

N96000004008

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FORT LAUDERDALE, FLORIDA 33304

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JAMES F. HARRINGTON
ELISABETH D. KOZLOW
H. HUGH McCONNELL
ALBERTO N. MORI
SAMUEL A. PERSAUD

July 17, 1996

200001899452
-07/19/96--01054--001
****367.50 ****122.50

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

200001899452
-07/19/96--01054--001
****367.50

Re: Articles of Incorporation for
Miami Lakes Lake Martha *Homeowners Association No. 1, Inc.*

Dear Sir/Madam:

Enclosed please find the original Articles of Incorporation on the above referenced corporations. Also, enclosed please find check in the amount of \$367.50 to cover the fees for filing same.

It is imperative that these Articles be filed as expeditiously as possible. Please provide us with a filed copy of same.

Thank you for your anticipated cooperation in this matter.

Very truly yours,

SIEGFRIED, RIVERA, LERNER,
DE LA TORRE & SOBEL, P.A.

Marta M. Iglesias

for Oscar R. Rivera

ORR/mmi
Enclosures

W.H. 10/15/96
10/15/96
10/15/96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 22, 1996

SIEGFRIED, RIVERA, LERNER ETAL
201 ALHAMBRA CIRCLE, SUITE 1102
CORAL GABLES, FL 33134

SUBJECT: MIAMI LAKES LAKE MARTHA HOMEOWNERS ASSOCIATION NO.
1, INC.
Ref. Number: W96000015315

We have received your document for MIAMI LAKES LAKE MARTHA HOMEOWNERS ASSOCIATION NO. 1, 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):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

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) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 196A00035342

ARTICLES OF INCORPORATION
OF
MIAMI LAKES LAKE MARTHA
HOMEOWNERS ASSOCIATION NO. 1, INC.

FILED
28 JUN 81 PM 4:34
TALLAHASSEE, FLORIDA

The undersigned incorporators, desiring to form a corporation not for profit under chapter 617, Florida Statutes, as amended, hereby adopt the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation shall be MIAMI LAKES LAKE MARTHA HOMEOWNERS ASSOCIATION NO. 1, INC., which is hereinafter referred to as "the Association."

ARTICLE II

PURPOSES

The objects and purposes of the Association are as follows:

To maintain in good condition the waters and waterways of Lake Martha, and for such other objects and purposes as are authorized by the Declaration of Covenants and Restrictions for Lots 1 through 62, both inclusive, Block 40, and Lots 1 through 24, both inclusive, Block 41, MIAMI LAKES LAKE MARTHA SECTION, Plat Book 86 at Page 76, which Declaration is recorded in the Public Records of Dade County, Florida, at O.R. Book 6580, at Page 559, and to implement the covenants and restrictions set forth therein.

ARTICLE III

MEMBERS

Section 1. Membership. Every person or entity who is a record owner of a fee or undivided fee interest in any lot which is subject by covenants of record to assessment by the Association shall be a member of the Association, provided that any such person or entity who holds such interest merely as a security for the performance of an obligation shall not be a member.

Section 2. Voting Rights. Members shall be all those owners as defined in Section 1 and shall be entitled to one vote for each lot in which they hold the interest required for membership by Section 1. When more than one person holds such interest or interests in any lot, all such persons shall be members, and the vote for such lot shall be exercised as they, among themselves, shall determine, and in no event shall more than one vote be cast with respect to any such lot.

Section 3. Meetings of Members. The By-laws of the Association shall provide for an annual meeting of members, and may make provision for regular and special meetings of members other than the annual meeting. A quorum for the transaction of business at any meeting of the members shall exist if ten members in good standing shall be present or represented at the meeting.

ARTICLE IV

CORPORATE EXISTENCE

The Association shall have perpetual existence.

ARTICLE V

BOARD OF DIRECTORS

Section 1. Management by Directors. The property, business, and affairs of the Association shall be managed by a Board of Directors, which shall consist of not less than three persons, but as many persons as the Board of Directors shall from time to time determine. The By-Laws may provide that less than a majority of the directors in office shall constitute a quorum for the transaction of business. The By-Laws shall provide for meetings for directors, including an annual meeting.

Section 2. Original Board of Directors. The names and addresses of the first Board of Directors of the Association, who shall hold office until the annual meeting of members and until qualified successors are duly elected and have taken office, shall be as follows:

ARNOLD SELTZER

7248 Jacaranda Lane
Miami Lakes, Fla. 33014

DON BALLARD

7268 Jacaranda Lane
Miami Lakes, Fla. 33014

RON KARP

7270 Jacaranda Lane
Miami Lakes, Fla. 33014

Section 3. Election of Members of Board of Directors. Except for the first Board of Directors, directors shall be elected by the members of the Association at the annual meeting of the membership as provided by the By-Laws of the Association and the By-Laws may provide for the method of voting in the election and for removal from office of directors. All directors shall be members of the Association or shall be authorized representatives, officers, or employees of the corporate member of the Association.

Section 4. Duration of Office. Members elected to the Board of Directors shall hold office until the next succeeding annual meeting of members, and thereafter until qualified successors are duly elected and have taken office.

Section 5. Vacancies. If a director elected by the general membership shall for any reason cease to be a director, the remaining directors so elected may elect a successor to fill the vacancy for the balance of the expired term.

ARTICLE VI

OFFICERS

Section 1. Officers. The Association shall have a President, a Vice President, a Secretary and a Treasurer, and such other officers as the Board of Directors may from time to time elect.

Section 2. Election and Appointment of Officers. The officers of the Association, in accordance with any applicable provision of the By-Laws, shall be elected by the Board of Directors for terms of one year and until qualified successors are duly elected and have taken office. The By-Laws may provide for the method of voting in the election, for the removal from office of officers, for filling vacancies, and for the duties of the officers. The president and vice president shall be directors; other officers may or may not be directors of the Association. If the office of president shall become vacant for any reason, or if the president shall be unable or unavailable to act, any vice president shall automatically succeed to the office or perform its duties and exercise its powers. If any office other than that of

the president shall become vacant of any reason, the board of Directors may elect or appoint an individual to fill such vacancy.

Section 3. First officers. The names and addresses of the first officers of the Association, who shall hold office until the annual meeting of directors in 1996 and until successors are duly elected and have taken office, shall be as follows:

<u>OFFICE</u>	<u>NAME</u>	<u>ADDRESS</u>
President/Director	ARNOLD SELTZER	7248 Jacaranda Lane Miami Lakes, Fla.
Vice President/ Director	RON KARPF	7270 Jacaranda Lane Miami Lakes, Fla.
Secretary/ Treasurer/Director	DON BALLARD	7268 Jacaranda Lane Miami Lakes, Fla.

ARTICLE VII

BY-LAWS

The Board of Directors shall adopt By-Laws consistent with these Articles of Incorporation. Such By-Laws may be altered, amended or repealed either by the Board of Directors or in any manner set forth in the By-Laws.

ARTICLE VIII

AMENDMENTS

Amendments to these Articles of Incorporation shall be proposed and approved by the Board of Directors and thereafter submitted to a meeting of the membership of the Association for adoption or rejection. The above notwithstanding, the Board of Directors, in its sole discretion, and without a vote of the members, may adopt, approve and consummate a plan of merger with any other Lake Martha Homeowners Association.

ARTICLE IX

ADDRESS

The initial address of the principal office of this corporation is to be 7248 Jacaranda Lane, Miami Lakes, Florida 33014. The Board of Directors may, from time to time, designate such other address and place for the principal office of this corporation as it may see fit.

ARTICLE X

ADDRESS OF REGISTERED OFFICE

The initial street address of the registered office of this corporation is to be 201 Alhambra Circle, Suite 1102, Coral Gables, Florida 33134. The Board of Directors may from time to time designate such other address and place for the registered office of this corporation as it may see fit.


ARTICLE XI

SERVICE OF PROCESS

All legal service shall be made upon SKRLD, INC., the Registered Agent, at 201 Alhambra Circle, Suite 1102, Coral Gables, Florida 33134.

IN WITNESS WHEREOF, the said incorporators have hereunto set their hands this 23 day of APRIL, 1996.


ARNOLD SELTZER


DON BALLARD


RON KARPf

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

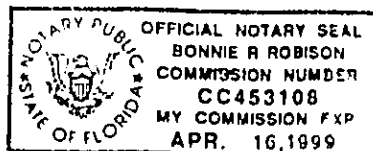
I HEREBY CERTIFY that on this day personally appear d before me, the undersigned authority, the following named persons:
ARNOLD SELTZER, DON BALLARD and RON KARPf, to me well known to be the individuals described in and who executed the foregoing instrument, and acknowledged to and before me that they severally executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal at Miami Lakes, said County and State, this 25th day of APRIL, 1996.



Notary Public, State of Florida

My Commission Expires:



THE CANADIAN

FIRST: MIAMI LAKES LAKE MARTHA HOMEOWNERS ASSOCIATION NO. 4, INC., WITH ITS PRINCIPAL PLACE OF BUSINESS AT 7248 JACARANDA LANE, CITY OF MIAMI LAKES, STATE OF FLORIDA, HAS NAMED SKRLD, INC., LOCATED AT 201 ALHAMBRA CIRCLE, SUITE 1102, CITY OF CORAL GABLES, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS.

Mirta M. Iglesias
MIRTA M. IGLESIAS, Incorporator

DATED: April 23, 1996.

By: Oscar R. Rivera
OSCAR R. RIVERA
Florida Bar No. 329193

N96000004008

ARTICLES OF MERGER
Merger Sheet

MERGING: -----

MIAMI LAKES LAKE MARTHA HOMEOWNERS ASSOCIATION NO. 1, INC., a
Florida corporation, N96000004008.

MIAMI LAKES LAKE MARTHA HOMEOWNERS ASSOCIATION NO. 3, INC., a
Florida corporation, N96000004006.

MIAMI LAKES LAKE MARTHA HOMEOWNERS ASSOCIATION NO. 4, INC., a
Florida corporation, N96000004007.

INTO

MIAMI LAKES LAKE MARTHA HOMEOWNERS ASSOCIATION NO.2, INC., a
Florida corporation, 721054.

File date: November 1, 1996

Corporate Specialist: Thelma Lewis