

P97000106762



ACCOUNT NO. : 072100000032

REFERENCE : 642956 4379232

AUTHORIZATION :

COST LIMIT *Patricia D. 78,775*

ORDER DATE : December 19, 1997

ORDER TIME : 11:06 AM

ORDER NO. : 642956-005

CUSTOMER NO: 4379232

100002377701--3

CUSTOMER: Ms. Marcia H. Langley
ATLANTIC GULF COMMUNITIES
CORPORATION
9th Floor
2601 South Bayshore Drive
Miami, FL 33133

DOMESTIC FILING

NAME: PARK APARTMENTS OF PEMBROKE
PARK, INC.

EFFECTIVE DATE:—

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

FILED
97 DEC 19 PM 2:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 DEC 19 PM 1:25
DOMESTIC CORPORATION

Dmc 12/19/97

**ARTICLES OF INCORPORATION
OF
PARK APARTMENTS OF PEMBROKE PARK, INC.**

FILED

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ARTICLE I: NAME AND ADDRESS OF CORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The name of this corporation is Park Apartments of Pembroke Park, Inc., a Florida corporation. The address of the initial principal office is:

**17735 Fieldbrook Circle North
Boca Raton, Florida 33496**

ARTICLE II: DURATION

The duration of this corporation is perpetual.

ARTICLE III: PURPOSE

The purpose of this corporation is to engage in any and all activities and businesses permitted under the laws of the United States and the State of Florida.

ARTICLE IV: CAPITALIZATION

The aggregate number of shares which this corporation is authorized to issue is 1,000 shares. Such shares shall be of a single class and shall have a par value of one dollar (\$1.00) per share.

ARTICLE V: REGISTERED OFFICE AND AGENT

The registered agent and street address of the registered office of this corporation is:

Marcia H. Langley, Esq.
C/o Atlantic Gulf Communities Corporation
2601 South Bayshore Drive, 9th Floor
Miami, Florida 33133-5461

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The initial board of directors shall consist of two members. The number of directors may be increased or decreased from time to time by vote of the shareholders, but in no case shall the number of directors be less than three or more than seven. The following persons constitute the initial directors of the corporation who shall serve in that capacity until such director's successor is duly elected and has qualified or such director's death, resignation or removal:

Marcia H. Langley, Esq.
c/o Atlantic Gulf Communities Corporation
2601 South Bayshore Drive, Suite 900
Miami, Florida 33133
305-859-4231
Florida Bar No. 502057

Raymond Jeffrey Langley
Marcia H. Langley

ARTICLE VII: INITIAL OFFICERS

The following persons constitute the initial officers of the corporation, who shall serve in that capacity until such officer's successor is duly elected and has qualified or such officer's death, resignation or removal:

<u>PERSON</u>	<u>NAME</u>
President	Raymond Jeffrey Langley
Vice President and Secretary	Marcia H. Langley

ARTICLE VIII: INCORPORATOR

The name and street address of the Incorporator is:

Marcia H. Langley, Esq.
c/o Atlantic Gulf Communities Corporation
2601 South Bayshore Drive, Suite 900
Miami, Florida 33133-5461

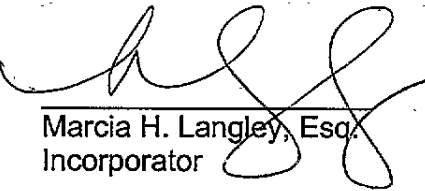
ARTICLE IX: BY-LAWS

The board of directors shall adopt by-laws for the corporation. The by-laws may be amended or repealed by the shareholders or directors in any manner permitted by the by-laws.

ARTICLE X: AMENDMENT

The shareholders or the directors may amend these Articles of Incorporation in any manner now or hereafter provided for under the Florida Business Corporation Act.

11 IN WITNESS WHEREOF, the Incorporator has executed this instrument as of December 1997.


Marcia H. Langley, Esq.
Incorporator

Marcia H. Langley, Esq.
c/o Atlantic Gulf Communities Corporation
2601 South Bayshore Drive, Suite 900
Miami, Florida 33133
305-859-4231
Florida Bar No. 502057

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE**

FILED

97 DEC 19 PM 2:20

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Section 607.0501 of the Florida Business Corporation Act, Park Apartments of Pembroke Park, Inc., desiring to organize as a corporation under the laws of the State of Florida, submits the following statements in designating its registered office and registered agent in the State of Florida:

1. The name of the corporation be: Park Apartments of Pembroke Park, Inc., a Florida corporation
2. The name and address of the registered agent and the registered office of the corporation is:

Marcia H. Langley, Esq.
2601 South Bayshore Drive, 9th Floor
Miami, Florida 33133-5461

By: 
Marcia H. Langley