

8/15/96
11:36 AM

FLORIDA DIVISION OF CORPORATIONS

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THE DIVISION OF CORPORATIONS
FROM MOONEY WARD LESTER
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DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
33401-0000

1555 PALM BEACH LAKES BLVD
SUITE 1000
WEST PALM BEACH FL

TALLAHASSEE, FL 32399
FAX: (904) 922-4000

CONTACT: STEVEN E KELLY
PHONE: (407) 689-8111
FAX: (407) 689-9303

((H96000011316)))
OR P.A.

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION

NAME: GEORGIAN GARDENS CORP.

FAX AUDIT NUMBER: H96000011316

CURRENT STATUS: REQUESTED

DATE REQUESTED: 08/14/1996

TIME REQUESTED: 11:36:04

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 1

NUMBER OF PAGES: 3

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$131.25

ACCOUNT NUMBER:

072262000447

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96 AUG 14 PM 5:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Prep. Phone #
W96-17034

RECEIVED
DIVISION OF CORPORATIONS
96 AUG 14 PM 1:14



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 14, 1996

COONEY, WARD, LESHER

W PALM BEACH, FL

SUBJECT: GEORGIAN GARDENS CORP.
REF: W96000017034

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

PLEASE LIST THE PREPARER'S PHONE NUMBER.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Loria Poole
Corporate Specialist

FAX Aud. #: H96000011316
Letter Number: 996A00038757

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

**ARTICLES OF INCORPORATION
OF
GEORGIAN GARDENS CORP.**

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 this Corporation is: **GEORGIAN GARDENS CORP.**

ARTICLE II - DURATION

The duration of this Corporation is perpetual.

ARTICLE III - PURPOSE

The purpose for which this Corporation is organized is to engage in any lawful act or activities for which corporations may be organized under the laws of the State of Florida.

ARTICLE IV - MAILING ADDRESS OF CORPORATION

The mailing address of the business is c/o Cooney, Ward, Leshner & Damon, P.A., 1555 Palm Beach Lakes Boulevard, West Palm Beach, Florida 33401, and the principal place of business of this Corporation is 4330 Community Drive, West Palm Beach, Florida 33407.

ARTICLE V - STOCK

The aggregate number of shares which this Corporation shall have authority to issue is 1,000 shares of common voting stock.

Prepared by: Michael J Poaner 1555 Palm Beach Lakes Blvd.
West Palm Beach, FL 33401 Bar No: 525685
Telephone: (561) 689-8111

Fax Audit No.: HD6000011316

**FILED
96 AUG 14 PM 5:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

ARTICLE VI - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of this Corporation's initial registered office in Florida is 1555 Palm Beach Lakes Blvd., Suite 1000, West Palm Beach, Florida 33401, and the name of its initial registered agent at that address is Michael J Posner, Esq.

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Michael J Posner	1555 Palm Beach Lakes Blvd. Suite 1000 West Palm Beach, FL 33401

DATED this 14th day of August, 1996.



Michael J Posner
(Incorporator and Registered Agent)


STATE OF FLORIDA)
COUNTY OF PALM BEACH)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Michael J Posner, to me known to be the person described in and who executed the foregoing instrument and acknowledged before me that he executed the same for the purposes therein expressed. WITNESS my hand and official seal in the County and State last aforesaid this 14th day of August, 1996.

Notary Public



J SUZETTE WELLS
My Commission CC415706
Expires Nov. 05, 1998
Bonded by NFNU
800-224-6388

Sign: 
Print: Suzette Wells
State of Florida at Large
My Commission Expires:

Prepared by: Michael J Posner 1555 Palm Beach Lakes Blvd.
West Palm Beach, FL 33401 Bar No: 525685

Fax Audit No.: H96000011316

Fax Audit No.: H96000011316

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

ACKNOWLEDGMENT:

Having been named to accept service of process for GEORGIAN GARDENS CORP., at the initial registered office of the Corporation in this State designated in its Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of Section 607.0505 Florida Statutes.

Date: August 14, 1996.


Michael J Posner

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Prepared by: Michael J Posner 1555 Palm Beach Lakes Blvd.
West Palm Beach, FL 33401 Bar No: 523685

Fax Audit No.: H96000011316

Dec-19-96

12/19/96
1:46 PM

PUBLIC ACCESS SYSTEM
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((H96000017745 6))

TO: DIVISION OF CORPORATIONS
(904) 922-4000

FAX #:

FROM: COONEY, WARD, LESHER & DAMON, P.A.
072262000447

ACCT#:

CONTACT: STEVEN E KELLY
PHONE: (407) 689-8111
(407) 689-9303

FAX #:

NAME: GEORGIAN GARDENS CORP.
AUDIT NUMBER.....H96000017745
DOC TYPE.....BASIC AMENDMENT
CERT. OF STATUS..0
CERT. COPIES.....1

PAGES..... 4
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TALLAHASSEE, FLORIDA

Doc-19-96 09:51A COONEY, WARD, LESHNER
104-822-3708 12/10/96 09:22 Fl. Dept. of State

561 689 9303

P.02



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

December 19, 1996

GEORGIAN GARDENS CORP.
4330 COMMUNITY DRIVE
W PALM BEACH, FL 33407

SUBJECT: GEORGIAN GARDENS CORP.
REF: F96000067812

*Should be with a
signature
date of 12/11/96*

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

A certificate must accompany the Restated Articles of Incorporation setting forth either of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendment requiring shareholder approval. OR (2) If the restatement contains an amendment requiring shareholder approval, the date of adoption of the amendment and a statement setting forth the following: (a) the number of votes cast for the amendment by the shareholders was sufficient for approval (b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6902.

Linda Stitt
Corporate Specialist

FAX Aud. #: H96000017745
Letter Number: 796A00056562

COONEY, WARD, LESHER & DAMON, P.A.
1555 PALM BEACH LAKES BOULEVARD, SUITE 1000
WEST PALM BEACH, FLORIDA 33401
561-689-8111
(FAX) 561-689-9303

FACSIMILE TRANSMISSION INFORMATION SHEET

Please forward this facsimile transmission to:

Name: LINDA STITT, Corporate Specialist

Firm/Company: Florida Dept. of State

Facsimile Information:

Facsimile Number: 1-904-922-4000

Date: December 19, 1996

Total number of pages transmitted including cover: 7

This facsimile was sent by:

Name: Michael J Posner, Esq.

Our File Number:

Type of document transmitted: Amended and Restated Articles of Incorporation

Subject matter of transmittal: Georgian Gardens Corp.

Original ☐ to follow [xx] not to follow by U.S. Mail
If you do not receive all pages please contact sender immediately.

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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
GEORGIAN GARDENS CORP.**

FILED
96 DEC 19 PM 1:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 this Corporation is: **GEORGIAN GARDENS CORP.**

ARTICLE II - DURATION

The duration of this Corporation is perpetual.

ARTICLE III - PURPOSE

The purpose for which this Corporation is organized is: (a) to create a private corporation to construct or to acquire a housing project or projects, and to operate the same; (b) to enable the financing of the construction of such rental housing with the assistance of mortgage insurance under the National Housing Act; (c) to enter into, perform, and carry out contracts of any kind necessary to, or in connection with, or incidental to, the accomplishment of the purposes of the corporation, including, expressly, any contract or contracts with the Secretary of Housing and Urban Development which may be desirable or necessary to comply with the requirements of the National Housing Act, as amended, and the Regulations of the Secretary thereunder, relating to the regulation or restriction of mortgagors as to rents, sales, charges, capital structure, rate of return and methods of operation;

Fax Audit No: H9600017745

(d) to acquire any property, real or personal, in fee or under lease, or any rights therein or appurtenant thereto, necessary for the construction and operation of such project; and (e) to borrow money, and to issue evidence of indebtedness, and to secure the same by mortgage, deed of trust, pledge, or other lien, in furtherance of any or all of the objects of its business in connection with said project.

ARTICLE IV - MAILING ADDRESS OF CORPORATION

The mailing address of the business is c/o Cooney, Ward, Leshner & Damon, P.A., 1555 Palm Beach Lakes Boulevard, West Palm Beach, Florida 33401, and the principal place of business of this Corporation is 4330 Community Drive, West Palm Beach, Florida 33407.

ARTICLE V - STOCK

The aggregate number of shares which this Corporation shall have authority to issue is 1,000 shares of common voting stock.

ARTICLE VI - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of this Corporation's initial registered office in Florida is 1555 Palm Beach Lakes Blvd., Suite 1000, West Palm Beach, Florida 33401, and the name of its initial registered agent at that address is Michael J Posner, Esq.

ARTICLE VII - INCORPORATOR

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Michael J Posner	1555 Palm Beach Lakes Blvd. Suite 1000 West Palm Beach, FL 33401

Fax Audit No.: H96000017745

ARTICLE VIII - POWERS

Section 1. The corporation shall have the power to do and perform all things whatsoever set out in of the Article III PURPOSES above, and necessary or incidental to the accomplishment of said purposes.

Section 2. The corporation, specifically and particularly, shall have the power and authority to enter into a Regulatory Agreement for Multifamily Housing Projects setting out the requirements of the Secretary of Housing and Urban Development.

ARTICLE IX - CONFLICT

In the event of a conflict between the terms of this Corporate Charter and Housing and Urban Development laws, rules, regulations and the Regulatory Agreement for Multifamily Housing Projects, the terms of the laws, rules, regulations and Regulatory Agreement for Multifamily Housing Projects shall prevail.

ARTICLE X - AMENDMENT

This Corporate Charter may not be amended with prior Housing and Urban Development approval.

These amended and restated articles of incorporation were approved by the incorporator on the 18th day of December, 1996 and do not require shareholder approval or consent.

DATED this 18th day of December, 1996.



Michael J Posner, Incorporator

[notary shown on next page]

Fax Audit No.: H96000017745

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Michael J Posner, to me known to be the person described in and who executed the foregoing instrument and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 16th day of December, 1996.

Notary Public, State of Florida at Large

Sign: Kathleen A. Beland

Print: Kathleen A. Beland

My Commission Expires:



KATHLEEN A. BELAND
MY COMMISSION EXPIRES
MARCH 31, 1997
CHARTERED WITH THE FLORIDA BAR ASSOCIATION, INC.