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STEVEN G. MILLER  
ATTORNEY AT LAW

GENERAL PRACTICE

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July 15, 1995

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

RE: IMAGES MASTER CONDO ASSOCIATION, INC. (incorporated  
(a Florida Nonprofit Corporation)

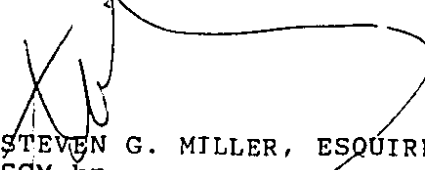
Gentlemen:

Enclosed please find an original and a copy of the Articles of Incorporation, relative to incorporation of the entity referenced above.

Also enclosed is my draft in the sum of \$70.00 for your filing fee (certified copy not requested). Kindly proceed to file the Articles and thereafter forward back to this office, in the envelope provided, stamped conformed copies of the Articles for my file.

In the event you have any questions, please do not hesitate to contact me.

Sincerely,

  
STEVEN G. MILLER, ESQUIRE  
SGM:hp  
Enclosures

FILED  
1995 JUL 17 PM 6:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

F. CHESSEY JUL 18 1995

ARTICLES of INCORPORATION  
of  
IMAGES MASTER CONDO ASSOCIATION, INC.  
(A Florida Nonprofit Corporation)

FILED  
1995 JUL 17 PM 6:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation shall be IMAGES MASTER CONDO ASSOCIATION, INC.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles of Incorporation by the Secretary of State. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose to consolidate the accounting and insurance needs of it's shareholders, and to engage in transactions of any and all activities permitted under the laws of Florida and the United States of America.

ARTICLE IV. POWERS

This corporation may do and perform all such acts and things, including those generally allowed by the laws of Florida relative to corporations not for profit, as now existing, or as the law may henceforth provide, as from time to time may be necessary or expedient to the exercise of any and all of it's corporate functions, powers, and rights.

ARTICLE V. MEMBERSHIP

Any of the Images Condominium Associations located within Images at Pembroke Pointe, when it pays the applicable fees and charges, is eligible and qualified for membership in this corporation.

The corporate Bylaws may provide the Board of Directors further discretionary powers relating to the admission of members.

#### ARTICLE VI. MANAGEMENT

The powers of this corporation shall be exercised, its properties controlled, and its affairs and business conducted and managed by the Board of Directors.

Any action required or permitted to be taken by the Board of Directors, under any provision of the law, may be taken without a meeting, if all of the directors shall individually or collectively consent in writing to such action. Such written consent shall be filed with the minutes of the proceedings of the Board of Directors. Any such action by written consent shall have the same force and effect as if taken by a unanimous vote of the Board of Directors. Any certificate or other document filed, under any provision of the law which relates to the action so taken, shall state that the action was taken by the unanimous written consent of the Board of Directors without a meeting, and that these Articles of Incorporation authorize the Board of Directors to so act. Such a statement shall be prima facie evidence of such authority.

#### ARTICLE VII. BOARD OF DIRECTORS

This corporation's initial Board of Directors shall have 9 directors. The number of directors may be increased or decreased, from time to time, by an amendment to the corporate Bylaws, but shall never be less than 5.

The directors shall be elected annually by this corporation's members. The manner of the election of the directors shall be specified in the corporate Bylaws. The directors named herein, comprising the initial Board of Directors, shall hold office until the election of directors at the first annual membership meeting.

The name and address of each director who shall serve as a member of the Initial Board of Directors are: one (1) representative from each of the following nine (9) not-for-profit Florida corporations, IMAGES AT PEMBROKE POINTE CONDOMINIUM NO. 1, 2, 19, 5, 6, 18A, 18B, 11 and 64 ASSOCIATION(S), INC., who shall initially be Richard Lewis, Linda McGovern, Brian Hill, Susan Tillett Strump, Raymond Ortiz, Jr., Melvenia Mueller, Betty Perez, Gayleen Jacobs, and Denise Mule, who are all located at c/o Gold Coast Property Management, Inc., 10001 West Oakland Park Blvd., Sunrise, Florida, 33351.

#### ARTICLE VIII. OFFICERS

The officers shall consist of a president, a vice president, a secretary, and a treasurer. This corporation may have such other officers as may be provided in the corporate Bylaws.

The officers shall be elected annually by the Board of Directors. The manner of the election of the officers shall be specified in the corporate Bylaws. The initial officers shall hold office until the election of officers at the first annual Board of Directors' meeting.

#### ARTICLE IX. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

#### ARTICLE X. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office and the address of this corporation's initial registered office shall be: 10001 West Oakland Park Blvd., Sunrise, Florida, 33351.

The name of the entity that shall serve as this corporation's initial registered agent at that address is: Gold Coast Property Management, Inc., a Florida corporation.

#### ARTICLE XI. INCORPORATOR

The name and address of each of the subscribers to these Articles of Incorporation is one (1) representative from each of the following nine (9) not-for-profit Florida corporations, IMAGES AT PEMBROKE POINTE CONDOMINIUM NO. 1, 2, 19, 5, 6, 18A, 18B, 11 and 64 ASSOCIATION(S), INC., who shall initially be Richard Lewis, Linda McGovern, Brian Hill, Susan Tillett Strump, Raymond Ortiz, Jr., Melvenia Mueller, Betty Perez, Gayleen Jacobs, and Denise Mule, who are all located at c/o Gold Coast Property Management, Inc., 10001 West Oakland Park Blvd., Sunrise, Florida, 33351.


#### ARTICLE XII. BYLAWS

Corporate Bylaws will be hereinafter adopted by the Board of Directors. The corporate Bylaws may be amended or repealed, in whole or in part, by the Board of Directors in the manner provided therein. Any amendments to the corporate Bylaws shall be binding on this corporation's members.

ARTICLE XIII. AMENDMENT

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of this corporation's members for their vote. Such amendments may be adopted by a vote of a majority of the quorum of this corporation's members.

The undersigned, constituting this corporation's designated registered agent and this corporation's subscribers, for the purpose of forming this nonprofit corporation under the laws of Florida, have executed these Articles of Incorporation, on the dates indicated next to their signatures.

  
RICHARD LEWIS

\_\_\_\_\_  
LINDA MCGOVERN

\_\_\_\_\_  
BRIAN HILL

\_\_\_\_\_  
SUSAN 'TILLET' STRUMP

\_\_\_\_\_  
RAYMOND ORTIZ, JR.

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MELVENIA MUELLER

\_\_\_\_\_  
BETTY PEREZ

\_\_\_\_\_  
DENISE MULE

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LJNL A MCGOVERN

*Brian A. Hill*  
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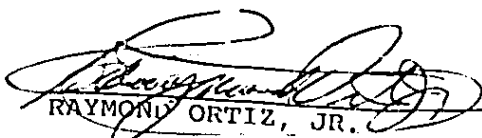
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*Denise Mule 3/1/95*  
DENISE MULE

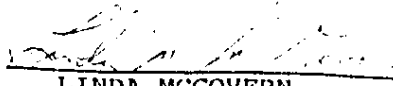
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Melvenia Mueller 3/21/95  
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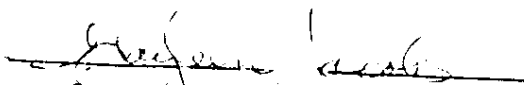
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\_\_\_\_\_  
GAYLE M. JACOBS

\_\_\_\_\_  
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I hereby accept my designation as resident agent and agree to serve as the resident agent of IMAGES MASTER CONDO ASSOCIATION, INC. I hereby state that I am familiar with and

accept the duties and responsibilities as registered agent for  
IMAGES MASTER CONDO ASSOCIATION, INC.

Patrick Amorello

Gold Coast Property Management, Inc., a Florida  
corporation Registered Agent

By: [Signature]

It's 1995, JUL 17

State of Florida:  
County of Broward:

FILED  
1995 JUL 17 PM 6:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

On JUNE 15, 1995, the entity that shall  
serve as this corporation's initial registered agent, by and  
through it's President, personally appeared before me,  
acknowledged accepting the designation as the corporation's  
registered agent, and signed and acknowledged signing these  
Articles of Incorporation of IMAGES MASTER CONDO ASSOCIATION,  
INC., and the individuals designated above as the subscribers  
and incorporators to these Articles of Incorporation  
personally appeared before me and signed and acknowledged  
signing these Articles of Incorporation of IMAGES MASTER CONDO  
ASSOCIATION, INC.

[Signature]  
Notary Public

Commission Expiration Date:

Florida Drivers Licenses produced as Identification  
(SEAL)

