

N 9600000554

LEWIS, VEGOSEN, ROSENBACH & SILBER, P.A.

ATTORNEYS AT LAW

500 SOUTH AUSTRALIAN AVENUE, 10th FLOOR
WEST PALM BEACH, FLORIDA 33401

ROBERT M. LEWIS (1932-1982)

CASS W. CHRISTINSON
GARY M. DUNKEL
CYNTHIA J. JACKSON
JOHN B. LEVITT
MARSHALL J. OSOFSKY
DEAN J. ROSENBACH *
JOHN R. SHIPPARD, JR.
LOUIS M. SILBER *
SAMUEL A. THOMAS
KENNETH A. TRHADWELL
DEAN VEGOSEN
GARY WALK **
BRENT G. WOLMER

October 24, 1996

MAILING ADDRESS:

P.O. BOX 4388
WEST PALM BEACH, FL 33402-4388

O. COUNSEL
EDWARD BOHICK

TELEPHONE (561) 659-3300
FAX: (561) 832-1991

* Board Certified Trial Lawyer
** Board Certified Real Estate Lawyer

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32301

700001987417--4
-10/28/96--01061--010
****122.50 ****122.50

RE: STUART 95 PLAZA PROPERTY
OWNERS' ASSOCIATION, INC

Gentlemen:

Enclosed please find one executed original and one executed copy of the Articles of Incorporation for the captioned corporation, and Registered Agent form. Additionally enclosed is Lewis, Vegosen, Rosenbach & Silber, P.A. check in the amount of \$122.50 to cover the filing fee.

Please process and return the certified copy of the Articles of Incorporation at your earliest convenience.

Thank you for your assistance.

Very truly yours,


Dean Vegosen

/eem
Enclosures
cc: client
K:\ATTORNEY\EEM\CORPFORM\FIL.LTR

FILED
96 OCT 28 AM 10:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
STUART 95 PLAZA PROPERTY OWNERS' ASSOCIATION, INC.

I, the undersigned, with other persons being desirous of forming a non-profit corporation under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

ARTICLE I.

The name of this corporation is: STUART 95 PLAZA PROPERTY OWNERS' ASSOCIATION, INC. The initial principal place of business of this corporation shall be c/o Marvin Rosenberg, 125 Chateaux Drive, Palm Beach, Florida 33480.

ARTICLE II.

The general purpose of the business or businesses to be transacted by this corporation, together with and in addition to the authority and powers conferred by the laws of the State of Florida, is to be responsible for maintaining a P.U.D. subdivision known or to be known as Stuart 95 Plaza P.U.D. in Martin County, Florida.

ARTICLE III.

The membership of this corporation shall consist of all persons who from time to time may be Parcel Owners in the Stuart 95 Plaza, P.U.D.

ARTICLE IV.

The name and address of the incorporator of these Articles is:

Marvin Rosenberg
125 Chateaux Drive
Palm Beach, Florida 33480

ARTICLE V.

The corporation is to exist perpetually.

FILED
96 OCT 28 AM 10:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI.

The business of this corporation shall be managed by the Board of Directors. This corporation shall have three directors initially. The number of directors may be increased from time to time by the By-Laws, but shall never be less than three.

The Board of Directors shall be elected and hold office in accordance with the By-Laws.

The names and addresses of the persons who are to serve as directors for the ensuing year, or until the first annual meeting of the corporation are:

Marvin Rosenberg	125 Chateaux Drive Palm Beach, Florida 33480
Martin Sweren	c/o Erin Corporation 322-B Royal Poinciana Plaza Palm Beach, FL 33480
Stephen A. Levin	c/o Erin Corporation 322-B Royal Poinciana Plaza Palm Beach, FL 33480

ARTICLE VII.

The street address of the initial registered office of this corporation shall be c/o Lewis, Vegosen, Rosenbach & Silber, P.A., 10th Floor, 500 South Australian Avenue, West Palm Beach, Florida 33401, and the name of the initial registered agent of the corporation at that address is Lewis, Vegosen, Rosenbach & Silber, P.A., c/o Dean Vegosen, Esq., 500 South Australian Avenue, West Palm Beach, Florida 33401.

ARTICLE VIII.

Capitalized terms used herein shall have the same meanings as ascribed to them in the Declaration of Covenants, Conditions and Restrictions of Stuart 95 Plaza, P.U.D.

ARTICLE IX.

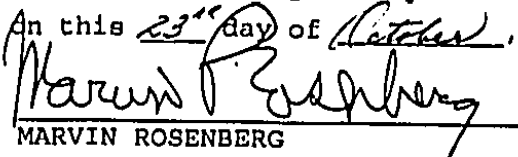
The Association shall, to the fullest extent permitted by the laws of the State of Florida, indemnify any and all Directors, Officers, employees and agents of the Association against any and

all manner of expenses, claims and liabilities incurred by them in connection with their duties and services provided or to be provided, to the Association, except for expenses, claims and liabilities arising out of the gross negligence or willful acts of the party to be indemnified.

ARTICLE X.

No amendment may be made to these Articles without the joinder of the Declarant so long as the Declarant owns any Parcel.

IN WITNESS WHEREOF, the undersigned subscribing incorporator has hereunto set his hand and seal on this 23rd day of October, 1996.


MARVIN ROSENBERG

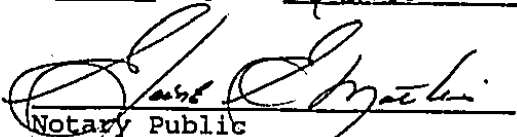
STATE OF FLORIDA

)
) ss.

COUNTY OF PALM BEACH)

Before me personally came and appeared Marvin Rosenberg, Dwho is personally known to me, Dwho produced as identification a Florida driver's license showing him to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the County and State aforesaid, this 23rd day of October, 1996.


Notary Public
State of Florida at Large
Commission No. _____

My Commission Expires:



ELAINE E. MATHIS
MY COMMISSION # CC 240340 EXPIRES
November 5, 1996
BONDED THRU TROY FAIR INSURANCE, INC.

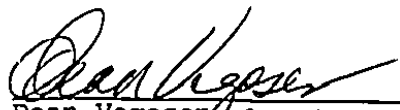
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted, in compliance with said Act:

First -- That STUART 95 PLAZA PROPERTY OWNERS' 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 Lewis, Vegosen, Rosenbach & Silber, P.A.,
c/o Dean Vegosen, Esq., which is located at 10th Floor, 500 South
Australian Avenue, City of West Palm Beach, County of Palm Beach,
State of Florida, as its 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
provision of said Act relative to keeping open said office.



Dean Vegosen of Lewis, Vegosen,
Rosenbach & Solver, P.A. and as
attorney for the corporation.

FILED
56 OCT 28 AM 10:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA