

N98000001413



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 690713 136662A

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 122.50

ORDER DATE : February 2, 1998

ORDER TIME : 2:07 PM

ORDER NO. : 690713-005

600002419116--9

CUSTOMER NO: 136662A

CUSTOMER: David Bauman, Esq
BAUMAN & BAUMAN

Suite E-103
7820 Peters Road
Plantation, FL 33324

DOMESTIC FILING

NAME: THE RITZ CONDOMINIUM
ASSOCIATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Brenda Phillips

EXAMINER'S INITIALS:

2295-2553
W98 — 2360
167-2295.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB -2 AM 9:08

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98 FEB -2 PM 4:22
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 10, 1998

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: THE RITZ CONDOMINIUM ASSOCIATION, INC.
Ref. Number: W98000002360

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB -2 AM 9:08

RESUBMIT

Please give original
submission date as file date.

We have received your document for THE RITZ CONDOMINIUM ASSOCIATION, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

You failed to make the correction(s) requested in our previous letter.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Please return the original and one copy of 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 (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 698A00012877

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98 MAR 10 PM 4:11
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 3, 1998

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: THE RITZ CONDOMINIUM ASSOCIATION, INC.
Ref. Number: W98000002360

RESUBMIT
Please give original
submission date as file date.

We have received your document for THE RITZ CONDOMINIUM ASSOCIATION, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

Please return the original and one copy of 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 (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 798A00005955

98 MAR -9 PM 4:12
DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION

OF

**THE RITZ CONDOMINIUM ASSOCIATION, INC.
(A Florida Corporation Not-For Profit)**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB -2 AM 9:08

In order to form a corporation not-for-profit under and in accordance with Chapter 617 of the Florida Statutes, we the undersigned, hereby associate ourselves into a corporation not-for-profit, and do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida for the purposes and with the powers hereinafter set forth.

Explanation of Terminology

A. The terms contained in these Articles which are contained in the Declaration of Condominium ("Declaration") creating THE RITZ, A CONDOMINIUM, ("Condominium") shall have the meaning of such terms as set forth in the Declaration.

B. The term "Developer" contained in these Articles shall refer to THE RITZ CONDOMINIUM CORPORATION, INC. a Florida corporation as the second developer or re-developer of the Condominium.

ARTICLE I

Name

The name of this corporation shall be:

THE RITZ CONDOMINIUM ASSOCIATION, INC.

ARTICLE II

Purpose of Corporation

The purpose for which this Corporation is organized is to maintain, operate and manage the Condominium and to operate, lease, trade, sell and otherwise deal with the

personal and real property thereof.

ARTICLE III

Powers

The Corporation shall have the following powers which shall be governed by the following provisions:

A. The Corporation shall have all of the common law and statutory powers of a corporation not-for-profit and all of the powers set forth in the Florida Statutes Chapter 718, Florida Statutes, Chapter 607, and the Florida Statutes Chapter 617 which are not in conflict with the terms of the Declaration, these Articles or the By-Laws.

B. The Corporation shall have all of the powers of an owners' association under the Condominium Act and shall have all of the powers reasonably necessary to implement the purposes of the Corporation, including, but not limited to, the following:

1. to make, establish and enforce reasonable Rules and Regulations governing the Condominium and the use of Units;

2. to make, levy, collect and enforce Special Assessments and Annual Assessments against Owners to provide funds to pay for the expenses of the Corporation and the maintenance, operation and management of the Condominium in the manner provided in the Declaration, these Articles, the By-Laws and the Condominium Act and to use and expend the proceeds of such assessments in the exercise of the powers and duties of the Corporation;

3. to maintain, repair and regulate the Condominium in accordance with the Declaration, these Articles, the By-Laws and the Condominium Act;

4. to reconstruct improvements of the Condominium in the event of casualty or other loss in accordance with the Declaration;

5. to enforce by legal means the provisions of the Declaration, these Articles, the By-Laws and the Condominium Act; and

6. to employ personnel, retain independent contractors and professional personnel and enter into service contracts to provide for the maintenance, operation and management of the Condominium and to enter into such other agreements that are consistent with the purpose of the Corporation.

ARTICLE IV

Members

The qualification of Members, the manner of their admission to membership in the Corporation, the manner of the termination of such membership and voting by Members shall be as follows:

A. Membership in the Corporation shall be established by the acquisition of ownership of a Condominium Unit in the property as evidenced by the recording of an instrument of conveyance amongst the Public Records of Broward County, Florida, whereupon the membership of the prior owner, if any shall terminate. New Members shall deliver a true copy of the recorded deed or other instrument of acquisition of title to the Corporation.

B. No Member may assign, hypothecate or transfer in any manner his/her membership in the Corporation except as an appurtenance to his/her Condominium Unit.

C. With respect to voting, the Members shall vote for directors in the manner set forth in the By-Laws and the Declaration of Condominium. The Owner of each Condominium Unit, with respect to all matters upon which Owners are permitted or required to vote as set forth in the Declaration, these Articles or By-Laws shall be

entitled to a vote equal to the percentage undivided interest appurtenant to the Unit, which vote shall be exercised and cast in accordance with the Declaration, these Articles, the By-Laws and the Condominium Act.

ARTICLE V

Term

The term for which this Corporation is to exist shall be perpetual.

ARTICLE VI

Subscribers

The names and addresses of the Subscribers to these Articles are as follows:

ERIC DORER
30 NE 3RD ST.
FT. LAUDERDALE, FL 33301

HARVEY LAMPERT
30 NE 3RD ST.
FT. LAUDERDALE, FL 33301

NICOLE HOWARD
30 NE 3RD ST.
FT LAUDERDALE, FL 33301

ARTICLE VII

Officers

The affairs of the Corporation shall be managed by a president, a vice president, a secretary, a treasurer, and any other officers and assistant officers as may be deemed necessary, and as shall be approved, by the board of directors. Any two or more offices may be held by the same person.

ARTICLE VIII

First Officers

The name and street address of the first Officers of the corporation, who shall hold office for the first year or until their successors are duly elected and qualified, shall

be:	ERIC DORER 30 NE 3RD ST. FT. LAUDERDALE, FL 33301	PRESIDENT
	HARVEY LAMPERT 30 NE 3RD ST. FT. LAUDERDALE, FL 33301	VICE PRESIDENT
	ERIC DORER 30 NE 3RD ST. FT. LAUDERDALE, FL 33301	SECRETARY/TREASURER

ARTICLE IX

Initial Office

The initial address of this corporation shall be, 30 NE 3RD ST., FT. LAUDERDALE, FL 33301, with the privilege of having its offices and branch offices at other places within or without the State of Florida.

ARTICLE X

Board of Directors

A. The form of Administration of the Corporation shall be by a Board of not less than three (3) Directors nor more than seven (7) Directors, the exact amount to be determined from time to time by the Board. The number of Directors on the "First Board" (as hereinafter defined) shall be three (3).

B. The names and addresses of the persons who are to serve as the first Board of Directors ("First Board") are as follows:

ERIC DORER
30 NE 3RD ST.
FT. LAUDERDALE, FL 33301

NICOLE HOWARD
30 NE 3rd ST.
FT. LAUDERDALE, FL 33301

HARVEY LAMPERT
30 NE 3RD ST.
FT. LAUDERDALE, FL 33301

Developer reserves the right to designate successor Directors to serve on the First Board for so long as the First Board is to serve as hereinafter provided.

C. The First Board shall serve until the "Initial Election Meeting", as hereinafter described, which shall be sixty (60) days after the sending of notice by Developer to the Association that Developer voluntarily waives its right to continue to designate the members of the First Board or in the event that Developer no longer owns ninety (90%) of the Condominium Units, whereupon the First Board shall resign and shall be succeeded by the "Initial Elected Board" as hereinafter defined.

D. The "Initial Elected Board" shall be composed of Directors elected by the members of the Corporation at a meeting ("Initial Election Meeting") to be called by the First Board for such purpose. Notice of the Initial Election Meeting shall be forwarded to all Members in accordance with the By-Laws. All Members of the Initial Elected Board shall be Owners of the Condominium Unit in the property. The Initial Elected Board shall succeed the First Board upon the election thereof at the Initial Election Meeting, but nothing herein shall preclude the officers, directors or designees of the Developer (as long as the Developer is an Owner) from being selected a member of the Board at the Initial Election Meeting or at any time thereafter. The Initial Elected Board shall serve until the next "Annual Members Meeting" (as defined in the By-Laws) following the Initial Election Meeting, whereupon the members shall elect the Directors. The Board shall continue to be so elected at each subsequent Annual Members Meetings in accordance with the By-Laws of the Corporation.

ARTICLE XI

Conflict of Interest

No contract or other transaction between this corporation and any other

corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniary or otherwise interested in, or are directors or officers of such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any officer of such other corporation, or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which will authorize any such contract or transaction with like force and effect as if he were not such director or officers of such other corporation, or not so interested.

ARTICLE X

Indemnification

Every Director and every Officer of the Corporation (and the Directors or Officers as a group) shall be indemnified by the Corporation against all expenses and liabilities, including attorneys' fees (at all trial and appellate levels) reasonably incurred by or imposed upon them in connection with any proceeding, litigation or settlement in which they may become involved by reason of his/her being or having been a Director or Officer of the Corporation. The foregoing provisions for indemnification shall apply whether or not he/she is a Director or Officer at the time such expenses are incurred.

ARTICLE XI

By-Laws

The Corporation shall adopt by-laws by a majority vote of the shares as voted by the First Board.

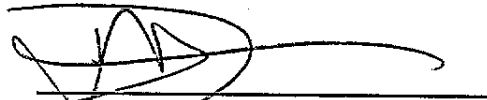
Members of the Board of Directors or the executive committee, if any, shall be deemed present at a meeting of such board or committee if a conference, telephone or similar communication equipment by means of which all persons participating in the meeting can hear each other, is used.

ARTICLE XIII- INCORPORATOR

The name and street address of the incorporator is David M. Bauman, 7820 Peters Road, Ste. E-103, Plantation, FL 33324.

The incorporator of the corporation assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation , and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

IN WITNESS WHEREOF, I, the undersigned, being the original subscriber to the capital stock hereinabove named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file these Articles, hereby declaring and certifying that the facts herein stated are true and agree to take the number of shares hereinabove set forth, and hereunto set my hand and seal this Wednesday, January 28, 1998.

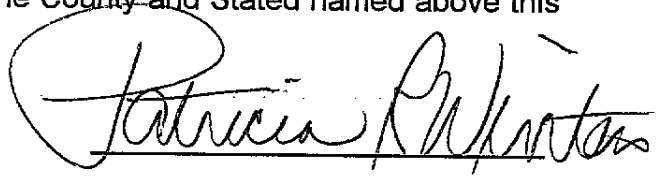

DAVID M. BAUMAN
Incorporator

STATE OF FLORIDA

COUNTY OF BROWARD

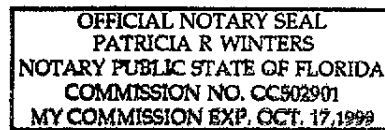
BEFORE ME, the undersigned authority, personally appeared David M. Bauman, who is personally known to be, or who presented Drivers License as identification, and he acknowledged before me that she executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and Stated named above this
Wednesday, January 28, 1998.



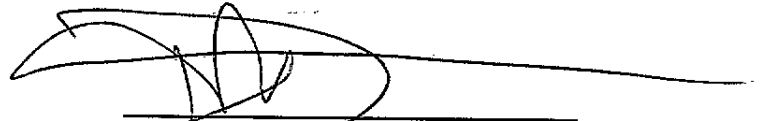
(Print name & commission

My commission expires:
number)



ACCEPTANCE OF REGISTERED AGENT STATUS

HAVING BEEN NAMED to accept service of process for the above stated corporation,
THE RITZ CONDOMINIUM ASSOCIATION, INC. (A Florida Corporation Not-For Profit), at the place designated in this Certificate, I hereby agree to act in this capacity,
and I further agree to comply with the provisions of all statutes relative to the proper
and complete performance of my duties.



DAVID M. BAUMAN

7820 Peters Road, Suite E-103
Plantation, Florida 33324

Date:

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