The powers of the Association shall be subject to and shall be exercised in accordance with the provisions hereof and of the Declaration of Condominium, the By-laws and the Condominium Act, provided that in the event of conflict, the provisions of the Condominium Act shall control over those of the Declaration of Condominium and the By-Laws.

ARTICLE XI INDEMNIFICATION PROVISIONS

The Association shall indemnify its directors, officers and committee members and may indemnify its employees and agents, to the fullest extent permitted by law against any and all expenses or liabilities incurred in defending civil, criminal or administrative proceedings resulting from the performance or attempted performance in good faith of their offices on behalf of the Association or its members. Such indemnification shall include advancement of expenses prior to the final disposition of any such proceedings and amounts paid in settlement of such proceedings, and such indemnification shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any document other than these Articles, by vote of the members or disinterested directors, or otherwise. This indemnification shall continue as to a person who has

ceased to be a director, officer, committee member, employee or agent, and shall inure to the benefit of his or her heirs and personal representatives.

**ARTICLE XII
DISTRIBUTION OF INCOME; DISSOLUTION**

The Association shall not pay a dividend to its members and shall make no distribution of income to its members, directors or officers, and upon dissolution, all assets of the Association shall be transferred only to another nonprofit corporation or a public agency or as otherwise authorized by the Florida Not For Profit Corporation Act (Chapter 617, Florida Statutes).

**ARTICLE XIII
REGISTERED AGENT**

The name of the registered agent and place for service of process shall be Scott Leitten, whose address is: 1001 North U.S. Highway #1, Suite 400, Jupiter, Florida 33477.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 20th day of JUNE, 2008.

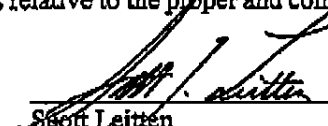


Daniel DeAngelis

MIADOC5 8099722

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby 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.



Scott Leitten

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