

P96000004832

KLEIN & KLEIN, P.A.

Attorneys at Law

Suite 400B • 1551 Forum Place
West Palm Beach, Florida 33401

Cary E. Klein
Stuart B. Klein*

OF COUNSEL

Howard P. Newman**

*Also Admitted in New York & Ohio

Telephone (407) 478-1566
Facsimile (407) 478-9931

New York Office
280 Madison Avenue
New York, N.Y. 10016
Telephone (212) 683-2020

January 9, 1996

4000001688934
-01/12/96--01107--002
****122.50 ****122.50

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Articles of Incorporation: WESTERN COMMUNITIES MANAGEMENT
CORP.

Dear Sir:

Enclosed please find the original and one copy of the Articles of Incorporation for the above named proposed Florida corporation, and our check in the amount of \$122.50 representing payment of the following:

Filing Fee	\$35.00
Certified Copy of the Articles	\$52.50
Filing Fee for Registered Agent	\$35.00

Please file the enclosed Articles of Incorporation and return a certified copy to this office. Also enclosed is the Designation of Registered Agent form pursuant to 48.091, Florida Statutes.

Sincerely,

Stuart B. Klein
Stuart B. Klein, Esq.

SBK:clw

Enclosures

CERTIFIED MAIL

65 JAN 12 10:00
RECEIVED
STATE
SECRETARY

g/1/17/96

ARTICLES OF INCORPORATION

OF

WESTERN COMMUNITIES MANAGEMENT CORP.

FILED
STATE CLERK OF STATE
DIVISION OF CORPORATIONS
26 JAN 12 2:13:03

ARTICLE I

The name of the corporation is WESTERN COMMUNITIES MANAGEMENT CORP. The principle office and mailing address is:

10131 West Forest Hill Blvd.
Suite 150
West Palm Beach, Florida 33414

ARTICLE II

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III

The corporation shall have perpetual existence.

ARTICLE IV

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 10,000 shares of .10 cents of voting common stock.

ARTICLE V

The Registered Agent and street address of the initial Registered Office of this corporation in the State of Florida shall be:

Stuart B. Klein, Esq.
1551 Forum Place, Suite 400B
West Palm Beach, FL 33401

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI

This corporation shall have two (2) directors initially. The number of Directors may be changed from time to time by the By-Laws but shall not be less than two (2). The names and addresses of the persons who are to serve as members of the initial Board of Directors are:

Jeffrey M. Bishop
10131 West Forest Hill Blvd.
Suite 150
West Palm Beach, FL 33414

Robert Campitelli
10131 West Forest Hill Blvd.
Suite 150
West Palm Beach, FL 33414

ARTICLE VII

The name and address of the person signing these Articles of Incorporation as the Incorporator is:

Stuart B. Klein, Esq.
1551 Forum Place, Suite 400B
West Palm Beach, Florida 33401

ARTICLE VIII

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by the Board of Directors to the shareholders and approved at a shareholders' meeting by at least an Eighty Percent (80%) majority of the shareholders entitled to vote, unless all of the directors and all

of the shareholders sign a written agreement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE IX

No contract or other transaction between this Corporation and any other corporation, and no act of this Corporation, shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or she or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this Corporation who is also a director or an officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction with the like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

ARTICLE X

This Corporation shall indemnify and insure its officers and directors to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on the 9th day of January, 1996.

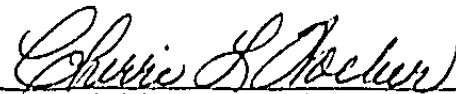


STUART B. KLEIN
Incorporator

STATE OF FLORIDA

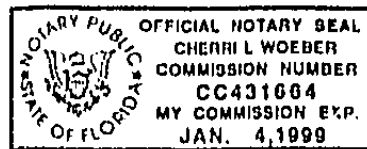
COUNTY OF PALM BEACH

BEFORE ME, a Notary Public, personally appeared STUART B. KLEIN to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed these Articles of Incorporation on this 9th day of January, 1996.



Notary Public, State of Florida

My Commission Expires: 1/4/99



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**


In compliance with Section 48.091, Florida Statutes, the following is submitted:

That WESTERN COMMUNITIES MANAGEMENT CORP., desiring to organize under the laws of the State of Florida, with its principal office at the County of Palm Beach, State of Florida, has named Stuart B. Klein, Esq., of 1551 Forum Place, Suite 408B, West Palm Beach, Florida 33401 as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-named corporation at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

DATED this 24th day of January, 1996.



STUART B. KLEIN
Registered Agent

FILED
CLERK OF COURT
JAN 24 1996
Palm Beach County
Florida