

CARTER & CONNOLLY

JOHN E. CARTER
ANDREW J. CONNOLLY
RACHEL T. FLATLEY
CARLA T. REECE

ROBERT T. CARLILE
OF COUNSEL
ANNETTE FRIEDMAN
OF COUNSEL

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May 17, 1996

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-05/21/96--01074--020
*****70.00 *****70.00

Corporate Records Bureau
Div. of Corporations - Dept. of State
P. O. Box 6327
Tallahassee, FL 32301

Re: Boca East Investment Club, Inc.

Dear Sir:

Enclosed please find the original Articles of the above proposed corporation together with my check in the amount of \$70.00 to cover the following:

Filing Fee	\$35.00
Registered Agent Designation	<u>35.00</u>
Total	\$70.00

Thank you for your assistance in this matter.

Sincerely yours,

ANDREW J. CONNOLLY

AJC:db

Encs.

FILED
56 MAY 20 AM 8:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I:\APPS\WP\FORMS\CORP\1CORP.LTR

1200 N. Federal Highway, Suite 312
Boca Raton, Florida 33432
407-368-9900 Broward 305-427-0933

GB 5/28/96

ARTICLES OF INCORPORATION

OF

BOCA EAST INVESTMENT CLUB, INC.

96 MAY 20 AM 0:34

FILED IN THE STATE
OF FLORIDA

ARTICLE I

NAME:

The name of this corporation is: BOCA EAST INVESTMENT CLUB, INC.

ARTICLE II

MAILING ADDRESS:

The mailing address of this corporation shall be: 1200 N. Federal Highway, #312, Boca Raton, Florida 33432.

ARTICLE III

PURPOSE: This corporation is organized to engage in any lawful business.

ARTICLE IV

CAPITAL STOCK:

This corporation is authorized to issue 90 shares of Common Stock at the par value of \$1.00 per share.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT:

The street address of the initial registered office of this corporation is: 1200 N. Federal Highway, #312, Boca Raton, Florida 33432.

The name of the initial registered agent of this corporation at that address is: JOHN E. CARTER, ESQUIRE, 1200 N. Federal Highway, #312, Boca Raton, Florida 33432.

ARTICLE VI

INCORPORATOR:

The name and address of the person signing these Articles is:
JOHN E. CARTER, ESQUIRE, 1200 N. Federal Highway, #312, Boca Raton,
Florida 33432.

ARTICLE VII

INDEMNIFICATION:

The corporation shall indemnify any officer or director or any
former officer or director to the extent permitted by law.

ARTICLE VIII

AMENDMENT:

This corporation reserves the right to amend or repeal any
provisions contained in these Articles of Incorporation, or any
amendment hereto, and any right conferred upon the shareholders is
subject to this reservation.

ARTICLE IX

CONFLICT OF INTEREST:

No contract, act or transaction of this corporation with any
person or persons, firm or other corporation, in the absence of
fraud or wrongdoing, shall be affected or invalidated by the fact
that any shareholder or officer of this corporation is a party to
or interested in such contract, act or transaction, or in any way
connected with the said person, persons, firm, or corporation and
each and every person who may become an officer, shareholder, or
fiduciary of this corporation is hereby relieved from any liability
that might otherwise exist from contracting with this corporation

for the benefit of himself or any other firm, association or corporation in which he may in any way be interested.

IN WITNESS WHEREOF, the undersigned Incorporator executes these Articles of Incorporation this 12 day of MAY, 1996.


JOHN E. CARTER, ESQUIRE
Incorporator

STATE OF FLORIDA

COUNTY OF PALM BEACH

THE FOREGOING INSTRUMENT was acknowledged before me this 12 day of MAY, 1996, by JOHN E. CARTER who is personally known to me.


NOTARY PUBLIC

MY COMMISSION EXPIRES:



ANDREW J. CONNOLLY
MY COMMISSION # 00436746 EXPIRES
May 20, 1999
BONDED THRU TROY FARM INSURANCE, INC.

ACCEPTANCE OF REGISTERED AGENT

I hereby accept the appointment as Registered Agent of: BOCA EAST INVESTMENT CLUB, INC., and my address for that purpose is: 1200 N. Federal Highway, #312, Boca Raton, Florida 33432.


JOHN E. CARTER, ESQUIRE

96 MAY 20 AM 8:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED