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April 3, 1995

Office of the Secretary of State  
Division of Corporations  
State of Florida  
P.O. Box 6327  
Tallahassee, FL 32301

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-04/06, JS--01077--013  
\*\*\*\*122.50 \*\*\*\*122.50

Re: The Sanctuary at Hammock Creek  
Homeowners Association, Inc.  
Our File: 3954/8453

To Whom It May Concern:

In connection with the proposed organization of The Sanctuary at Hammock Creek Homeowners Association, Inc., enclosed please find one duly executed original and one copy of Articles of Incorporation in the name of the corporation. Also enclosed is a check made payable to the Department of State in the amount of One Hundred Twenty-two and 50/100 Dollars (\$122.50) representing the appropriate filing fee, the Registered Agent fee and the fee to obtain a certified copy of the filed document.

Please endorse your approval of these Articles and return the certified copy directly to the undersigned as soon as possible.

Thank you.

Very truly yours,

NASON, GILDAN, YEAGER, GERSON  
& WHITE, P.A.

*Ronald A. Burgess*  
Ronald A. Burgess  
Corporate Paralegal

*DMC 4/10/95*

FILED  
95 APR -6 AM 10:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Enclosures

ARTICLES OF INCORPORATION

OF

THE SANCTUARY AT HAMMOCK CREEK HOMEOWNERS ASSOCIATION, INC.

(a corporation not-for-profit under the  
laws of the State of Florida)

These are the Articles of Incorporation ("Articles") for a  
not-for-profit corporation organized under Chapter 617 (Part I)  
Florida Statutes (the "Act").

ARTICLE I

NAME

The name of the corporation shall be:

THE SANCTUARY AT HAMMOCK CREEK HOMEOWNERS ASSOCIATION, INC.  
(the "Association")

ARTICLE II

PRINCIPAL OFFICE

The principal office and mailing address of the Association  
are:

4152 West Blue Heron Boulevard  
Suite 128  
Riviera Beach, Florida 33404

ARTICLE III

DURATION

The duration of the Association shall be perpetual.

ARTICLE IV

PURPOSE

The purpose for which the Association is organized is to act  
as a homeowners' association for a "Phase" known as "The Sanctuary  
at Hammock Creek" within a real estate development in Martin  
County, Florida, known as "Hammock Creek" (the "Project"). In this  
regard, the Association shall exercise all powers and discharge all

duties and obligations assigned to it by the Bylaws, these Articles and that certain Supplemental Declaration of Covenants and Restrictions ("Supplemental Declaration"), which document is to be recorded in the Public Records of Martin County, Florida, to assist the Developer in the development of the Project and this Phase. Defined terms used but not defined in these Articles shall have the meanings ascribed to them in the Supplemental Declaration.

#### ARTICLE V

##### POWERS

The Association shall have all of the common law and statutory powers of a corporation not-for-profit which are not in conflict with the terms of these Articles, the Bylaws or the Supplemental Declaration and which are reasonably necessary to implement the purposes of the Association.

#### ARTICLE VI

##### MEMBERSHIP

The Association shall have two (2) classes of membership: (i) the "Class A Membership", which consists solely of the Developer; and (ii) the "Class B Membership", which consists of each person or entity who acquires the fee simple record title to any Parcel.

#### ARTICLE VII

##### BOARD OF DIRECTORS

The Board of Directors shall consist of three (3) persons. All powers shall be exercised by or under the authority of, and the affairs of the Association managed under the direction of, the Board of Directors. Notwithstanding the foregoing, however, the Developer shall have the right to appoint all members of the Board of Directors and to approve all officers of the Association until it owns no Parcels in this Phase and has no right to purchase any of the Additional Property and no Approved Builder owns any Parcels in this Phase. The Developer may relinquish this right in writing at any time in its sole discretion.

Until the Developer has relinquished control of the Association, as aforesaid, no director or officer need be an Owner. After the Developer has relinquished control of the Association, and for so long as the Developer owns any property within the Project, the Developer shall have the right to appoint one (1) member of the Board of Directors; and such director need not be a Member of the Association; provided, however, all other directors

and all officers shall be Members of the Association. The Developer shall be entitled at any time, and from time to time, to remove or replace any director originally appointed by the Developer. The Developer may waive or relinquish in whole or in part any of its rights to appoint any one or more of the directors it is entitled to appoint.

The names and addresses of the members of the first Board of Directors who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

<u>Name</u>	<u>Address</u>
George T. Elmore	2350 South Congress Avenue Dolray Beach, Florida 33445-7398
Conrad W. Schaefer	4152 West Blue Heron Boulevard Suite 128 Riviera Beach, Florida 33404
Gregory J. Fagan	4152 West Blue Heron Boulevard Suite 128 Riviera Beach, Florida 33404

#### ARTICLE VIII

##### OFFICERS

The officers shall be elected by the Board of Directors at the organizational meeting and each year thereafter at the annual meeting of the Directors, as provided in the Bylaws. Until such time as the Developer has relinquished control of the Association, the Developer shall have the right to approve the appointment of all officers of the Association. The initial officers shall consist of a President, Secretary and Treasurer. The Association may have additional officers as provided in the Bylaws.

#### ARTICLE IX

##### INDEMNIFICATION

The Association shall indemnify any person who is or was a director, officer, employee or agent of the Association to the fullest extent permitted by the laws of the State of Florida.

ARTICLE X

AMENDMENTS

These Articles may be amended or rescinded as provided in the Act. However, no such amendment shall be made which would adversely affect the rights of any Institutional Mortgagee without the written consent of such Institutional Mortgagee. Further, until such time as the Developer has relinquished control of the Association, no such amendment shall be effective without the written consent of the Developer. Any attempt to amend or rescind contrary to these prohibitions shall be of no force or effect.

ARTICLE XI

INCORPORATOR

The name and address of the Incorporator of these Articles is:

<u>Name</u>	<u>Address</u>
Gregory J. Fagan	4152 West Blue Heron Boulevard Suite 128 Riviera Beach, Florida 33404

ARTICLE XII

REGISTERED OFFICE AND AGENT

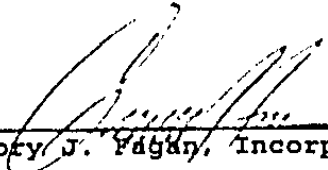
The initial registered office of the Association shall be located at: 1645 Palm Beach Lakes Boulevard, Suite 1200, West Palm Beach, Florida 33401. The initial registered agent at said address shall be John White II.

ARTICLE XIII

MISCELLANEOUS PROVISIONS

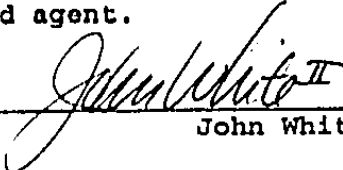
The Articles of Incorporation, the Bylaws and the Supplemental Declaration shall be read and interpreted consistently. However, in the event of any conflict in the terms thereof, the terms of the Supplemental Declaration shall prevail over the terms of the Articles of Incorporation and the Bylaws, and the terms of the Articles of Incorporation shall prevail over the terms of the Bylaws. The terms of the Bylaws and the Supplemental Declaration are incorporated herein by this reference.

IN WITNESS WHEREOF, these Articles of Incorporation have been executed on behalf of the Association this 15<sup>th</sup> day of March, 1995.

  
\_\_\_\_\_  
Gregory J. Fagan, Incorporator

ACCEPTANCE BY REGISTERED AGENT

I hereby accept my appointment as registered agent for The Preserve at Hammock Creek Homeowners Association, Inc., a Florida not-for-profit corporation, and acknowledge that I am familiar with the duties of a registered agent.

  
\_\_\_\_\_  
John White II

N95000001680

THE SANCTUARY AT HAMMOCK CREEK  
HOMEOWNERS ASSOCIATION, INC.,  
2350 SOUTH CONGRESS AVE.  
DELRAY BEACH, FL 33445

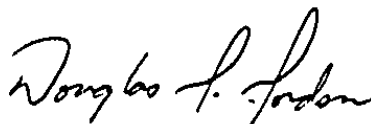
August 28, 1995

Fla. Dept. of State  
Div. of Corp.  
POB 6327  
Tallahassee, FL 32314

Dear Madam or Sir:

Please change the mailing address of our corporation as shown above so we receive our important mailings such as the annual report notices. If there is a form that needs to be completed in order to accomplish this change of address, please send me one. Our FEI # is 65-0584140 and our State # is N95-000-001-680

Sincerely,



Douglas G. Gordon, Controller

8/31/95aw