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## Florida Department of State

Division of Corporations

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## To:

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## FLORIDA PROFIT/NON PROFIT CORPORATION

EDEN TERMINATION, INC.

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**ARTICLES OF INCORPORATION**

2009 SEP 15 P 12:32

**OF**

**EDEN TERMINATION, INC.**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I**

The name of this corporation is Eden Termination, Inc. (the "Corporation").

**ARTICLE II**

The purpose of the Corporation is to engage in the following business activities:

(a) to engage in all activities as its officers or directors deem necessary or appropriate to serving as a termination trustee as set forth in Section 718.117, Florida Statutes (the "Trustee"); including without limitation (i) the power and the authority to protect, conserve, manage, sell or dispose of the relevant condominium and other association property, pursuant to Section 718.117(14), Florida Statutes, including the right to contract for the sale of the condominium property; and (ii) the powers given the Board of Directors of the Condominium Association of the relevant Condominium (the "Association") in accordance with Section 718.117(13), Florida Statutes, pursuant to the Declaration, and the bylaws of the Association, and 718.117(6), Florida Statutes; and

(b) to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act (the "Act"), whether or not related to those referred to in the foregoing paragraph.

**ARTICLE III**

The address of the principal office and the mailing address of the office of the Corporation is 1801 South Australian Avenue, West Palm Beach, Florida 33409.

**ARTICLE IV**

The capital stock authorized, the par value thereof, and the characteristics of such stock if the Corporation shall be as follows:

**Number of Shares**

**Authorized**

100

**Par Value Per Share**

\$0.01

**Class of Stock**

Common

**ARTICLE V**

The street address of the Corporation's initial registered office is 1200 S. Pine Island Road, Plantation, Florida 33324, and the name of its initial registered agent at such office is CT Corporation System.

#### ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws, who will serve as the Corporation's director until successors are duly elected and qualified.

#### ARTICLE VII

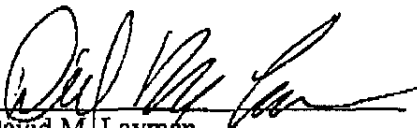
A director or officer of the Corporation shall not be personally liable to the Corporation or its shareholders for monetary damages for breach of fiduciary duty as a director or officer, except for liability (i) for any breach of the director's or officer's duty of loyalty to the Corporation or its shareholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 607.0834 of the Act as the same exists or hereafter may be amended, (iv) for violation of a criminal law, unless the director or officer had reasonable cause to believe his conduct was lawful or had no reasonable cause to believe his conduct was unlawful or (v) for any transaction from which the director or officer derived an improper personal benefit.

The Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

#### ARTICLE VIII

The name of the Incorporator is David M. Layman, and the address of the Incorporator is c/o Greenberg Traurig, P.A., 777 So Flagler Drive, Suite 300-E, West Palm Beach, Florida 33401.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 15<sup>th</sup> day of September, 2008.

  
\_\_\_\_\_  
David M. Layman  
Incorporator

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561 655 8222

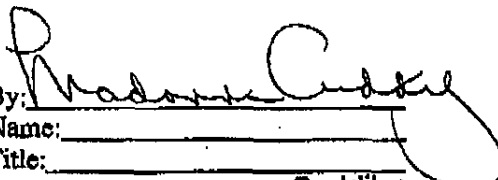
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**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned, having been named the Registered Agent of Eden Termination, Inc., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes Section 607.0505.

CT CORPORATION SYSTEM

By:   
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

Dated: September 15, 2008

**Madonna Cuddihy**  
**Special Assistant Secretary**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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