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JEFFREY A. LEVINE, P. A.

ATTORNEY AT LAW

900 NORTH FEDERAL HIGHWAY

SUITE 380

BOCA RATON, FLORIDA 33432

JEFFREY A. LEVINE
WENDY E. VOGEL

TELEPHONE (561) 392-8388
FACSIMILE (561) 392-1313

January 9, 1997

Return to
PIU ASAP

Attorneys' Title Insurance Fund, Inc.
660 E. Jefferson Street # 200
Tallahassee, Florida 32301

Attn: Barbara

RE: Articles of Incorporation

100002054511--6
-01/10/97--01089--009
****122.50 ****122.50

Dear Barbara:

Enclosed are the Articles of Incorporation for the Crystal Bay at Polo Corp., a Florida corporation, and BK Development Corporation, a Florida corporation, for filing with the Secretary of State. We need to have these documents filed as quickly as possible.

Also enclosed are checks numbered 6585 and 6586, each for One Hundred Twenty Two and 50/100 (\$122.50) Dollars representing recording and certified copy fees for the above mentioned corporations and check number 6587 to cover your fees of ten (\$10.00) Dollars.

Please call our office with the filing numbers as soon as possible. We also need a certificate of corporate existence for Crystal Bay for a closing next week. We can accept this from you by facsimile. We have enclosed a completed airbill for the convenience of returning the certified copies of the filed documents to our office.

If you have any questions please do not hesitate to contact our office.

Very truly yours,

Jeffrey A. Levine

Jeffrey A. Levine

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enclosures
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FILED
97 JAN 10 PM 3:45
RECEIVED
97 JAN 10 PM 1:08
DIVISION OF CORPORATION

JEFFREY A. LEVINE, P. A.

ATTORNEY AT LAW

900 NORTH FEDERAL HIGHWAY

SUITE 380

BOCA RATON, FLORIDA 33432

JEFFREY A. LEVINE
WENDY E. VOGEL

TELEPHONE (561) 392-8388
FACSIMILE (561) 392-1313

October 29, 1996

VIA HAND DELIVERY

Secretary of State
409 E. Gains Street
Tallahassee, Florida 32399

RE: Articles of Incorporation

Dear Ladies or Gentlemen:

Enclosed are the Articles of Incorporation for Crystal Bay at Polo Corp., a Florida corporation, along with our check number 6585, in the amount of \$122.50 representing recording and certified copy fees.

Please forward a certified copy of the Articles back to my office at 900 North Federal Highway, Suite 380, Boca Raton, Florida 33432, upon completion of recording.

Please do not hesitate to contact my office if you should require any additional information.

Very truly yours,


Jeffrey A. Levine

JAL/wev

enclosure

kanov\poloclub\secretar.rec

ARTICLES OF INCORPORATION
OF
CRYSTAL BAY AT POLO CORP

FILED

97 JAN 10 PM 3:41

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned does hereby associate himself as the incorporator of this corporation under chapter 607 of the laws of the State of Florida and does hereby certify as follows:

1. The name of the Corporation is **Crystal Bay at Polo Corp** and the address of the principal office of this corporation shall be 900 North Federal Highway, Suite 380, Boca Raton, Florida 33432. The mailing address of the corporation shall be the same.
2. The corporation shall have perpetual existence.
3. The general purpose or purposes for which the corporation is initially organized is the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.
4. The aggregate number of shares which the corporation shall have authority to issue is Seven Thousand Five Hundred (7500) shares of One (\$1.00) Dollar par value common stock.
5. There shall be two classes of shares, which shall be designated as Class A which shall consist of 1000 shares and Class B which shall consist of 6500 shares.
6. Class A shares shall be voting shares, and each holder of Class A shares shall be entitled to votes in proportion to his ownership of said shares. Voting shall proceed in accordance with Florida Statutes, Chapter 607.
7. The initial shareholders shall be Gary Gordon who shall hold fifty-one (51%) percent of the Class A shares issued, and Bruce Kanov and Linda Kanov who shall hold forty-nine (49%) percent of the Class A shares issued.

8. Class B shares shall be non-voting shares, and each holder of Class B shares shall be entitled to this corporation's profits in proportion to his percentage of said shares. Holders of Class B shares shall be entitled to this corporation's net assets upon dissolution in proportion to their ownership of said shares.

9. Bruce Kanov and Linda Kanov shall hold one hundred (100%) percent of the Class B shares, and therefore shall be entitled to all profits realized by this corporation.

10. The address of the initial registered agent of the corporation is 900 North Federal Highway, Suite 380, Boca Raton, Florida 33432. The registered agent at that address is Jeffrey A. Levine, Esq.

11. The number of directors constituting the initial board of directors shall be three (3), and the names and addresses of the persons who are to serve as directors until the first meeting of shareholders or until their successors shall be elected and qualified are:

Gary Gordon
101 South Congress Ave.
Delray Beach, Florida 33445

Bruce Kanov
19060 Fox Landing Drive
Boca Raton, Florida 33434

Linda Kanov
19060 Fox Landing Drive
Boca Raton, Florida 33434

12. The name and address of the incorporator is:

JEFFREY A. LEVINE

900 North Federal Highway
Suite 380
Boca Raton, Florida 33432

13. The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any

amendment hereto, and any rights conferred upon the shareholders are subject to these reservations.

IN WITNESS WHEREOF, the undersigned has this 9 day of January, 1997 made and subscribed these Articles of Incorporation for the uses and purposes aforesaid.

Jeffrey A. Levine (SEAL)
JEFFREY A. LEVINE, ESQ.

ACCEPTANCE BY REGISTERED AGENT

Jeffrey A. Levine
JEFFREY A. LEVINE, ESQ.

FILED
97 JAN 10 PM 3:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
) ss
COUNTY OF PALM BEACH)

I hereby certify that on this 9 day of January, 1997 personally appeared JEFFREY A. LEVINE, ESQ., to me known to be the person described herein and who executed the foregoing instrument and acknowledged before me that he executed the foregoing instrument and acknowledged before me that he executed same.

Betsy K. Stevens
NOTARY PUBLIC, State of Florida

My Commission Expires:



BETSY K. STEVENS
COMMISSION # CC592447
EXPIRES OCT 10, 2000
BONDED THROUGH
ATLANTIC BONDING CO., INC.