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DEVITT, THISTLE & DEVITT, P.A.

ATTORNEYS AT LAW
30 SOUTHEAST 4TH AVENUE
DELRAY BEACH, FLORIDA 33483

Established in 1923

FRED B. DEVITT, JR.*
J. JEFFREY THISTLE
FRED B. DEVITT, III
*ALSO ADMITTED IN VIRGINIA

TELEPHONE (561) 276-7436
FACSIMILE (561) 276-7522

RHEA WHITLEY (1903-1968)
C. Y. BYRD (1900-1985)

December 14, 1999

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

100003073771--1
-12/17/99--01057--005
*****78.75 *****78.75

Re: Incorporation of Carver Estates Residents Association, Inc.

Gentlemen:

Enclosed are Articles of Incorporation for the above-referenced corporation, together with our firm's check in the amount of \$78.75, being the filing fee of \$35.00, Resident Agent's fee of \$35.00 and certified copy fee of \$8.75.

Please return a certified copy of the Articles of Incorporation to this office.

Thank you for your assistance in this matter.

Sincerely yours,

DEVITT, THISTLE & DEVITT, P.A.


J. Jeffrey Thistle

JJT/sto
enc.

C:\Client\Carver\CORP.LTR

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
CARVER ESTATES RESIDENTS ASSOCIATION, INC.
A NONPROFIT CORPORATION

We, the undersigned, with other persons being desirous of forming a nonprofit corporation, under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

ARTICLE I

The name of the corporation shall be:

CARVER ESTATES RESIDENTS ASSOCIATION, INC.

The principal place of business of this corporation shall be:

770 Southwest 12th Terrace, Delray Beach, Florida 33444.

ARTICLE II

The general purpose of the business or businesses to be transacted by this corporation, together with and in addition to the authority and powers conferred by the laws of the State of Florida is to undertake projects which benefit the residents of Carver Estates.

ARTICLE III

The membership of this corporation shall constitute all persons hereinafter named as officers and directors and such other persons who are residents of Carver Estates may become members.

ARTICLE IV

The name and address of the subscriber to these Articles is:

J. JEFFREY THISTLE 30 S.E. 4th Avenue
Delray Beach, Florida 33483

ARTICLE V

This corporation is to exist perpetually.

ARTICLE VI

The business of this corporation shall be managed by the Board of Directors. This

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corporation shall have three (3) Directors initially. The number of Directors may be increased from time to time by the Bylaws, but shall never be less than three (3).

The Board of Directors shall be appointed and hold office in accordance with the Bylaws.

The names and addresses of the persons who are to serve as Directors for the ensuing year, or until the first meeting of the corporation are:

JANERA EDGECOMBE
Director

770 Southwest 12th Terrace
Delray Beach, Florida 33444

ANITA EDWARDS
Director

770 Southwest 12th Terrace
Delray Beach, Florida 33444

STACHAN B. JANICE
Director

770 Southwest 12th Terrace
Delray Beach, Florida 33444

ARTICLE VII

The Board of Directors of this corporation may provide such Bylaws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time. Upon proper notice, the Bylaws may be amended, altered or rescinded by two-thirds (2/3) vote of the active, privileged and senior members present at any meeting of the membership.

ARTICLE VIII

These Articles of Incorporation may be amended by two-thirds (2/3) vote of the Board of Directors.

ARTICLE IX

The street address of the initial registered office of this corporation shall be 770 Southwest 12th Terrace, Delray Beach, Florida 33444, and the name of the initial registered agent of the corporation at that address is DOROTHY ELLINGTON.

IN WITNESS WHEREOF, the undersigned subscribing incorporator, has hererunto set his hand and seal on this 9th day of December, 1999.


J. JEFFREY THISTLE

ACKNOWLEDGMENT OF REGISTERED AGENT:

Having been named to accept service of process for the above-stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Dorothy Ellington
DOROTHY ELLINGTON

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 14th day of December, 1999, by J. JEFFREY THISTLE, who is personally known to me or has produced _____ as identification.

My Commission expires:

Sherry T. Osborn
Notary Public, State of Florida at Large



Sherry T. Osborn
MY COMMISSION # CC889032 EXPIRES
November 19, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

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TALLAHASSEE, FLORIDA