

N9500003012

ATTORNEYS
GREENFIELD & DUVAL

Mailing Address
P O BOX 810488
NORTH MIAMI, FLORIDA 33281 - 0488
1600 N E 135TH STREET
NORTH MIAMI, FLORIDA 33181
DADE (305) 893-9270
FAKE (305) 893-6696

HARVIE S. DUVAL
JOHN GREENFIELD

May 31, 1995

Secretary of State
State of Florida
409 East Gaines Street
Tallahassee, Florida 32399

Attention: Corporation Division/
Business Organization
Filing Section

Re: SUMMIT TOWER I OF DADELAND
CONDOMINIUM ASSOCIATION

Dear Sirs:

We enclose herewith the original and one copy of
Articles of Incorporation for SUMMIT TOWER I OF DADELAND
CONDOMINIUM ASSOCIATION, INC., together with our check
for \$122.50 to cover your filing fee.

Please return the recorded Articles and Certificate
of Secretary of State to the undersigned at your earliest
convenience.

Thank you for your cooperation.

Very truly yours,

GREENFIELD & DUVAL

Harvie S. Duval
HARVIE S. DUVAL *inc*

900001507169
-06/07/95--01056--017
***122.50 ***122.50

HSD:mc
Enclosures

DMC
6/13/95

~~789, 7295~~

~~1095-12048~~

FILED
95 JUN 23 PM 12:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LAW OFFICES
GREENFIELD & DUVAL

HARVIE S. DUVAL
JOHN GREENFIELD

June 21, 1995

Mailing Address
P.O. BOX 610488
NORTH MIAMI, FLORIDA 33261 - 0488
1580 N.E. 135TH STREET
NORTH MIAMI, FLORIDA 33181
DADE (305) 893-8270
FAX# (305) 893-8006

Secretary of State
State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Attention: Ms. Doris McDuffie
Corporate Specialist Supervisor

Re: SUMMIT TOWER I OF DADELAND
CONDOMINIUM ASSOCIATION, INC.
Reference No: W95000012048

Dear Ms. McDuffie:

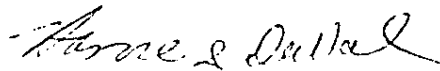
We enclose herewith the two corrected originals of Articles of Incorporation for SUMMIT TOWER I OF DADELAND CONDOMINIUM ASSOCIATION, INC., together with your letter of June 13th.

Please return the recorded Articles and Certificate of Secretary of State to the undersigned at your earliest convenience.

Thank you for your cooperation.

Very truly yours,

GREENFIELD & DUVAL



HARVIE S. DUVAL

HSD:mc
Enclosures



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 13, 1995

HARVIE S. DUVAL, ESQUIRE
GREENFIELD & DUVAL
P.O. BOX 610488
NORTH MIAMI, FL 33261-0488

SUBJECT: SUMMIT TOWER I OF DADELAND CONDOMINIUM
ASSOCIATION, INC.
Ref. Number: W95000012048

We have received your document for SUMMIT TOWER I OF DADELAND CONDOMINIUM ASSOCIATION, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 595A00029008

FILED

ARTICLES OF INCORPORATION
OF
SUMMIT TOWER I OF DADELAND
CONDOMINIUM ASSOCIATION, INC.
(A CORPORATION NOT FOR PROFIT)

95 JUN 23 11:13:24
TALLAHASSEE, FLORIDA

In order to form a corporation under and in accordance with the provisions of the Laws of the State of Florida for the formation of corporations not for profit, we, the undersigned, hereby associate ourselves into a corporation for the purpose and with the powers hereinafter mentioned; and to that end we do, by these Articles of Incorporation, hereinafter referred to as "Articles", set forth:

I.

The name of this corporation shall be **SUMMIT TOWER I OF DADELAND CONDOMINIUM ASSOCIATION, INC.** This corporation shall hereinafter be referred to as "Association".

II.

The purpose for which the Association is organized is to provide an entity pursuant to Fla.Stat. 718, hereinafter referred to as the "Condominium Act", to operate **SUMMIT TOWER I OF DADELAND, A CONDOMINIUM**, hereinafter referred to as the "Condominium", 9125 S.W. 77th Avenue, Miami, Florida 33156, in accordance with the Declaration of Condominium, these Articles and the By-Laws of the Association.

III.

All definitions in the Declaration of Condominium and Exhibits attached hereto shall prevail in this instrument when applicable.

IV.

The Association shall have the following powers:

1. The Association shall have all of the powers and privileges granted to corporations not for profit except where the same are in conflict with the Declaration of Condominium and Exhibits attached thereto, including these Articles and the By-Laws of this Association.

2. The Association shall have all of the powers reasonably necessary to implement and effectuate the purposes of the Association, except as limited herein, as specified in the Declaration of Condominium, these Articles, the By-Laws of the Association, and Fla.Stat. 718, et seq., including but not limited to:

a. to make and establish Rules and Regulations governing the use of the Condominium Property.

b. Except as limited by Fla.Stat. 718.111(6), to levy and collect assessments from members of the Association to defray the Common Expenses of the Condominium as provided for in the Declaration of Condo-

minium and Exhibits attached thereto, including, but not limited to, the provision of insurance for the Condominium Property and the Association, the acquiring, operating, leasing, managing and otherwise dealing with property, whether real or personal (including Units in said Condominium), which may be necessary or convenient for the operation and management of the Condominium and to do all things necessary to accomplish the purposes set forth in said Declaration of Condominium.

c. To maintain, improve, repair, reconstruct, replace, operate and manage the Condominium Property.

d. To contract for the management of the Condominium and to delegate in such contract all or any part of the powers and duties of the Association provided in these Articles, the Declaration of Condominium and Exhibits attached thereto.

e. To enforce the provisions of said Declaration of Condominium, these Articles, the By-Laws of the Association and the Rules and Regulations governing the use of said Condominium.

f. To exercise, undertake and accomplish all of the rights, duties and obligations which may be granted to, or imposed upon the Association pursuant to the Declaration of Condominium.

g. To acquire and enter into agreements whereby the Association acquires an interest in property, either in its own name or through organizations of which it is a member; or a leasehold, membership or other possessory or use interests in lands or facilities, whether or not contiguous to the lands of the condominium intended to provide for the enjoyment, recreation or other use or benefit of the members.

h. To approve or disapprove of the transfer, mortgage, ownership, leasing and occupants of Condominium Units.

i. The Association shall have the right, when determined by the Board of Directors to be in the best interests of the Condominium, to grant exclusive licenses, easements, permits, leases or privileges to any individual or entity, including non-Unit Owners, which affect Common Elements or Limited Common Elements, and to alter, add to, relocate or improve Common Elements and Limited Common Elements, provided, however, if any Limited Common Elements are affected, the consent of the Owner(s) of the Unit(s) to which such Limited Common Elements are appurtenant must be obtained by the Association.

V.

The qualification of members, the manner of their admission, termination of such membership and voting by members shall be as follows:

1. The owners of all Units in the Condominium and the Subscribers to these Articles shall be members of the Association, and no other persons or entities shall be entitled to membership, except as provided in Item 4 of this Article V. Membership of the subscribers shall

terminate upon the Sponsor being divested of all Units in the Condominium and control of the Association is turned over to the members.

2. Subject to the provisions of the Declaration of Condominium and the By-Laws of this Association, membership shall be established by the acquisition of fee title to a Unit in the Condominium. The membership of any party shall be automatically terminated upon his being divested of title to all Units owned by such member in the Condominium. Membership is non-transferable except as an appurtenance to a Unit.

3. On all matters on which the membership shall be entitled to vote, each member shall have one vote for each Unit in the Condominium owned by such member. Such vote may be exercised or cast by the owner or owners of each Unit in such manner as is provided for in the Declaration or in the By-Laws hereinafter adopted by the Association.

4. Until such time as the Condominium Property which this Association is intended to operate is submitted to Condominium ownership by the recordation of the Declaration of Condominium, the membership of the Association shall be comprised of the Subscribers to these Articles, each of whom shall be entitled to cast one vote on all matters on which the membership shall be entitled to vote.

VI.

The Association shall have perpetual existence.

VII.

The principal place of business of the Association shall be located on the Condominium Property. The registered office of the Association shall be located at 9125 S.W. 77th Avenue, Miami, Florida 33156, and the Registered Agent at such address shall be EDWARD FEINSTEIN.

VIII.

The affairs of the Association will be managed by a Board of Directors consisting of not less than three (3) nor more than nine (9) persons who need not be members of the Association. The Board shall consist of three (3) or more members as determined by the Sponsors until control of the Association is turned over to the Unit Owners in accordance with the provisions of Fla.Stat. 718.301. Thereafter, the number of directors may be increased from time to time to a maximum of nine (9) by a majority vote of the Board of Directors.

Directors of the Association shall be elected in the manner provided by the By-Laws at the annual meeting of the members. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the By-Laws.

The Directors named in these Articles shall serve until their successors are elected pursuant to the By-Laws. If a director is to be replaced by a person elected by the Unit Owners other than Sponsor, Sponsor shall designate which Sponsor-appointed director is to be replaced. Any directorship vacancy occurring before the first election

shall be filled by the remaining Directors, or sponsor as the By-Laws provide.

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:

EDWARD FEINSTEIN.	9125 S.W. 77th Avenue Miami, Florida 33156
MORTIMER FELDMAN.	9125 S.W. 77th Avenue Miami, Florida 33156
LINDA GRIFFIN	1318 N.W. 7th Street Miami, Florida 33125

The Board of Directors shall have the power to adopt the budget of the Association.

The transfer of control from the sponsor to the Unit Owners shall be in accordance with the provisions of Fla.Stat. 718.301 and the By-Laws.

IX.

The officers of the Association shall be elected by the Board of Directors at their first meeting following election of directors by members and shall serve at the pleasure of the Board of Directors. The names of the officers who shall serve until their successors are elected are as follows:

EDWARD FEINSTEIN.	9125 S.W. 77th Avenue Miami, Florida 33156
MORTIMER FELDMAN.	9125 S.W. 77th Avenue Miami, Florida 33156
LINDA GRIFFIN	1318 N.W. 7th Street Miami, Florida 33125

X.

The Subscribers of these Articles are EDWARD FEINSTEIN and MORTIMER FELDMAN, and the full names of which Subscribers and their respective post office addresses are more particularly set forth in Article VIII above.

XI.

The Association does hereby indemnify its officers and directors as provided in the By-Laws.

XII.

Amendments to these Articles shall be proposed and adopted in the following manner:

1. Proposal. Amendments to these Articles may be proposed upon a vote of the majority of the entire Board adopting a resolution setting forth the proposed amendment to these Articles, directing that it be submitted to a vote at a special or annual meeting of members; or amendments may be proposed by the members of the Association upon a vote of the majority of the membership entitled to vote at

a meeting for which notice of the proposed amendment has been given.

2. Call for Meeting. Upon the adoption of a resolution proposing any amendment or amendments to these Articles by said Board or members, such proposed amendment or amendments shall be transmitted to the President of the Association, or other officer of the Association in absence of the President, who shall thereupon call a special meeting of the membership, unless it is to be considered at an annual meeting. It shall be the duty of the Secretary to give each member written notice stating the purpose of the meeting, place, day and hour of the meeting, and setting forth the proposed amendment or a summary of the changes to be effected thereby. Notice shall be delivered not less than ten (10) or more than sixty (60) days before the date of the meeting, either personally or by first class mail. Notice shall additionally be posted at a conspicuous location on the Condominium Properties. If the notice is mailed with postage thereon prepaid, at least thirty (30) days before the date of meeting, it may be done by a class of United States mail other than first class. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail addressed to the member at his address as appears on the membership books.

3. Vote Necessary. In order for such amendment or amendments to become effective, the same must be approved, at a duly called meeting, by an affirmative vote of a majority of the votes of the entire membership entitled to vote thereon.

4. Filing. The Articles of Amendment containing said approved amendment or amendments shall be executed by the corporation by its President or Vice President and by its Secretary or Assistant Secretary and acknowledged by one of the officers signing such Articles. The Articles of Amendment shall set forth:

- a. The name of the corporation;
- b. The amendments so adopted;
- c. The date of the adoption of the amendment by the members.

Such Articles of Amendment shall be filed, along with the appropriate filing fees, within ten (10) days from said approval with the office of the Secretary of the State of Florida for approval.

Notwithstanding the foregoing provisions of this Article XII, so long as the Sponsor holds Units for sale in the ordinary course of business, no amendment to these Articles may be adopted or become effective without the prior written consent of Sponsor if in the sole opinion of Sponsor, which shall be binding, such amendment affects the rights of Sponsor or affects the Sponsor's ability to sell or lease Units in the Condominium.

XIII.

The share of a member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner, except as an appurtenance to his Unit. The funds and assets of the Association shall belong solely to

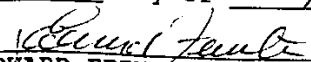
the Association, subject to the limitation that the same be expended, held, or used for the benefit of the membership and for the purposes authorized in the Declaration of Condominium, these Articles and the By-Laws of the Association.

XIV.

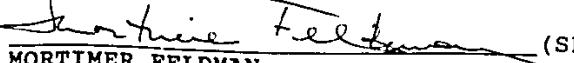
The Association may enter into contracts or transact business with any firm, corporation, or other concern, in which any or all officers, directors or members of the Association may have an interest of any nature whatsoever. No contract, including those entered or to be entered into with Sponsor, or managing agent, shall be invalidated in whole or part by the Association or any subsequent officer, director and/or member(s) thereof on the grounds that the officers, directors and/or member(s) had an interest, whether adverse or not, in the party contracted with, regardless of the fact that the vote of the directors, officers or member(s) with an interest was necessary to obligate the Association.

At any meeting of the Directors of the Association which shall authorize or ratify any such contract or transaction any interested director or directors may vote or act thereat, with like force and effect, as if he had no such interest (provided that in such case the nature of such interest [though not necessarily the extent or details thereof] shall be disclosed or shall have been known to the directors or a majority thereof). A general notice that a director or officer is interested in any corporation or other concern of any kind above referred to shall be a sufficient disclosure thereof. No director shall be disqualified from holding such adverse interests. No director, officer, or member having such adverse interest shall be liable to the Association or to any member or creditor thereof, or to any other person for any loss incurred by it under or by reason of such contract or transaction, nor shall any such director, officer, member or entity in which said member is involved be accountable for any gains or profits realized thereon.

IN WITNESS WHEREOF, the Subscribers have affixed their signatures this 26 day of May, 1995.



EDWARD FEINSTEIN (SEAL)

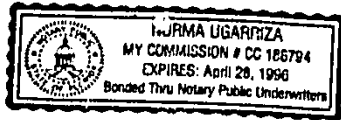


MORTIMER FELDMAN (SEAL)

STATE OF FLORIDA)
SS:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared EDWARD FEINSTEIN and MORTIMER FELDMAN, who, after being duly sworn, acknowledged that they executed the foregoing Articles of Incorporation for the purposes expressed in such Articles this 26 day of May, 1995.

[Signature]
Notary Public State of Florida at Large



FILED
95 JUN 23 11:25 AM
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING REGISTERED
AGENT FOR SERVICE OF PROCESS

Pursuant to Chapter 48.091, Florida Statutes, the undersigned hereby designates:

EDWARD FEINSTEIN

as its Registered Agent to accept service of process within this State.

SUMMIT TOWER I OF DADELAND
CONDOMINIUM ASSOCIATION

By: [Signature]

Edward Feinstein

The undersigned hereby accepts the foregoing designation as Registered Agent for service of process within the State of Florida, and agrees to comply with the provisions of the law applicable to said designation.

By: [Signature]
EDWARD FEINSTEIN