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Stuart Reed, Esq.
Attorney at Law

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Historic City Hall, 6th Floor
1130 Washington Avenue
Miami Beach, Florida 33139

November 27, 1998

Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

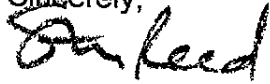
Re: Transmittal Letter
Friends of the Indian Creek, Inc., a Not for Profit Corporation

To the Division of Corporations:

With respect to the above-referenced matter, two original copies of the Articles of Incorporation for the Friends of the Indian Creek, Inc., a Not for Profit Corporation are enclosed, as well as a check in the amount of \$78.75 (\$ 35.00 filing fees fee; \$ 35.00 designation of registered agent ; \$ 8.75 for a certified copy).

Thank you for your prompt attention to this matter.

Sincerely,



Stuart Reed, Esq.

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DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I NAME

Friends of the Indian Creek, Inc.

ARTICLE II PRINCIPAL OFFICE

**Historic City Hall, 6th Floor
1130 Washington Avenue
Miami Beach, Florida 33139**

ARTICLE III PURPOSES

- To improve and maintain the clarity and cleanliness of the Indian Creek waterways.
- To enhance the natural health and diversity of the Indian Creek's shoreline and marine habitats.
- To create an urban greenway - a scenic and recreational path - along the Indian Creek.
- To facilitate marine and shoreline habitat enhancements throughout the Miami Beach barrier island ecosystem.
- To educate and engage local residents, businesses and public officials in the greenway planning process.
- To conduct activities that will fund and further the above-stated purposes.

ARTICLE IV MANNER OF ELECTION OF DIRECTORS

Initial Directors shall be selected and appointed by the Executive Director. Subsequent Directors shall be appointed in the manner specified in the Bylaws. Stuart Reed shall be the initial Executive Director.

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

**Stuart Reed
Historic City Hall, 6th Floor
1130 Washington Avenue
Miami Beach, Florida 33139**

ARTICLE VI INCORPORATOR

**Stuart Reed
Historic City Hall, 6th Floor
1130 Washington Avenue
Miami Beach, Florida 33130**

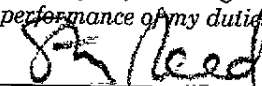


Signature/Incorporator

11/27/98

Date

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent



Signature/Registered Agent

11/27/98

Date

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