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March 18, 1996

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****122.50 ****122.50

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Articles of Incorporation for SKY LAKE TRAFFIC ORGANIZATION PLAN, INC.

Gentlemen:

Enclosed please find an original and one copy of the Articles of Incorporation for the above-referenced corporation. Also enclosed is a check in the amount of \$122.50 to cover the cost of filing the Articles of Incorporation.

Please file the original and return a certified copy to this office.

Thank you for your cooperation in this matter, and in the event you have any questions, please do not hesitate to call me collect.

Very truly yours,

HENSCHEL & HENSCHEL

AS Henschel
ANDREW S. HENSCHEL
Enclosures

*Andrew Henschel gave
Auth to add the principal
office 3-27-96 (DMC)*

*DMC
3/27/96*

*21400 NW 2nd Ave
Miami, FL 33169*

FILED
96 MAR 21 AM 9:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Incorporation of SKY LAKE TRAFFIC ORGANIZATION PLAN, INC., a Florida Not For Profit Corporation

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96 MAR 21 AM 9:48

The undersigned persons, acting as incorporators of a corporation not for profit under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, adopt the following Articles of Incorporation for such corporation:

Article I

The name of the corporation is SKY LAKE TRAFFIC ORGANIZATION PLAN, INC. and the principal office shall be 21400 N.W. 2nd Avenue, Miami, Florida 33169.

Article II

The corporation shall have a duration of five years from the filing of these articles.

Article III

The corporation is a not for profit corporation. The specific purpose for which the corporation is organized is: to implement and complete a traffic study plan for the Sky Lake neighborhood which includes the potential barricading in of certain roads along with determining the financial aspects of placing guard gates or other security precautions in certain areas of the neighborhood.

Article IV

The corporation is organized upon a nonstock basis as defined in Section 617.011 of the Florida Statutes. The corporation shall have a membership distinct from the board of directors. The authorized number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof, shall be as regulated in the bylaws.

Article V

The street address of the initial registered office of the corporation is Henschel & Henschel, P.A., 1880 N.E. 163rd Street, Suite 202, City of N. Miami Beach, County of Dade, State of Florida. The name of its initial registered agent at such address is Andrew Scott Henschel.

Article VI

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a board of

directors. The number of directors of the corporation shall be three; provided, however, that such number may be changed by a bylaw duly adopted pursuant to the bylaws of this corporation.

The directors named herein as the first board of directors shall hold office until the first meeting of members, to be held on April 2, 1996, at 7:00 p.m., at Highland Oaks Middle School, at which time an election of directors shall be held.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of 1 year until the second annual meeting of members following the election of directors and until the qualification of the successors in office. Annual meetings shall be held at 7:00 p.m., on the first Monday in April of each year at the principal office of the corporation, or at such other place or places as the board of directors may designate from time to time by resolution.

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

The names and residential addresses of the persons who are to serve as the initial directors are:

Name	Residential Address
William Lehman, Jr.	2071 N.E. 194 Terrace N. Miami Beach, Florida 33179
Sandy Henchy	19071 N.E. 20th Avenue N. Miami Beach, Florida 33179
David Cremer	1971 N.E. 187th Drive N. Miami Beach, Florida 33179

Article VII

The name and address of each incorporator are:

Name	Address
William Lehman, Jr.	2071 N.E. 194 Terrace N. Miami Beach, Florida 33179

Article VIII

The board of directors shall elect the following officers: President, Treasurer, Secretary, and such other officers as the bylaws of this corporation may authorize the directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the board of directors. Until such election is held, the following persons shall serve as corporate officers:

William Lohman, Jr.	-	Pres.	2071 N.E. 194 Terrace N. Miami Beach, Florida 33179
Sandy Honchy	-	Sec.	19071 N.E. 20th Avenue N. Miami Beach, Florida 33179
David Cromer	-	Treas.	1971 N.E. 187th Drive N. Miami Beach, Florida 33179

Article IX

Subject to the limitations contained in the bylaws and any limitations set forth in the Not For Profit Corporation Act of Florida described above, concerning corporate action that must be authorized or approved by the members of the corporation, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of directors or by following the procedure set forth therefor in the bylaws.

Article X

The property of this corporation is irrevocably dedicated to the above purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

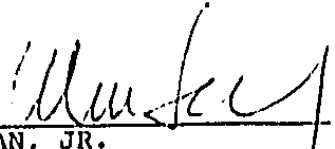
Article XI

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a not for profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Article XII.

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of at least two-thirds of a quorum of members of the corporation.

We, the undersigned, being the incorporators of this corporation, for the purpose of forming this not for profit charitable corporation under the Laws of Florida, have executed these articles of incorporation on Feb 11, 1996.



WILLIAM LEHMAN, JR.
PRESIDENT Sky Lake Traffic
Organization Plan, Inc.

Feb 11, 1996
DATE

FILED

96 MAR 21 AM 9:48

In pursuance of Chapter 607.34 of the Florida Statutes, 166 following is STATE
submitted in compliance with said Act: TALLAHASSEE, FLORIDA

First: SKY LAKETRAFFIC ORGANIZATION PLAN, INC., a Florida Not
For Profit Corporation

desiring to organize under the laws of the State of Florida, with its principal office as
indicated in the Articles of Incorporation, in the City of MIAMI, County of DADE, State of
Florida has named **Andrew S. Henschel, Esq., HENSCHEL & HENSCHEL, P.A.,**
1880 N.E. 163RD STREET, SUITE 202, N. MIAMI BEACH, FL 33162, Registered
Agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated
Corporation, at the place designated in this Certificate, I hereby accept to act in this
capacity and agree to comply with the provisions of said Act relative to keeping open
said office.



Andrew S. Henschel, Registered Agent