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FLORIDA PROFIT CORPORATION OR P.A.
POINT MANALAPAN IMPROVEMENTS ASSOCIATION, INC.

Certificate of Status	1
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**ARTICLES OF INCORPORATION
OF
POINT MANALAPAN IMPROVEMENTS ASSOCIATION, INC.**

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following articles of incorporation for such corporation:

**ARTICLE I
Name**

The name of the corporation is Point Manalapan Improvements Association, Inc.

**ARTICLE II
Initial Principal Office and Mailing Address**

The Corporation's initial principal office and mailing address is 1430 Lands End Road, Lantana, Florida 33462-4768.

**ARTICLE III
Purpose**

This corporation is formed for the following purposes and shall have the following powers:

1. The purpose for which this Corporation is organized is to engage in any lawful act, activity, or business permitted under the laws of the United States or the State of Florida.
2. To do everything necessary, proper, or convenient for the accomplishment of the purposes set forth herein, and to do every other act incidental thereto which is not forbidden under the laws of the United States of America, the State of Florida, or by the provisions of these Articles of Incorporation.

PREPARED BY: MICHAEL S. TAMMARO, ESQ.
CARLTON FIELDS, PA
P. O. BOX 150
WEST PALM BEACH, FLORIDA 33402
FLORIDA BAR NO: 373885

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ARTICLE IV
Shares

The corporation shall have authority to issue 1,000 common shares with a par value of \$1.00 per share.

ARTICLE V
Initial Registered Agent and Office

The street address of its initial registered office is 113 Pegasus Drive, Jupiter, FL 33477, and the name of its initial registered agent at that address is Michael S. Tammaro, Esq.

ARTICLE VI
Incorporator

The name and address of the incorporator are:

<u>Name</u>	<u>Address</u>
Michael S. Tammaro	113 Pegasus Drive Jupiter, FL 33477

ARTICLE VII
Initial Director

The corporation initially shall have one director, whose name and address are:

<u>Name</u>	<u>Address</u>
Alvin Cohen	1430 Lands End Road Lantana, FL 33462-4768

ARTICLE VIII
Indemnification

No director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages to the Corporation or any other person for any statement, vote, decision or failure to act, regarding corporate management or policy, as a director, except

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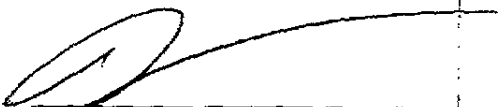
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to the extent that such exemption from liability or limitation thereof is not permitted under the Florida Business Corporation Act.

The Corporation shall indemnify to the full extent permitted by law any person who is made, or is threatened to be made, a party to any action suit or proceeding (whether civil, criminal, administrative or investigative) by reason of the fact that he or she is or was a director or officer of the Corporation or serves or served any other enterprises at the request of the Corporation. If the Florida Business Corporation Act is amended after the filing of these Articles of Incorporation of which this Article VII is a part to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Florida Business Corporation Act as so amended.

Any repeal or modification of the foregoing paragraph by the shareholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

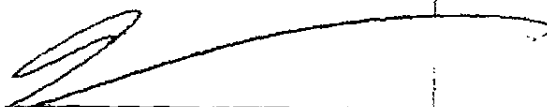
Dated this 18th day of February, 2003.


Michael S. Tammaro, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Corporation, at the place designated as the registered office, 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 duties and obligations of my position as registered agent.

Dated this 18th day of February, 2003.


Michael S. Tammaro, Registered Agent

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