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MIAMI FL 33135-004  
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FAX: (305) 641-3770

(((H96000005283))) DOCUMENT TYPE: FLORIDA NON-PROFIT CORPORATION  
NAME: EUCLID EAST CONDOMINIUM ASSOCIATION, INC.  
FAX AUDIT NUMBER: H96000005283 CURRENT STATUS: REQUESTED  
DATE REQUESTED: 04/15/1996 TIME REQUESTED: 14:14:39  
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0  
NUMBER OF PAGES: 0 METHOD OF DELIVERY: FAX  
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072450003255

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ARTICLES OF INCORPORATION

OF

EUCLID EAST CONDOMINIUM ASSOCIATION, INC.,  
A FLORIDA CORPORATION NOT-FOR-PROFIT

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1. Name and Place of Business. The name of the corporation is EUCLID EAST CONDOMINIUM ASSOCIATION, INC. The place of business shall be 1545 Euclid Avenue, Miami Beach, Florida 33139

2. Purpose. The corporation is organized as a corporation not for profit under the provision of Chapter 617 of the Florida Statutes and is a Condominium Association as referred to and authorized by Chapter 718 of the Florida Statutes. The purpose for which the corporation is organized is to provide an entity responsible for the operation of a condominium in Dade County, Florida, known as EUCLID EAST CONDOMINIUM. Said condominium is herein called "Condominium" and the Declaration of Condominium whereby the same has been created is herein called "Declaration".

3. Qualification of Members and Manner of Their Admission. The members of this corporation shall constitute all of the record owners of condominium units of the Condominium. Change of membership in this corporation shall be established by recording in the Public Records of Dade County, Florida, a deed or other instrument establishing record title to a condominium unit and the delivery to the corporation. The membership of the prior owner of such condominium unit shall be thereby terminated. The corporation may issue certificates of membership.

4. Term. The existence of the corporation shall be perpetual.

5. Names and Residences of Incorporators. The names and residences of the subscribers to these Articles of Incorporation are:

NAMES

RESIDENCE

GLADYS MUROS

1545 Euclid Avenue  
Unit 3G  
Miami Beach, Florida 33139

FRANCISCO FOLGAR

1545 Euclid Avenue  
Unit 3H  
Miami Beach, Florida 33139

ALBERT N. MORRIS, ESQ.  
301 ALHAMBRA CIRCLE #1102  
CORAL GABLES, FL 33134  
(305) 442-3334  
FBN. 893341

DAVID HANSHAW

1545 Euclid Avenue  
Unit 6F  
Miami Beach, Florida 33139

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6. Director and Officers. The Association shall act through its directors. Prior to the unit owners (other than the Developer) being entitled to elect a majority of the directors, as elsewhere herein provided, the number of directors shall be as the Developer may determine, provided there shall be no less than three (3). When members other than the Developer shall become entitled to elect a majority of the directors, then the number of directors shall be no less than five (5) or more than nine (9). When unit owners other than the Developer become entitled to elect directors, the directors shall be elected annually by the members who are apartment unit owners; provided, however, that until such time all of the directors shall be the designees and nominees of the Developer, subject, nevertheless, to the following: When members other than the Developer own fifteen (15%) per cent or more of the Condominium units, the members other than the Developers shall be entitled to elect not less than one-third (1/3) of the members of the Board. Members other than the Developer shall be entitled to elect not less than a majority of the members of the Board three (3) years after sales by the Developer have been closed of fifty (50%) per cent of the condominium units, or three (3) months after sales have been closed by the Developer of ninety (90%) per cent of the condominium units or when all of the units have been completed and some have been sold and none of the others are being offered for sale by the Developer in the ordinary course of business, whichever shall first occur. Notwithstanding anything above to the contrary, the Developer shall be entitled to elect not less than one (1) member of the Board so long as the Developer holds for sale in the ordinary course of business any unit. The Developer, at its option, may at any time terminate its rights to designate directors.

7. Names and Officers and Directors. The names and address of the officers and director who are to serve until the first election or appointment are as follows:

	<u>Name</u>	<u>Address</u>
President	GLADYS MUROS	1545 Euclid Avenue Unit 3G Miami Beach, Fl 33139
Treasurer	DAVID HANSHAW	1545 Euclid Avenue Unit 6F Miami Beach, Fl 33139

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Vice-President                      CLAUDIO GONZALEZ                      1545 Euclid Avenue  
Unit 2F  
Miami Beach, Fl 33139

Secretary                              FRANCISCO FOLGAR                      1545 Euclid Avenue  
Unit 3H  
Miami Beach, Fl 33139

8. By-Laws. The original By-Laws are to be made by the Incorporator. The same may hereafter be amended, altered or rescinded only in accordance with the further provisions of these Articles relative to amendment.

9. Amendment. These Articles of Incorporation and the original By-Laws may only be amended in accordance with the following: (a) notice of the subject matter of a proposed amendment shall be included in the notice of any meeting of the Association at which a proposed amendment is considered; (b) an amendment may be proposed by any member or by the Board of Directors. A resolution adopting a proposed amendment must bear the approval of members owning not less than seventy-five (75%) per cent of all condominium units in the condominium. Members and Directors not present at the meetings considering the amendment and majority of the Board of Directors may express their approval, in writing, given before such meetings; (c) in the alternative, an amendment may be made by an agreement signed and acknowledged by all of the members in the manner required for the execution of a deed; and (d) no amendment shall be discriminated against any condominium unit owner nor against any condominium unit nor class nor group of condominium units unless all the condominium unit owners so affected and all of their mortgagees shall give their prior written consent; and no amendment may adversely affect any right of or matter directly or indirectly affecting the Developer without its respective prior written consent. No amendment of these Articles shall be effective until there shall have been recorded in the Public Records of Dade County, Florida, a true copy of the same together with Certificate of the Secretary of State that the same has been filed in his office together with a Certificate of the Secretary of this corporation that such amendment was adopted pursuant to the provisions of the section. No amendment to the By-Laws shall be effective until all of the above requirements with regard to the Articles of Incorporation (except the Certificate of the Secretary of State) shall have been filed in the Public Records of Dade County, Florida.

10. Powers and Duties. The corporation shall have all of the following powers and duties:

.1 Section 617.021. All of the powers and duties set forth and described in Section 617.021 of the Florida Statutes not

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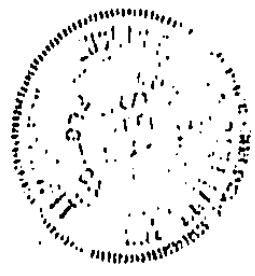
repugnant to any of the provisions of Chapter 718 of the Florida Statutes.

.2 Chapter 718. All of the powers and duties of an Association, as set forth in Chapter 718 of the Florida Statutes.

.3 Operations. To operate and manage the Condominium in accordance with the sense, meaning, direction, purpose and intent of the Condominium Act, these Articles and By-Laws adopted pursuant thereto and the Declaration as the same may from time to time be amended and to otherwise perform, fulfill and exercise the powers, privileges, options, rights, duties, obligations and responsibilities entrusted to or delegated to it.

11. Resident Agent. SKRLD, INC., 201 Alhambra Circle, Suite 1102, Coral Gables, Florida 33134 is appointed resident agent for service of process upon this corporation, subject to the right of this corporation to change the same in the manner provided by the laws of Florida.

WE, the undersigned, being each of the subscribers hereto, do hereby subscribe to these Articles of Incorporation and in witness whereof we have hereunto set our hands and seals this 11th day of April, 1996.



Glady's Muros  
GLADYS MURÓS, President

Francisco Folgar  
FRANCISCO FOLGAR, Secretary

David Hanshaw  
DAVID HANSHAW, Treasurer

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/OFFICE

Pursuant to the provisions of section 617.0501, Florida Statutes, the undersigned corporation, organized under the Laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

First-That EUCLID EAST CONDOMINIUM ASSOCIATION, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation has named SKRLD, INC. located at 201 Alhambra Circle, Suite 1102, Coral Gables, Florida 33134, as its agent to accept service of process within this state.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SKRLD, INC.

SIGNATURE

*Lisa A. Lerner* sec of SKRLD, INC.  
Lisa A. Lerner  
(Registered Agent)

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N96000002029

July 22, 1997

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

RE: Document #N96000002029 (4)  
Euclid East Condominium Association, Inc.

Dear Sir/Madam:

Please be so kind as to change the mailing address for the above referenced document number/corporation. The new mailing address is the following.

Euclid East Condominium Association, Inc.  
C/O Regatta Management  
1235 Meridian Avenue, Suite 1  
Miami Beach, Florida 33139  
Attn.: Claudio Castilla

Should you have any questions concerning this matter, please contact my office at your convenience.

Cordially,

  
Miriam Galiana, CAM  
Property Manager

MHG/trg

JB  
728-97

FILED 04/15/1996

FLORIDA  
CORPORATION  
ACT OF 1933  
1997



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortimer  
Secretary of State  
DIVISION OF CORPORATIONS

DOCUMENT # N96000002029 (4)

EUCLID EAST CONDOMINIUM ASSOCIATION, INC.



Principal Office of Business: 1545 EUCLID AVENUE MIAMI BEACH FL 33139  
Mailing Address: 1545 EUCLID AVENUE MIAMI BEACH FL 33139 3547

3. Date last reported or Quibbled: 04/15/1996  
34. Date of Last Report:

2. Principal Office of Business:  
21. Euclid East Condo  
22. 1545 Euclid Ave  
23. Miami Beach, FL  
24. 33139  
26. Mailing Address:  
27. c/o Carolina Management  
28. P.O. Box 453436  
29. Miami, FL  
30. 33324

4. FCI Number: Applied Fee: Del. Applicable:  
5. Certificate of Status Desired:  \$0.75 Additional Fee Required  
6. Certificate of Status Desired:  \$5.00 May Be Added to Fees  
7. This corporation has liability for intangible tax under s. 199.002, Florida Statutes:  Yes  No  
8. Name and Address of New Registered Agent:

Name and Address of Current Registered Agent:  
SKRLD, INC.  
201 ALHAMBRA CIRCLE  
SUITE 1102  
CORAL GABLES FL 33134

01. Name:  
02. Street Address (P.O. Box Number is Not Acceptable):  
03.  
04. City: FL 05. Zip Code:

11. I, the undersigned, being the president or secretary of the above named corporation, submit this statement for the purpose of changing its registered office to the principal office of business in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as required by s. 199.002, Florida Statutes, and accept the obligations of s. 199.003, Florida Statutes.

12. NAME AND ADDRESS OF CONTACT PERSON	13. TITLE	14. ADDRESS OF CONTACT PERSON
PD MUROS, GLADYS 1545 EUCLID AVENUE UNIT 3G MIAMI BEACH FL 33139	<input type="checkbox"/> Delete	<input type="checkbox"/> Change <input type="checkbox"/> Add/Info
TD HANSHAW, DAVID 1545 EUCLID AVENUE UNIT 6F MIAMI BEACH FL 33139	<input type="checkbox"/> Delete	<input type="checkbox"/> Change <input type="checkbox"/> Add/Info
VD GONZALEZ, CLAUDIO 1545 EUCLID AVENUE UNIT 2F MIAMI BEACH FL 33139	<input type="checkbox"/> Delete	<input type="checkbox"/> Change <input type="checkbox"/> Add/Info
SD FOLGAR, FRANCISCO 1545 EUCLID AVENUE UNIT 3H MIAMI BEACH FL 33139	<input type="checkbox"/> Delete	<input type="checkbox"/> Change <input type="checkbox"/> Add/Info

11. I, the undersigned, being the president or secretary of the above named corporation, submit this statement for the purpose of changing its registered office to the principal office of business in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as required by s. 199.002, Florida Statutes, and accept the obligations of s. 199.003, Florida Statutes.

Handwritten signatures and names: Gladys Muros, David Hanshaw, Claudio Gonzalez, Francisco Folgar.

CR2E037 (9-96)