

N96000002138

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

52504

RE: 9054-56 Carter's Health & Wellness
Association 25 APR 19 11:12:00

NAME _____
 FIRM _____
 ADDRESS _____

 PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Mailor No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

	C.O. FEE	STATE	DISBURSED
<input checked="" type="checkbox"/> Capital Express™			
<input type="checkbox"/> Art. of Inc. File			
<input type="checkbox"/> Corp. Record Search			
<input type="checkbox"/> Ltd. Partnership File			
<input checked="" type="checkbox"/> Foreign Corp. File			
<input type="checkbox"/> () Cert. Copy(s)			
<input type="checkbox"/> Art. of Amend. File			
<input type="checkbox"/> Dissolution/Withdrawal			
<input type="checkbox"/> C U S-			
<input type="checkbox"/> Fictitious Name File			
<input type="checkbox"/> Name Reservation			
<input type="checkbox"/> Annual Report/Reinstatement			
<input type="checkbox"/> Reg. Agent Service			
<input type="checkbox"/> Document Filing			
<input type="checkbox"/> Corporate Kit			
<input type="checkbox"/> Vehicle Search			
<input type="checkbox"/> Driving Record			
<input type="checkbox"/> Document Retrieval			
<input type="checkbox"/> UCC 1 or 3 File			
<input type="checkbox"/> UCC 11 Search			
<input type="checkbox"/> UCC 11 Retrieval			
<input type="checkbox"/> File No.'s, _____ Copies			
<input type="checkbox"/> Courier Service			
<input type="checkbox"/> Shipping/Handling			
<input type="checkbox"/> Phone () _____			
<input type="checkbox"/> Top Priority			
<input type="checkbox"/> Express Mail Prep.			
<input type="checkbox"/> FAX () _____ pgs.			
SUBTOTALS _____			

TALLAHASSEE, FLORIDA

000001786928
 04/19/96 01021-016
 ***122.50 ***122.50

PH 4/19/96

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	<u>4/19</u>	_____	_____
TIME	<u>7:30</u>	_____	CK No. _____
BY	<u>[Signature]</u>	_____	_____

FEE.....	\$ _____
DISBURSED.....	\$ _____
SURCHARGE.....	\$ _____
TAX on corporate supplies.....	\$ _____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
BALANCE DUE.....	\$ _____
_____	\$ _____

WALK-IN Will Pick Up _____

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU from Your Capital Connection

ARTICLES OF INCORPORATION

FILED

OF
3054-56 CENTER STREET CONDOMINIUM ASSOCIATION, INC. A1912 05
(a Florida corporation not for profit)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, hereby acknowledge and file in the Office of the Secretary of State of Florida, for the purpose of forming a corporation not for profit under the Laws of the State of Florida, these Articles of Incorporation as provided by law.

ARTICLE I
NAME

The name of this corporation shall be 3054-56 CENTER STREET CONDOMINIUM ASSOCIATION, INC. For convenience, the corporation shall hereinafter be referred to as the "ASSOCIATION".

ARTICLE II
PURPOSES AND POWERS

The purposes for which this corporation is formed are as follows:

Section 1. To be the "Association" as defined Condominium Act of the Statutes of the State of Florida, and as such to establish and collect assessments from the unit owners and the members for the purpose of operating, maintaining, preparing, improving, reconstructing and administering the Condominium Property.

Section 2. To carry out the duties and obligations and receive the benefits given the ASSOCIATION:

a. by the Declaration of Condominium for 3054-56 CENTER STREET CONDOMINIUM (hereinafter referred to as "DECLARATION");

b. by the Condominium Act; and

c. otherwise provided by law.

Section 3. To establish By-laws for the operation of the Condominium Property providing for the form of administration and rules and regulations for governing the ASSOCIATION, and to enforce the provisions of the Condominium Act, the DECLARATION and exhibits thereto, these Articles and the By-laws of the ASSOCIATION.

Section 4. To contract for the management of the Condominium and to delegate to such party such powers and duties of the ASSOCIATION as permitted by law.

Section 5. For any lawful purpose. To accomplish the foregoing purposes, the corporation shall have all corporate powers permitted under Florida law, including, but not limited to, the capacity to contract, bring suit and be sued, and those provided by the Condominium Act.

ARTICLE III
MEMBERS

Section 1. The members of the ASSOCIATION shall consist of the record owners of residential Condominium Parcels within 3054-56 CENTER STREET CONDOMINIUM (hereinafter referred to as "CONDOMINIUM"). Provided, however, that where required, pursuant to the DECLARATION, the approval of the ASSOCIATION must be obtained prior to becoming a member. After receiving such approval as may be required under the DECLARATION, change of membership in the ASSOCIATION shall be established by recording in the Public Records of the County in which the Condominium is located a Deed or other instrument establishing record title to the Condominium Parcel and the delivery to the ASSOCIATION of a certified copy of such instrument. Such membership shall automatically terminate when such person is no longer the owner of a Condominium Parcel. Membership certificates are not required and shall need not be issued.

On all matters upon which the membership shall be entitled to vote, there shall be only one (1) vote for each Unit, which vote shall be exercised by the Unit Owner in accordance with the provisions of the DECLARATION and By-laws. Until the Condominium Property is formally submitted to condominium ownership, the membership of the ASSOCIATION shall be comprised of the Developer of the CONDOMINIUM, its successors, grantees and assigns. When the Condominium Property is formally submitted to condominium ownership, the Developer shall exercise the membership rights of a Unit until title to the Unit is transferred, unless expressly otherwise provided herein or by law.

Section 2. The share of a member in the funds and assets of the ASSOCIATION cannot be assigned, apothecated or transferred in any manner except as an appurtenance to his unit.

Section 3. Subject to the foregoing, admission to and termination of membership shall be governed by the DECLARATION.

ARTICLE IV EXISTENCE

The corporation shall have perpetual existence.

ARTICLE V SUBSCRIBERS

The names and residences of subscribers to these Articles of Incorporation are as follows:

RICHARD M. BRENNER	21 Southeast First Avenue Miami, Florida 33131
MARK A. DIENSTAG	21 Southeast First Avenue Miami, Florida 33131
RENZO RENZI	21 Southeast First Avenue Miami, Florida 33131

ARTICLE VI DIRECTORS

Section 1. The affairs of the corporation shall be managed and governed by a Board of Directors composed of not less than three (3) nor more than nine (9) persons. The first Board of Directors shall have three (3), and in the future, the number will be determined from time to time in accordance with the provisions of the By-laws of the corporation.

Section 2. Directors shall be elected by the voting members in accordance with the By-laws at the regular annual meeting of the membership of the corporation or at any special meeting called for the purpose of electing one (1) or more Unit Owners other than the Developer in accordance with the DECLARATION and the By-laws. Directors shall be elected to serve for a term of one (1) year, or in the event a Director is elected at any meeting the purpose of which is to elect a Unit Owner other than the Developer to serve as a Director until the next annual meeting of the membership. In the event of a vacancy, the elected Directors may appoint an additional Director to serve for the balance of said year.

Section 3. All officers shall be elected by the Board of Directors in accordance with the By-laws. The Board of Directors shall elect from among the members a President, Vice-President, Treasurer and Secretary and such other officers as it shall deem desirable, consistent with the By-laws. The President shall be elected from among the membership of the Board of Directors, but no other officer need be a Director.

ARTICLE VII OFFICERS, INITIAL OFFICE AND RESIDENT AGENT

Subject to the direction of the Board of Directors, the affairs of

the ASSOCIATION shall be administered by the officers who shall serve at the pleasure of the Board of Directors. The names of the officers who shall serve until the first election following the first Annual Meeting of the Board of Directors are as follows:

<u>NAME</u>	<u>TITLE</u>
RENZO RENZI	President/Secretary/Treasurer

The street address of the initial office of this corporation is 21 Southeast First Avenue, Miami, Florida; and the name of the initial resident agent of this corporation at that address is RICHARD M. BRENNER.

ARTICLE VIII FIRST BOARD OF DIRECTORS

The first Board of Directors shall consist of three (3) persons who shall hold office and serve until their successors are elected and qualified and their names and addresses are as follows:

<u>NAME</u>	<u>ADDRESS</u>
RICHARD M. BRENNER	21 Southeast First Avenue Miami, Florida 33131
MARK A. DIENSTAG	21 Southeast First Avenue Miami, Florida 33131
RENZO RENZI	21 Southeast First Avenue Miami, Florida 33131

ARTICLE IX BY-LAWS

The By-laws of this corporation shall be adopted by the first Board of Directors, and attached to the Declaration of Condominium to be filed in the Public Records of the County in which the Property is located, which By-laws may be altered, amended or rescinded in the manner provided by the By-laws.

ARTICLE X AMENDMENTS

Section 1. Amendments to these Articles of Incorporation may be proposed by the Board of Directors or a majority of the voting members. Such proposals shall set forth the proposed alteration, amendment or rescission in writing and shall be filed by the Board of Directors or a majority of the members and delivered to the President, who shall thereupon call a special meeting of the ASSOCIATION, the notice of which shall be given in the manner provided in the By-laws. An affirmative vote of seventy-five (75%) percent of all members of the ASSOCIATION shall be required for the requested alteration, amendment or rescission. Notwithstanding the foregoing provisions of this Article X, no amendment to these Articles shall abridge, amend or alter the rights of the Developer or may be adopted or become effective without the proper written consent of the Developer.

Section 2. Any voting member may waive any or all of the requirements of this Article as to notice by the Secretary or proposals to the President for alteration, amendment or rescission of these Articles, either before, at or after a membership meeting at which a vote is taken to amend, alter or rescind these Articles in whole or in part.

ARTICLE XI INDEMNIFICATION

Every officer and every Director of the ASSOCIATION shall be indemnified by the ASSOCIATION against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding or any settlement thereof, to which he may be a part, or in which he may become involved, by reason of his

being or having been a Director or officer of the ASSOCIATION, whether or not he is a Director or officer at the time such expenses are incurred, except in such cases wherein the Director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement, the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement is being made for the best interests of the ASSOCIATION. The foregoing right of indemnification shall be in addition and not exclusive of all other rights to which such Director or officer may be entitled.

**ARTICLE XII
TITLES**

The titles to the Articles contained herein are for convenience purposes only and shall not be considered in the interpretation or the meaning of the provisions of these Articles of Incorporation.

IN WITNESS WHEREOF, the subscribers hereto have herunto set their hands and seals this 16th day of April, 1996.

Signed, Sealed Delivered
in the Presence of:

Lou D. Bradford
Signature
LOU D. BRADFORD
Print Name
Lou D. Bradford
Signature
Jeffrey D. Morgan
Print Name
Jeffrey D. Morgan
Signature
Willi F. EXAMINER
Print Name

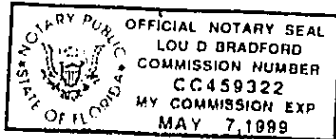
Richard M. Brenner
RICHARD M. BRENNER
Mark A. Dienstag
MARK A. DIENSTAG
Renzo Renzi
RENZO RENZI

STATE OF FLORIDA)
)SS.
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 16th day of April, 1996 by RICHARD M. BRENNER, MARK A. DIENSTAG and RENZO RENZI, who are personally known to me or who produced their Florida Drivers Licenses as identification and who did (did not) take an oath.

Lou D. Bradford
Signature
LOU D. BRADFORD
Print Name
Notary Public, State of Florida

(Seal)



FILED
APR 19 PM 12:05

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

FIRST: THAT 3054-56 CENTER STREET CONDOMINIUM ASSOCIATION, INC.,
DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA,
WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF MIAMI, STATE OF FLORIDA,
HAS NAMED RICHARD M. BRENNER, LOCATED AT 21 SOUTHEAST FIRST AVENUE,
MIAMI, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS
WITHIN FLORIDA.



(CORPORATE OFFICER)

TITLE: SUBSCRIBER

DATE: April 16, 1996.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED
CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE
TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE
PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE
PERFORMANCE OF MY DUTIES.



RICHARD M. BRENNER,
(Resident Agent)

DATE: April 16, 1996.

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

N960000002138

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

of No 53025
 RE: 3054-56 Center
Street Condominium
Association of

	C. FEE	DISBURSED
Capital Express		
Art. of Amend. File		
Vehicle Search		
Ltd. Partnership File		
Foreign Corp. File		
() Cert. Copy(s)		
<input checked="" type="checkbox"/> Art. of Amend. File		
Dissolution/Withdrawal		
C U S-		
Fictitious Name File		
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prop.		
FAX () pgs.		
SUBTOTALS		

000001826580
 05/17/96 01020 027
 ***+35.00 ***+35.00

96 MAY 22 PM 12:25
 SECRETARY OF STATE
 TALLAHASSEE FLORIDA

FILED

FEE.....	\$
DISBURSED.....	\$ 9.49
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Handwritten signature and initials

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	_____	_____	_____
TIME	<u>5/17</u>	_____	CK No. _____
BY	<u>[Signature]</u>	_____	_____

WALK-IN Will Pick Up 5/17 12:00

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.
THANK YOU
 from
 Your Capital Connection



RECEIVED

96 MAY 22 AM 11:00

FLORIDA DEPARTMENT OF STATE
Sandwich Corporation
Secretary of State

May 17, 1996

CAPITAL CONNECTION

TALLAHASSEE, FL

SUBJECT: 3054-56 CENTER STREET CONDOMINIUM ASSOCIATION, INC.
Ref. Number: N96000002138

We have received your document for 3054-56 CENTER STREET CONDOMINIUM ASSOCIATION, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The current name of the entity is as referenced above. Please correct your document accordingly.

The document you submitted has been prepared pursuant to profit statutes (chapter 607, Florida Statutes). As the entity was originally filed as a nonprofit corporation, this document should be filed pursuant to chapter 617, Florida Statutes. Enclosed is the correct form.

Nonprofit corporations do not have shareholders. Please remove any reference to shareholders from the document.

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

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) 487-6957.

Joy Moon-French
Corporate Specialist

Letter Number: 996A00024548

Corrected

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

**CERTIFICATE OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
3054-56 CENTER STREET CONDOMINIUM
ASSOCIATION, INC.**

FILED
55 MAY 22 PM 12:22
SECRETARY OF STATE
TALLAHASSEE FLORIDA

I, the undersigned, being President and Secretary of 3054-56 CENTER STREET CONDOMINIUM ASSOCIATION, INC. which was filed on April 19, 1996 under Document Number N96000002138, do hereby amend the Articles of Incorporation of said Corporation by changing the name of the Corporation as set forth in Article I of the Articles of Incorporation, to read as follows:

The name of this corporation shall be 3056-58 CENTER STREET CONDOMINIUM ASSOCIATION, INC. For convenience, the corporation shall hereinafter be referred to as the "ASSOCIATION".

The Amendment was approved by the Board of Directors of the Association and adopted the 16th day of May, 1996. There are no members entitled to vote.

BY: *Renzo Renzi*
RENZO RENZI
President and Secretary

STATE OF FLORIDA)
) ss.
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 16th day of May, 1996 by RENZO RENZI as President and Secretary of 3056-58 CENTER STREET CONDOMINIUM ASSOCIATION, who is personally known to me or who has produced _____ as identification.

Lou D. Bradford
Signature
LOU D. BRADFORD
Print Name

NOTARY PUBLIC, State of Florida
at Large
My Commission Expires:

3054amd.txt

