

J. I. KISLAK MORTGAGE CORPORATION

7900 Miami Lakes Drive West • Miami Lakes, Florida 33016-5897 • Telephone (305) 364-4100

N1980000004356

July 21, 1998

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*****70.00 *****70.00

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

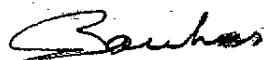
Re: MIAMI LAKES COMMERCE PARK SECTION TEN OWNERS'
ASSOCIATION, INC.

Dear Sirs:

Enclosed herewith is check in the amount of \$70.00; an original and one copy of the Articles of Incorporation; and designation of registered agent. Please have these documents filed as soon as possible and return one stamped copy to us in the self-addressed envelope.

Thank you.

Very truly yours,



Ena Bacchus
Legal Department

Encls.

FILED
98 JUL 27 PM 3:43
SECRETARY OF STATE
TALLAHASSEE FLORIDA

JUL 28 1998

ARTICLES OF INCORPORATION
OF
MIAMI LAKES COMMERCE PARK - SECTION TEN
OWNERS' ASSOCIATION, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscribers, desiring to form a corporation not for Profit under Chapter 617, Florida Statutes, as amended, hereby adopt the following Articles of Incorporation:

ARTICLE 1

NAME

The name of the corporation shall be MIAMI LAKES COMMERCE PARK-SECTION TEN OWNERS' ASSOCIATION, INC., which is hereinafter referred to as "the Association." The initial address of this corporation shall be 7900 Miami Lakes Drive West, Miami Lakes, Florida, 33016.

ARTICLE II

PURPOSE AND POWER

The objects and purposes of the Association are those authorized by the Protective Covenants for Miami Lakes Industrial Park-Section Ten dated June 7, 1985, and recorded June 18, 1985, in Official Records Book 12546, Page 33, of the Public Records of Dade County, Florida.

The Association is not organized for profit and no part of the net earnings, if any, shall inure to the benefit of any Member or individual person, firm or corporation.

The Association shall have the power:

A. To contract for the management of the Association and to delegate to the party with whom such contract has been entered the powers and duties of the Association except those which require specific approval of the Board of Directors or Members.

B. The Association shall have all of the common law and statutory powers of a corporation not for profit which are not in conflict with the terms of these Articles and the Protective Covenants above identified. The Association shall also have all of the powers necessary to implement the purposes of the Association and to provide for the general health and welfare of its membership.

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July 1, 1998

ARTICLE III

MEMBERS

Section 1. Membership. Every person or entity that 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 ("Member"), provided that any such person or entity which holds such interest merely as a security for the performance of an obligation shall not be a Member.

Section 2. Voting Rights. The Association shall have one class of voting membership. Each Member shall be entitled to one vote for each Lot in which he holds the interest required for membership by Section 1 of this Article III. When more than one person holds such an interest in a Lot, all such persons shall be Members, and the vote for such Lot shall be exercised as they among themselves determine, but 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 at least ten percent of the total number of Members in good standing shall be present or represented at the meeting.

ARTICLE IV

CORPORATE EXISTENCE

The Association shall commence existence immediately upon filing of these Articles and the Association shall have perpetual existence.

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SECTION TEN OWNERS' ASSOCIATION, INC.

July 1, 1998

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. Except as otherwise provided in the By-Laws of the Association, a majority of the directors in office shall constitute a quorum for the transaction of business. The By-Laws shall provide for meetings of directors, including an annual meeting.

Section 2. Original Board of Directors. The names and addresses of the first Board of Directors of the Association, which shall consist of three (3) persons, who shall hold office until the first annual meeting of members in 1999 and until qualified successors are duly elected and have taken office, shall be as follows:

Howard J. Brafman	7900 Miami Lakes Drive Miami Lakes, Florida 33016
C. Allen Brice	7811 West 2nd Court Hialeah, FL 33014
Robert Battle	7850 NW 146th Street Miami Lakes, FL 33016

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 corporate members of the Association.

Section 4. Duration of Office. Members elected to the Board of Directors shall hold office until the next succeeding annual

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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 from among the membership to fill the vacancy for the balance of the unexpired term.

ARTICLE VI

OFFICERS

Section 1. Officers Provided For. The Association shall have a President, a Vice-President, a Secretary, 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 of the Association, 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 until such time as the Board of Directors may elect or appoint an individual to succeed to the office of President or until the duly elected President becomes able and available to act. If any office other than that of the President shall become vacant for 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

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annual meeting of directors in 1999 and until their successors are duly elected and have taken office, shall be as follows:

<u>Office</u>	<u>Name</u>	<u>Address</u>
President	Howard J. Brafman	7900 Miami Lakes Dr. Miami Lakes, FL 33016
Vice President	C. Allen Brice	7811 West 2nd Court Hialeah, FL 33014
Secretary/Treasurer	Robert Battle	7850 NW 146th Street Miami Lakes, FL 33016

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 by the membership in the manner set forth in the By-Laws.

ARTICLE VIII

AMENDMENTS

Section 1. 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.

Section 2. In case of any conflict between these Articles of Incorporation and the By-Laws, these Articles shall control, and in case of any conflict between these Articles of Incorporation and the Protective Covenants above identified, the Protective Covenants shall control.

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ARTICLE IX
INCORPORATORS

The names and addresses of the incorporators are:

<u>Name</u>	<u>Address</u>
Howard J. Brafman	7900 Miami Lakes Drive West Miami Lakes, Florida 33016
C. Allen Brice	7811 West 2nd Court Hialeah, FL 33014
Robert Battle	7850 NW 146th Street Miami Lakes, FL 33016

ARTICLE X
INDEMNIFICATION

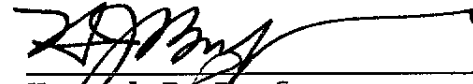
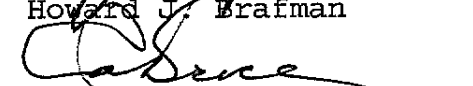
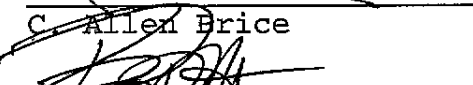
The Association shall indemnify to the fullest extent permitted by law any person who is made a party or is threatened to be made a party to any threatened, pending, or completed action, claim, suit, proceeding or liability, whether civil, criminal, administrative or investigative by reason of the fact that he is or was an incorporator, director, officer, employee, agent or representative of the Association, and the Association may advance expenses to any such person to the fullest extent permitted by law. The Association shall also have the power to purchase and maintain insurance on behalf of any person who is or was an incorporator, director, officer, employee, agent or representative of the Association against any liability asserted against him in any such capacity.

IN WITNESS WHEREOF, the undersigned, being the incorporators hereinbefore named, for the purpose of forming a corporation not-for-profit under the laws of the State of Florida, make and file these Articles of Incorporation, hereby declaring and certifying

ARTICLES OF INCORPORATION
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SECTION TEN OWNERS' ASSOCIATION, INC.

July 1, 1998

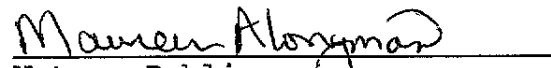
that the facts herein stated are true and hereunto set their hands
and seals as of this 1st day of July, 1998.

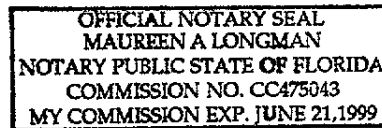

Howard J. Brafman

C. Allen Brice

Robert Battle

ACKNOWLEDGMENT

STATE OF FLORIDA)
) ss:
COUNTY OF MIAMI DADE)

The foregoing instrument was acknowledged before me this 10th
day of July, 1998, by Howard J. Brafman, President of Miami Lakes
Commerce Park - Section Ten Owners' Association, Inc., a Florida
corporation. He is personally known to me or has produced
_____ as identification.


Notary Public



ARTICLES OF INCORPORATION
MIAMI LAKES COMMERCE PARK -
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July 1, 1998

ACKNOWLEDGMENT

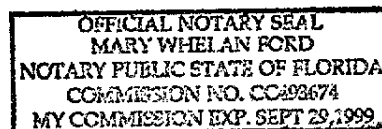
STATE OF FLORIDA)
) ss:
COUNTY OF MIAMI DADE)

The foregoing instrument was acknowledged before me this ____ day of July, 1998, by C. Allen Brice, Vice President of Miami Lakes Commerce Park - Section Ten Owners' Association, Inc., a Florida corporation. He is personally known to me, ~~or has produced~~ _____ as identification.

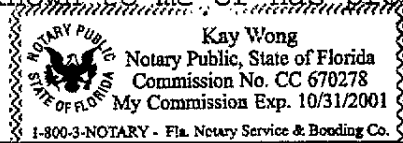
Mary Whelan Ford
Notary Public

ACKNOWLEDGMENT

STATE OF FLORIDA)
) ss:
COUNTY OF MIAMI DADE)



The foregoing instrument was acknowledged before me this ____ day of July, 1998, by Robert Battle, Secretary/Treasurer of Miami Lakes Commerce Park - Section Ten Owners' Association, Inc., a Florida corporation. He is personally known to me, ~~or has produced~~ _____ as identification.



Notary Public

Kay Wong

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

In compliance with the laws of Florida, the following is submitted:

First -- That MIAMI LAKES COMMERCE PARK-SECTION TEN 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, at Miami Lakes, County of Miami Dade, State of Florida, has named Howard J. Brafman, Esq., located at 7900 Miami Lakes Drive West, Miami Lakes, 33016, County of Miami Dade, State of Florida, as its statutory registered agent.

Having been named the statutory agent of the above corporation at the place designated in this certificate, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.


Howard J. Brafman,
Registered Agent

Dated this 15th day of July, 1998

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98 JUL 27 PM 3:43
SECRETARY OF STATE
TALLAHASSEE FLORIDA