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A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

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RUSLEY C. MEEKER (1931-1995)

*Member of Florida and
Massachusetts Bars

July 16, 1998

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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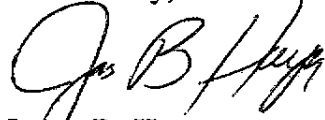
Re: Park Lake Condominium Association, Inc.

To Whom It May Concern:

Enclosed please find the Articles of Incorporation in connection with the above referenced and a check in the amount of \$70.00 representing the filing fee.

If you have any questions, please feel free to contact our office.

Yours Truly,


James B. Hayes

enclosure

JBH:ggs
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98 JUL 17 AM 10:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

nc 7/21/98

ARTICLES OF INCORPORATION
OF
PARK LAKE CONDOMINIUM ASSOCIATION, INC.

FILED

98 JUL 17 AM 10:46

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WE, the undersigned, hereby associate ourselves together for the purpose of forming a non-profit Corporation under the laws of the State of Florida, pursuant to Florida Statute 617 et seq., and hereby certify as follows:

ARTICLE I.

The name of this Corporation shall be:

PARK LAKE CONDOMINIUM ASSOCIATION, INC.

ARTICLE II.

The general purpose of this non-profit Corporation shall be as follows: To be the "Association" (as defined in the Condominium Act of the State of Florida, F.S. 718 Et Seq.) for the operation of PARK LAKE, a Condominium to be created pursuant to the provisions of the Condominium Act, and as such Association, to operate and administer said Condominium and carry out the functions and duties of said Condominium Association, as set forth in the Declaration of Condominium establishing said Condominium and Exhibits annexed thereto.

ARTICLE III.

All persons who are owners of condominium parcels within said Condominium shall automatically be members of this Corporation. Such membership shall automatically terminate when such person is no longer the owner of a condominium parcel. Membership in this Corporation shall be limited to such condominium parcel owners.

Subject to the foregoing, admission to and termination of membership shall be governed by the Declaration of Condominium that shall be filed for said Condominium among the Public Records of Palm Beach County, Florida.

ARTICLE IV.

This Corporation shall have perpetual existence.

ARTICLE V.

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

A. Mario Shlesinger 19232 Cloister Lake Lane, Boca Raton, Florida 33498

- B. Edith Shlesinger, 19232 Cloister Lake Lane, Boca Raton, Florida 33498
C. James B. Hayes 2424 North Federal Highway, Suite 314
Boca Raton, Florida 33431

ARTICLE VI.

Section 1. The affairs of the Corporation shall be managed and governed by a Board of Directors composed of not less than three (3) nor more than the number specified in the By-Laws. The Directors, subsequent to the first Board of Directors, shall be elected at the annual meeting of the membership for a term of one (1) year, or until their successors shall be elected and shall qualify. Provisions for such election and provisions respecting the removal, disqualification and resignation of Directors, and for filling vacancies on the Directorate shall be established by the By-Laws.

Section 2. The principal officers of the Corporation shall be:

President

Vice-President

Secretary

Treasurer

who shall be elected from time to time, in the manner set forth in the By-Laws adopted by the Corporation.

ARTICLE VII.

The names of the officers who are to serve until the first election of officers, pursuant to the terms of the Declaration of Condominium and By-Laws, are as follows:

Mario Shlesinger President-Secretary

Mario Shlesinger Vice President-Treasurer

ARTICLE VIII

The initial principal office of this corporation is: 24 Desford Lane, Boynton Beach, Florida 33462.

The mailing address of this corporation is: 24 Desford Lane, Boynton Beach, Florida 33462.

ARTICLE IX.

The following persons shall constitute the first Board of Directors and shall serve until the first election of the Board of Directors at the first regular meeting of the membership:

Address as to all Directors:

- | | | |
|----|------------------|--|
| A. | Mario Shlesinger | 19232 Cloister Lake Lane, Boca Raton, Florida 33498 |
| B. | Edith Shlesinger | 19232 Cloister Lake Lane, Boca Raton, Florida 33498 |
| C. | James B. Hayes | 2424 North Federal Highway, Suite 314
Boca Raton, Florida 33431 |

ARTICLE X.

The street address of the initial Registered Office of this corporation is: 24 Desford Lane, Boynton Beach, Florida 33462, and the name of the initial Registered Agent is Mario Shlesinger.

ARTICLE XI

The By-Laws of the Corporation shall initially be made and adopted by its first Board of Directors.

Prior to the time the property described in the Declaration of Condominium has been submitted to condominium ownership by the filing of the Declaration of Condominium, said first Board of Directors shall have full power to amend, alter or rescind the said By-Laws by a majority vote.

After the property described in the Declaration of Condominium has been submitted to condominium ownership by the filing of the Declaration of Condominium, the By-Laws may be amended, altered, supplemented or modified by the membership at the Annual Meeting, or at a duly convened special meeting of the membership attended by a majority of the membership, by vote, as follows:

- A. If the proposed change has been approved by the unanimous approval of the Board of Directors, then it shall require only a majority vote of the total membership to be adopted.

B. If the proposed change has not been approved by unanimous vote of the Board of Directors, then the proposed change must be approved by three-fourths (3/4ths) of the total vote of the membership.

No Amendment shall change the rights and privileges of the Developer referred to in the Declaration or its successors and/or assigns without the Developer's written approval.

ARTICLE XII.

Amendments to these Articles of Incorporation may be proposed by any member or director, and shall be adopted in the same manner as is provided for the amendment of the By-Laws, as set forth in Article X above. Said Amendment(s) shall be effective when a copy thereof, together with an attached Certificate of its approval by the membership, sealed with the Corporate Seal, signed by the Secretary or an Assistant Secretary, and executed and acknowledged by the President or Vice-President, has been filed with the Secretary of State and all filing fees paid.

ARTICLE XIII.

This Corporation shall have all the powers set forth in Florida Statute 617.0302, all of the powers set forth in the Condominium Act of the State of Florida, and all powers granted to it by the Declaration of Condominium and Exhibits thereto annexed.

ARTICLE XIV.

There shall be no dividends paid to any of the members, nor shall any part of the income of the Corporation be distributed to its Board of Directors or officers. In the event there are any excess receipts over disbursements as a result of performing services, such excess shall be applied against future expenses, etc. The Corporation may pay compensation in a reasonable amount to its members, directors and officers for services rendered, may confer benefits upon its members in conformity with its purposes, and upon dissolution or final liquidation, may make distribution to its members as is permitted by the Court having jurisdiction thereof, and no such payment, benefit or distribution shall be deemed to be a dividend or distribution of income.

This Corporation shall issue no shares of stock of any kind or nature whatsoever. Membership in the Corporation and the transfer thereof, as well as the number of members, shall be upon such terms and conditions as provided for in the Declaration of Condominium

and By-Laws. The voting rights of the owners of parcels in said Condominium property shall be as set forth in the Declaration of Condominium and/or By-Laws.

ARTICLE XV.

The foregoing terms and provisions of Article I through Article XIV, inclusive, of these Articles of Incorporation shall be limited and deemed amended to comply with the applicable provisions of Chapter 718 of the laws of the State of Florida as of the date of the recording of the aforescribed Declaration in the Public Records of the County where same is located, where such provisions of said Chapter are determined as a matter of law to apply to and be paramount to the applicable terms and provisions of these Articles of Incorporation.

IN WITNESS WHEREOF, the Subscribers hereto have hereunto set their hands and seals, on this 15 day of July, 1998.

Signed, sealed and delivered
in the presence of:

Gina G. Sas
Gina G. Sas
Gina G. Sas

Mario Shlesinger
MARIO SHLESINGER
Edith Shlesinger
EDITH SHLESINGER

James B. Hayes
JAMES B. HAYES

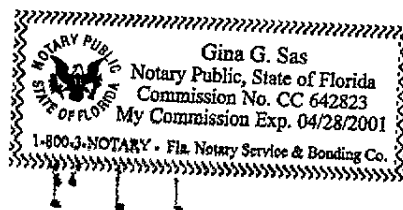
STATE OF FLORIDA
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared MARIO SHLESINGER, EDITH SHLESINGER and JAMES B. HAYES, known to me personally or who produced N/A as identification and who executed the foregoing Articles of Incorporation and acknowledged before me that they executed they same and who did not take an oath.

15th WITNESS my hand and official seal in the County and State last aforesaid this day of July, 1998.

My Commission Expires:

Gina G. Sas
NAME PRINTED: Gina G. Sas
Notary Public

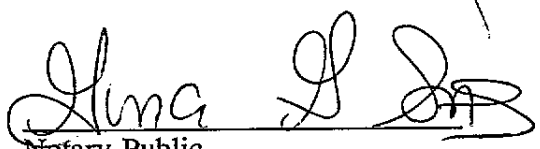


**ACCEPTANCE BY REGISTERED AGENT
OF
PARK LAKE CONDOMINIUM ASSOCIATION, INC.**

Having been named to accept service of process for the above stated corporation at the place designated, I hereby accept to act in this capacity and agree to comply with the provisions of chapter 48.091, Florida Statutes, relative to keeping open said office.


MARIO SHLESINGER

Sworn to and subscribed before me this 15 day of July, 1998.


Notary Public

My Commission Expires:



FILED
98 JUL 17 AM 10:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA