

N98000005620



236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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X CERTIFIED COPY

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X FILING Amendment

1.) Las Brisas at Doral Community Association Inc (CORPORATE NAME & DOCUMENT #)

2.) (CORPORATE NAME & DOCUMENT #)

3.) (CORPORATE NAME & DOCUMENT #)

4.) (CORPORATE NAME & DOCUMENT #)

5.) (CORPORATE NAME & DOCUMENT #)

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SPECIAL INSTRUCTIONS

G. COULLETTE AUG 17 1999



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 10, 1999

CORPORATE ACCESS, INC.

TALLAHASSEE, FL

SUBJECT: LAS BRISAS AT DORAL COMMUNITY ASSOCIATION, INC.
Ref. Number: N98000005620

*corrected
8/17/99*

We have received your document for LAS BRISAS AT DORAL COMMUNITY ASSOCIATION, INC. and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

A certificate must accompany the Restated Articles of Incorporation setting forth one of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendments requiring member approval; OR (2) If the restatement contains an amendment requiring member approval, the date of adoption of the amendment by the members and a statement that the number of votes cast for the amendment was sufficient for approval.

There is no provision in chapter 617, Florida Statutes, for an incorporator to amend a nonprofit corporation -- the proper form setting forth the requirements for filing a nonprofit amendment is attached.

Please return 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) 487-6903.

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CORPORATE ACCESS, INC.
AUG 17 11 09 AM '99
TALLAHASSEE, FL

Cheryl Coulliette
Document Specialist

Letter Number: 399A00040331

**ARTICLES OF AMENDMENT AND RESTATEMENT TO
AMENDED AND RESTATED ARTICLES OF INCORPORATION OF
LAS BRISAS AT DORAL COMMUNITY ASSOCIATION, INC.
(A CORPORATION NOT-FOR-PROFIT)**

Pursuant to the provisions of Section 617.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment adopted:

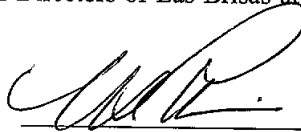
The Articles of Incorporation of Las Brisas at Doral Community Association, Inc. filed with the Florida Secretary of State on September 30, 1998, are hereby replaced entirely by the Amended and Restated Articles of Incorporation of Las Brisas at Doral Community Association, Inc. attached hereto and made a part hereof.

SECOND: The date of adoption of the amendment was August 12, 1999.

THIRD: The Amended and Restated Articles of Incorporation were approved by all of the members entitled to vote on August 12, 1999. This amount is sufficient to adopt the amendment.

Dated: August 12, 1999.

The undersigned being a member of the Board of Directors of Las Brisas at Doral Community Association, Inc., and the Vice-President thereof.



Michael Rabin
Director and Vice-President of Las Brisas at
Doral Community Association, Inc.

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99 AUG 17 AM 10:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
LAS BRISAS AT DORAL COMMUNITY ASSOCIATION, INC.
(A CORPORATION NOT FOR PROFIT)

In compliance with the requirements of the Laws of the State of Florida, the following are the Amended and Restated Articles of Incorporation of Las Brisas at Doral Community Association, Inc.

1 Name of Corporation. The name of the corporation is LAS BRISAS AT DORAL COMMUNITY ASSOCIATION, INC. ("Association").

2 Principal Office. The principal office of Association is 7200 N.W. 7th Street, Suite 300, Miami, Florida 33126 or such other location as designated by the Board of Directors of the Association.

3 Registered Office - Registered Agent. The street address of the Registered Office of Association is 20801 Biscayne Boulevard, suite 501, Aventura, Florida 33180. The name of the Registered Agent of Association is:

NORMAN LEOPOLD

4 Definitions. A declaration entitled Declaration of Restrictions and Covenants for Las Brisas at Doral Community (the "Declaration") will be recorded in the Public Records of Miami-Dade County, Florida, and shall govern all of the operations of a community to be known as Las Brisas at Doral Community. All initially capitalized terms not defined herein shall have the meanings set forth in the Declaration.

5 Purpose of Association. Association is formed to: (a) provide for ownership, operation, maintenance and preservation of the Common Areas, and improvements thereon, including without limitation the Surface Water Management System; (b) perform the duties delegated to it in the Declaration; (c) administer the interests of Association and the Owners; and (d) promote the health, safety and welfare of the Owners.

6 Not for Profit. Association is a not for profit Florida corporation and does not contemplate pecuniary gain to, or profit for, its members, Board of Directors or officers.

7 Powers of Association. Association shall, subject to the limitations and reservations set forth in the Declaration, have all the powers, privileges and duties reasonably necessary to discharge its obligations, including, but not limited to, the following:

7.1 To perform all the duties and obligations of Association set forth in the Declaration, these Articles, and the By-Laws.

7.2 To enforce, by legal action or otherwise, the provisions of the Declaration, these Articles, and the By-Laws and the rules, regulations, covenants, restrictions and/or agreements governing or binding Association.

7.3 To fix, levy, collect and enforce payment, by any lawful means, of all Assessments payable pursuant to the terms of the Declaration, these Articles, and the By-Laws.

7.4 To pay all Operating Costs, including, but not limited to, all licenses, taxes or governmental charges levied or imposed against the Common Area or other property of Association, and establish reserves for deferred maintenance or capital expenditures.

7.5 To acquire (by gift, purchase, or otherwise), annex, own, hold, improve, build upon, operate, maintain, convey, grant rights and easements, sell, dedicate, lease, transfer or otherwise dispose of real or personal property (including but not limited to the Common Areas) in connection with the functions of Association except as limited by the Declaration.

7.6 To borrow money, and to mortgage, pledge or hypothecate any or all of its real or personal property as security for money or debts incurred.

7.7 To operate and maintain the Surface Water Management System in accordance with any and all permits for such system issued by SFWMD or its successor.

7.8 To dedicate, grant, license, lease, concession, create easements upon, sell or transfer all or any part of, the Common Areas to any public agency, entity, authority, utility or other person or entity for such purposes and subject to such conditions as it determines subject only to requirements in the Declaration, if any.

7.9 To participate in mergers and consolidations with other non-profit corporations organized for the same purposes.

7.10 To adopt, publish, promulgate or enforce rules, regulations, covenants, restrictions or agreements governing Association, the Common Areas, Parcels and Homes as provided in the Declaration and to effectuate all of the purposes for which Association is organized.

7.11 To have and to exercise any and all powers, rights and privileges which a not-for-profit corporation organized under the Laws of the State of Florida may now, or hereafter, have or exercise.

7.12 To employ personnel and retain independent contractors to contract for management of Association and the Common Areas as provided in the Declaration and to delegate in such contract all or any part of the powers and duties of Association.

7.13 To contract for services to be provided to, or for the benefit of, Association, Owners, and the Common Areas as provided in the Declaration such as, but not limited to, Telecommunication Services, maintenance, garbage pick-up, utility services, and services necessary to maintain the Surface Water Management System..

7.14 To establish committees and delegate certain of its functions to those committees.

7.15 To hold all funds and property owned and acquired by the Association in the name of the Association for the benefit of Members in accordance with the provisions of the Declaration, these Articles, and the By-Laws.

8 Voting Rights. Owners and Developer shall have the voting rights set forth in the Declaration and the By-Laws. All Owners subject to assessments, including contract sellers, shall be members of Association.

9 Board of Directors. The affairs of Association shall be managed by a Board of odd number with not less than three (3) nor more than five (5) members. The initial number of directors shall be three (3). Board members shall be appointed and/or elected as stated in the By-Laws. The election of Directors shall be held at the annual meeting of the members. Directors shall be elected for a term expiring on the date of the next Annual Members Meeting. The names and addresses of the members of the first Board who shall hold office until their successors are appointed or elected, or until removed, are as follows:

NAME	ADDRESS
Robert Stiegele	7200 N.W. 7th Street, Suite 300 Miami, Florida 33126
Michael Rabin	7200 N.W. 7th Street, Suite 300 Miami, Florida 33126
Lisa Ramos	7200 N.W. 7th Street, Suite 300 Miami, Florida 33126

10 Dissolution. In the event of the dissolution of Association other than incident to a merger or consolidation, (i) any member may petition the Circuit Court of the Judicial Circuit of the State of

Florida having jurisdiction for the appointment of a receiver to manage the affairs of the dissolved Association and to manage the Common Areas, in the place and stead of Association, and to make such provisions as may be necessary for the continued management of the affairs of the dissolved Association and its properties and (ii) the Surface Water Management System shall either be dedicated to an appropriate agency of local government or to a non-profit corporation of similar nature to Association to assure perpetual maintenance thereof. Additionally, upon dissolution of Association, other than incident to a merger or consolidation, the assets of Association shall be dedicated to a public body, or conveyed to a non-profit organization with purposes similar to those for which the Association was created.

11 Duration. Association shall have perpetual existence.

12 Amendments. Amendment to these Articles shall require the approval of at least two-thirds (66 2/3%) of the voting interest of Association. For the purposes of this Section, each Home or Home which can built shall have one (1) vote, regardless of who owns such Home.

13 Limitations.

13.1 Declaration is Paramount. No amendment may be made to these Articles which shall in any manner reduce, amend, affect or modify the terms, conditions, provisions, rights and obligations set forth in the Declaration.

13.2 Rights of Developer. There shall be no amendment to these Articles which shall abridge, reduce, amend, effect or modify the rights of Developer.

13.3 By-Laws. These Articles shall not be amended in a manner that conflicts with the By-Laws.

14 Incorporator.

The name and address of the Incorporator of this corporation is:

NORMAN LEOPOLD
LEOPOLD & LEOPOLD, P.A.
20801 Biscayne Boulevard, suite 501
Aventura, Florida 33180

15 Officers.

The Board shall elect a President, Secretary, Treasurer, and as many Vice Presidents, Assistant Secretaries and Assistant Treasurers as the Board shall from time to time determine. The names and addresses of the Officers who shall serve until their successors are elected by the Board are as follows:

President:	Robert Stiegele
Vice President:	Michael Rabin
Secretary:	Lisa Ramos
Treasurer:	Robert Stiegele

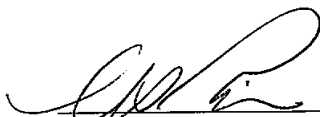
16 Indemnification of Officers and Directors. Association shall and does hereby indemnify and hold harmless every Director and every Officer, their heirs, executors and administrators, against all loss, cost and expenses reasonably incurred in connection with any action, suit or proceeding to which such Director or Officer may be made a party by reason of being or having been a Director or Officer of Association, including reasonable counsel fees and paraprofessional fees at all levels of proceeding. This indemnification shall not apply to matters wherein the Director or Officer shall be finally adjudged in such action, suit or proceeding to be liable for or guilty of gross negligence or willful misconduct. The foregoing rights shall be in addition to, and not exclusive of, all other rights to which such Director or Officers may be entitled.

17 Director Transactions. No contract or transaction between Association and one (1) or more of its Directors or Officers or Developer, or between Association and any other corporation, partnership, association, or other organization in which one (1) or more of its Officers or Directors are officers, directors or employees or otherwise interested shall be invalid, void or voidable solely for this reason, or solely because the Officer or Director is present at, or participates in, meetings of the Board thereof which authorized the contract or transaction, or solely because said Officers' or Directors' votes are counted for such purpose. No Director or Officer of Association shall incur liability by reason of the fact that such Director or Officer may be interested in any such contract or transaction. Interested Directors shall disclose the general nature of their interest and may be counted in determining the presence of a quorum at a meeting of the Board which authorized the contract or transaction.

18 Membership. Every person or entity who is a record Owner of a Home in Las Brisas at Doral is entitled to membership and voting rights in Association. Membership is appurtenant to, and inseparable from, ownership of the Home.

19 HUD/VA Approval. Annexation of additional property into Las Brisas at Doral other than as contemplated by the Declaration, mergers and consolidations, mortgaging or dedication of the Common Areas, dissolution and any amendment of these Articles which materially affects the rights of Owners shall require the prior approval of HUD and/or VA, as applicable, at any time there is a Class B or Class C membership.

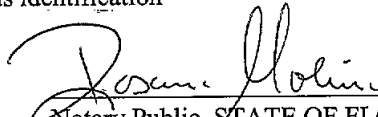
IN WITNESS WHEREOF, the Vice-President of Association has hereto affixed his signature on this 12th day of August, 1999.



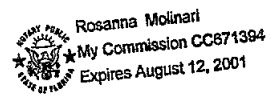
MICHAEL RABIN
Director and Vice-President of Las Brisas at Doral
Community Association, Inc.

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

The foregoing instrument was acknowledged before me this 12th day of August, 1999 by Michael Rabin, who is personally known to me or who has produced _____ as identification



Notary Public, STATE OF FLORIDA
Print name: Rosanna Molinari
My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

The undersigned, having been named to accept service of process for the above-stated corporation at the place designated in this certificate, hereby agrees to act in this capacity, is familiar with, and accepts the obligations of this position and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of his duties.

Dated this 12 day of August, 1999.



Name: Norman Leopold