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N98000004990

August 24, 1998

State of Florida
Division Of Corporations
Attention: New Filings
P.O. Box 6327
Tallahassee, Florida 32314

700002626277-7
-08/27/98-01020-014
***131.25 ***131.25

Re: Golden Heights Townhouse Association, Inc.
A Not for Profit Florida Corporation

Dear sir/ madame:

Under cover of this letter please find as follows:

1. The original executed articles of incorporation.
2. A copy of the articles of incorporation.
3. My check in the amount of \$131.25, to cover the:
 - A) Filing fee \$70.00
 - B) Certificate fee \$8.75
 - C) Certified copy fee \$ 52.50

I thank you for your kind attention to this matter and I remain,

Very truly yours,


Jacques N. Meshell

JNM/ao
Enclosures

FILED
98 AUG 27 AM 11:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SMITH AUG 31 1998

ARTICLES OF INCORPORATION
OF
GOLDEN HEIGHTS TOWNHOUSE ASSOCIATION, INC.

The undersigned, for the purpose of forming a not-for-profit corporation in accordance with the laws of the State of Florida, acknowledge and file these Articles of Incorporation in the Office of the Secretary of State of Florida.

ARTICLE I - NAME

The name of this corporation shall be GOLDEN HEIGHTS TOWNHOUSE ASSOCIATION, INC. For convenience, the corporation shall herein be referred to as the "Association".

ARTICLE II - PURPOSES AND POWERS

The Association shall have the following powers:

1. To operate and administer GOLDEN HEIGHTS TOWNHOUSE (the "Association"), and to perform and carry out the acts and duties incident to the administration of the Association in accordance with the terms, provisions, conditions and authorizations contained in these Articles, the Association's By-Laws and the Declaration of Restrictions recorded among the Public Records of Dade County, Florida.

2. To establish the By-Laws and Rules and Regulations for the operation of the Association and to provide for the administration of the Association.

3. To acquire, own, operate, mortgage, lease, sell and trade property, whether real or personal, including Units in the Association, as may be necessary or convenient in the administration of the Association.

4. To borrow money and issue evidences of indebtedness in furtherance of any or all of the objects of its business; to secure the same by mortgage, deed of trust, pledge or other lien.

5. To carry out the duties and obligations and receive the benefits given the Association.

6. To contract for the management of the Association.

7. To seek arbitration of disputes in the manner provided in the By-Laws.

8. To have all of the common law and statutory powers of a corporation not-for-profit, reasonably necessary to implement the purposes of the Association, as provided in the Articles, the Declaration of Restrictions and the By-Laws.

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ARTICLE III - MEMBERS

1. Each Unit Owner in the Association shall automatically be a member of the Association and membership shall terminate upon the conveyance of title to said Unit under the provisions of the Declaration of Restrictions.

2. The Developer shall be a member of the Association for so long as it owns at least one Unit in the Association.

3. The owner of a unit shall have one vote on all matters as to which the membership shall be entitled to vote, such vote shall be exercised in the manner provided by the Declaration of Restrictions and the By-Laws.

4. The share of a member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner except as an appurtenance to his Unit.

ARTICLE IV - EXISTENCE

The Association shall have perpetual existence.

ARTICLE V - INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Jack Silverman	7600 N.W. 56 Avenue Coconut Creek, Florida 33073

ARTICLE VI - BOARD MEMBERS

1. The Association affairs shall be managed by a Board of Administration composed initially of three (3) persons, in accordance with of the Association's By-Laws.

2. The number of Board Members to be elected, the manner of their election and their respective terms shall be as forth in the Association's By-Laws.

The following persons shall constitute the initial Board of Administration and they shall hold office for the term and in accordance with the provisions of Article III of the Association's By-Laws:

<u>Name</u>	<u>Address</u>
Jack Silverman	7600 N.W. 56 Avenue, Coconut Creek, FL 33073
Olga Suarez	7600 N.W. 56 Avenue, Coconut Creek, FL 33073
Frank Parodi	7600 N.W. 56 Avenue, Coconut Creek, FL 33073

ARTICLE VII - OFFICERS

The affairs of the Association shall be administered by the Officers designated in the By-Laws, who shall serve at the pleasure of said Board of Administration. The names and addresses of the Officers who shall serve until the first election of Officers pursuant to the provisions of the By-Laws are as follows:

<u>Name</u>	<u>Title</u>	<u>Address</u>
Jack Silverman	President/Treasurer	7600 N.W. 56 Avenue Coconut Creek, FL 33073
Olga Suarez	Secretary/Vice President	7600 N.W. 56 Avenue Coconut Creek, FL 33073

ARTICLE VIII - BY-LAWS

The By-Laws of the Association shall be adopted by the initial Board of Administration. The By-Laws may be amended in accordance with the provisions thereof, except that no portion of the By-Laws may be altered, amended, or rescinded in such a manner as will prejudice the rights of the Developer of the Association or Mortgagees of Units, without their prior written consent.

ARTICLE IX - AMENDMENTS TO ARTICLES

Amendments to these Articles shall be proposed and adopted in the following manner:

1. Notice of the subject matter of any proposed amendment shall be included in the notice of the meeting at which the proposed amendment is to be considered.
2. A resolution for the adoption of a proposed amendment may be proposed either by the Board of Administration, acting upon the vote of a majority of the Board of Administration, or by ten percent (10%) of the members of the Association. In order for an amendment or amendments to be effective, same must be approved by an affirmative vote of 75% of the Voting members of the Association.

3. No amendment shall make any changes in the qualifications for membership or the voting rights of the members, without approval in writing by all members and the joinder of all record owners of mortgages upon Association Units. No amendment shall be made that is in conflict with the Florida Law or the Declaration of Restriction.

4. A copy of each amendment adopted shall be filed within ten (10) days of adoption with the Secretary of State, pursuant to the provisions of applicable Florida Statutes.

ARTICLE X - INDEMNIFICATION

Every Director and Officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees reasonably incurred by or imposed upon him, in connection with any dispute, legal proceedings or settlement thereof, to which he may be a party and in which he may become involved by reason of his being or having been a Director or Officer of the Association, whether or not he is a Director or Officer at the time such expenses are incurred, except in such cases wherein the Director or Officer is adjudged guilty of willful misfeasance, malfeasance or nonfeasance in the performance of his duties; provided, that in the event of a settlement, the indemnification herein shall apply only when the Board of Administration approves such settlement and reimbursement as being in the best interest of the Association. The foregoing right or indemnification shall be in addition to and not exclusive of all other rights to which such Director or Officer may be entitled.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation this 17th day of July, 1998


JACK SILVERMAN, Incorporator

STATE OF FLORIDA

COUNTY OF BROWARD *Palm Beach*

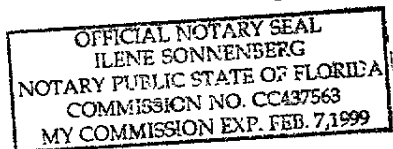


BEFORE ME, a Notary Public, personally appeared JACK SILVERMAN to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation this 17th day of July, 1998.

Ilene Sonnensberg

NOTARY PUBLIC, State of
Florida at Large

FLD as ID



RESIDENT AGENT CERTIFICATE

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

FIRST: That GOLDEN HEIGHTS TOWNHOUSE 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 7600 N.W. 56 Avenue, Coconut Creek, Florida 33073.

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 provisions of said Act relative to keeping open said office.



JACK SILVERMAN

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA