



J. Tom Adams, Secretary of State of the State of Florida
 do hereby certify that the record foregoing is true and correct copy of

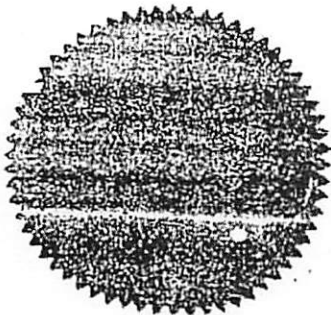
CERTIFICATE OF INCORPORATION

OF

MAYBURY MANIONS ASSOCIATION, INC.,
 (a condominium association)

a corporation not for profit organized and existing under
 the Laws of the State of Florida, filed on the 16th day
of March, A. D., 1965 as shown by the records of
 this office.

Gives under my hand and the Great Seal of the State of Florida at Tallahassee, the Capital, this the 17th day of March, A. D. 1965.



J. Tom Adams
 Secretary of State

ARTICLES OF INCORPORATION

OF

MAYBURY MANSIONS ASSOCIATION, INC.

(A Corporation Not for Profit)

In order to form a corporation under and in accordance with the provisions of the laws of the State of Florida for the formation of Corporations Not for Profit, we, the undersigned, hereby associate ourselves into a corporation for the purpose and with the powers hereinafter mentioned; and to that end we do, by these Articles of Incorporation, set forth:

I

The name of the proposed corporation shall be:

MAYBURY MANSIONS ASSOCIATION, INC.
(a condominium association)

II

The purposes and objects of the corporation shall be to administer the operation and management of MAYBURY MANSIONS CONDOMINIUM, an apartment project and condominium regime to be established in accordance with the laws of the State of Florida upon the following described property situate, lying and being in Broward County, Florida, to-wit:

The Southerly 50.0 feet of Lot 6 and the Southerly 43.0 feet of Lot 15, and all of Lots 16, 17, 18, 19, 20 and 21, Block 1, CORAL RIDGE COMMERCIAL BOULEVARD ADDITION NO. 1, according to the plat thereof recorded in Plat Book 52, Page 17, of the Public Records of Broward County, Florida, and that portion of the Northeast one-quarter (NE $\frac{1}{4}$) of Section 13, Township 49 South, Range 42 East, Broward County, Florida, described as follows:

Beginning at the point of intersection formed by the Easterly boundary of said Coral Ridge Commercial Boulevard Addition No. 1 and the North boundary of Coral

Ridge Commercial Boulevard Addition, according to the plat thereof recorded in Plat Book 43, Page 13, of the Public Records of Broward County; thence Northeasterly along the said Easterly boundary and along a curve to the right, having a radius of 130.16 feet and a central angle of 24°-35'-55" an arc distance of 55.88 feet; thence continue Northeasterly along the said Easterly boundary a distance of 656.60 feet; thence Southeasterly making an included angle of 86° a distance of 417.00 feet to a point on the West boundary of Golf Estates, according to the plat thereof recorded in Plat Book 43, Page 26, of the Public Records of Broward County; thence Southerly along the said West boundary a distance of 487.36 feet to a point on the said North boundary of Coral Ridge Commercial Boulevard Addition; thence Westerly along the said North boundary a distance of 642.94 feet to the Point of Beginning.

and to undertake the performance of the acts and duties incident to the administration of the operation and management of said MAYBURY MANSIONS CONDOMINIUM in accordance with the terms, provisions, conditions and authorizations contained in these Articles of Incorporation and which may be contained in the formal Declaration of Condominium which will be recorded in the Public Records of Broward County, Florida, at the time said property, and the improvements now or hereafter situate thereon, are submitted to a plan of Condominium ownership; and to own, operate, lease, sell, trade and otherwise deal with such property, whether real or personal, as may be necessary or convenient in the administration of said MAYBURY MANSIONS CONDOMINIUM. The Corporation shall be conducted as a non-profit organization for the benefit of its members.

III

The Corporation shall have the following powers:

1. The Corporation shall have all of the powers and privileges granted to Corporations Not for Profit under the law pursuant to which this Corporation is chartered.
2. The Corporation shall have all of the powers reasonably necessary to implement and effectuate the purposes of the Corpora-

tion, including but not limited to the following: **FILE 3034 PAGE 175**

(a) To make and establish reasonable rules and regulations governing the use of PRIVATE DWELLINGS and COMMON PROPERTY in MAYBURY MANSIONS CONDOMINIUM as said terms may be defined in said Declaration of Condominium to be recorded.

(b) To levy and collect assessments against members of the Corporation to defray the common expenses of the Condominium as may be provided in said Declaration of Condominium and in the By-Laws of this Corporation which may be hereafter adopted, including the right to levy and collect assessments for the purposes of acquiring, operating, leasing, managing and otherwise trading and dealing with such property, whether real or personal, including PRIVATE DWELLINGS in MAYBURY MANSIONS CONDOMINIUM, which may be necessary or convenient in the operation and management of MAYBURY MANSIONS CONDOMINIUM and in accomplishing the purposes set forth in said Declaration of Condominium.

(c) To maintain, repair, replace, operate and manage MAYBURY MANSIONS CONDOMINIUM and the property comprising same, including the right to reconstruct improvements after casualty and to make further improvement of the Condominium property.

(d) To contract for the management of MAYBURY MANSIONS CONDOMINIUM and to delegate to such contractor all of the powers and duties of the Association except those which may be required by the Declaration of Condominium to have approval of the Board of Directors

or Membership of the Corporation.

(e) To enforce the provisions of said Declaration of Condominium, these Articles of Incorporation, the By-Laws of the Corporation which may be hereafter adopted, and the rules and regulations governing the use of said MAYBURY MANSIONS CONDOMINIUM as same may be hereafter established.

(f) To exercise, undertake and accomplish all of the rights, duties and obligations which may be granted to or imposed upon the Corporation pursuant to the Declaration of Condominium aforementioned.

IV

The qualification of the members, the manner of their admission to membership and termination of such membership, and voting by members shall be as follows:

1. The owners of all PRIVATE DWELLINGS in MAYBURY MANSIONS CONDOMINIUM shall be members of the Corporation, and no other persons or entities shall be entitled to membership, except as provided in item (5) of Article IV.

2. Membership shall be established by the acquisition of fee title to a PRIVATE DWELLING in MAYBURY MANSIONS CONDOMINIUM, or by acquisition of a fee ownership interest therein, whether by conveyance, devise, judicial decree or otherwise, and the membership of any party shall be automatically terminated upon his being divested of all title to or his entire fee ownership interest in any PRIVATE DWELLING, except that nothing herein contained shall be construed as terminating the membership of any party who may own two or more PRIVATE DWELLINGS, or who may own

a fee ownership interest in two or more PRIVATE DWELLINGS, so long as such party shall retain title to or a fee ownership interest in any PRIVATE DWELLING.

3. The interest of a member in the funds and assets of the Corporation cannot be assigned, hypothecated or transferred in any manner, except as an appurtenance to his PRIVATE DWELLING. The funds and assets of the Corporation shall belong solely to the Corporation subject to the limitation that the same be expended, held or used for the benefit of the Membership and for the purposes authorized herein, in the Declaration of Condominium and in the By-Laws which may be hereafter adopted.

4. On all matters on which the Membership shall be entitled to vote, there shall be only one vote for each PRIVATE DWELLING in MAYBURY MANSIONS CONDOMINIUM, which vote may be exercised or cast by the owner or owners of each PRIVATE DWELLING in such manner as may be provided in the By-Laws hereafter adopted by the Corporation. Should any member own more than one PRIVATE DWELLING, such member shall be entitled to exercise or cast as many votes as he owns PRIVATE DWELLINGS, in the manner provided by said By-Laws.

5. Until such time as the property described in Article II hereof, and the improvements which may be hereafter constructed thereon, are submitted to a Plan of Condominium Ownership by the recordation of said Declaration of Condominium, the Membership of the Corporation shall be comprised of the Subscribers to these Articles, each of which Subscribers shall be entitled to cast one vote on all matters on which the Membership shall be entitled to vote.

V

The Corporation shall have perpetual existence.

VI

3004 or 178

The principal office of the Corporation shall be located at 2787 E. Oakland Park Boulevard, Fort Lauderdale, Florida, but the Corporation may maintain offices and transact business in such other places within or without the State of Florida as may from time to time be designated by the Board of Directors.

VII

The affairs of the Corporation shall be managed by the President of the Corporation assisted by the Vice Presidents, Secretary and Treasurer and, if any, the Assistant Secretaries and Assistant Treasurers, subject to the directions of the Board of Directors. The Board of Directors, or the President, with the approval of the Board of Directors, may employ a Managing Agent and/or such other managerial and supervisory personnel or entities to administer or assist in the administration of the operation and management of MAYBURY MANHOLE CONDOMINIUM, and the affairs of the Corporation, and any such person or entity may be so employed without regard to whether such person or entity is a member of the Corporation or a Director or Officer of the Corporation, as the case may be.

VIII

The number of members of the first Board of Directors of the Corporation shall be nine. The number of members of succeeding Boards of Directors shall be as provided from time to time by the By-Laws of the Corporation. The members of the Board of Directors shall be elected by the members of the Corporation at the Annual Meeting of the membership as provided by the By-Laws of the Corporation, and at least a majority of the Board of Directors shall be members of the Corporation or shall be authorized.

HING
COMING
FARMER
NO. 1
FIVE

representatives, officers or employees of a corporate member of the Corporation. Notwithstanding the foregoing, so long as Coral Ridge Properties, Inc., a Florida corporation, is the owner of fifteen or more PRIVATE DWELLINGS in MARBURY RESIDUAL CONDOMINIUM, said Coral Ridge Properties, Inc. shall have the right to designate and select a majority of the persons who shall serve as members of each Board of Directors of the Corporation; and so long as the said Coral Ridge Properties, Inc. is the owner of at least one, but not more than fourteen PRIVATE DWELLINGS, the said Coral Ridge Properties, Inc. shall have the right to designate and select one of the persons who shall serve as a member of each Board of Directors of the Corporation. The said Coral Ridge Properties, Inc. may designate and select the person or persons to serve as a member or members of each said Board of Directors in the manner provided in the By-Laws of the Corporation.

IX

The Board of Directors shall elect a President, Secretary and Treasurer, and as many Vice Presidents, Assistant Secretaries and Assistant Treasurers as the Board of Directors shall determine. The President shall be elected from among the membership of the Board of Directors, but no other officer need be a Director. The same person may hold two offices, the duties of which are not incompatible; provided, however, that the office of President and Vice President shall not be held by the same person, nor shall the office of President and Secretary or Assistant Secretary be held by the same person.

X

The names and Post Office addresses of the first Board of Directors who, subject to the provisions of these Articles of

Incorporation, the By-Laws, and the laws of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors are elected and have qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
JAMES E. SEFT	2787 E. Oakland Park Boulevard Fort Lauderdale, Florida
JAMES E. BUNT, JR.	2787 E. Oakland Park Boulevard Fort Lauderdale, Florida
JACK P. HURT	2787 E. Oakland Park Boulevard Fort Lauderdale, Florida
STEPHEN A. CALDER	2787 E. Oakland Park Boulevard Fort Lauderdale, Florida
J. P. TARAVELLA	2787 E. Oakland Park Boulevard Fort Lauderdale, Florida
ROBERT L. HOFFMAN	2787 E. Oakland Park Boulevard Fort Lauderdale, Florida
JAMES W. JACKSON	2787 E. Oakland Park Boulevard Fort Lauderdale, Florida
DONALD S. ROSENBERG	1002 Ainsley Building Miami, Florida
JOSEPH B. REISMAN	1002 Ainsley Building Miami, Florida

XI

The Subscribers to these Articles of Incorporation are the nine (9) persons herein named to act and serve as members of the first Board of Directors of the Corporation, the names of which Subscribers and their respective Post Office addresses are more particularly set forth in Article X above.

XII

The Officers of the Corporation who shall serve until the first election under these Articles of Incorporation shall be the following:

PRESIDENT	J. P. TARAVELLA 2787 E. Oakland Park Boulevard Fort Lauderdale, Florida
VICE PRESIDENT	ROBERT E. HOFMANN 2787 E. Oakland Park Boulevard Fort Lauderdale, Florida
SECRETARY	DONALD S. ROSENBERG 1002 Ainsley Building Miami, Florida
TREASURER	JAMES W. JACKSON 2787 E. Oakland Park Boulevard Fort Lauderdale, Florida

XIII

The original By-Laws of the Corporation shall be adopted by a majority vote of the members of the Corporation present at a meeting of members at which a majority of the membership is present, and thereafter, such By-Laws may be altered or rescinded only in such manner as said By-Laws may provide.

XIV

Every Director and every officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding to which he may be a party, or in which he may become involved, by reason of his being or having been a Director or officer of the Corporation, 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 wilful misfeasance or malfeasance in the performance of his duties; provided that, in the event of any claim for reimbursement or indemnification hereunder based upon a settlement by the Director or officer seeking such reimbursement or indemnification, the indemnification herein shall only apply if the Board of Directors approves such settlement and

reimbursement as being in the best interests of the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or officer may be entitled.

XV

An Amendment or Amendments to these Articles of Incorporation may be proposed by the Board of Directors of the Corporation acting upon a vote of the majority of the Directors, or by the members of the Corporation owning a majority of the PRIVATE DWELLINGS in MAYBURY MANSIONS CONDOMINIUM, whether meeting as members or by instrument in writing signed by them. Upon any Amendment or Amendments to these Articles of Incorporation being proposed by said Board of Directors or members, such proposed Amendment or Amendments shall be transmitted to the President of the Corporation or other Officer of the Corporation in the absence of the President, who shall thereupon call a Special Meeting of the members of the Corporation for a date not sooner than twenty (20) days nor later than sixty (60) days from the receipt by him of the proposed Amendment or Amendments, and it shall be the duty of the Secretary to give to each member written or printed notice of such meeting, stating the time and place of the meeting and reciting the proposed Amendment or Amendments in reasonably detailed form, which notice shall be mailed or presented personally to each member not less than ten (10) nor more than thirty (30) days before the date set for such meeting. If mailed, such notice shall be deemed to be properly given when deposited in the United States Mail, addressed to the member at his Post Office address as it appears on the records of the Corporation, the postage thereon prepaid. Any member may, by written waiver of notice signed by such member, waive such notice.

and such waiver when filed in the records of the Corporation, whether before or after the holding of the meeting, shall be deemed equivalent to the giving of such notice to such member. At such meeting, the Amendment or Amendments proposed must be approved by an affirmative vote of the members owning not less than 208 PRIVATE DWELLINGS in MAYBURY MANIONS CONDOMINIUM in order for such Amendment or Amendments to become effective. Thereupon, such Amendment or Amendments of these Articles of Incorporation shall be transcribed and certified in such form as may be necessary to register the same in the Office of the Secretary of State of the State of Florida, and upon the registration of such Amendment or Amendments with said Secretary of State, a certified copy thereof shall be recorded in the Public Records of Broward County, Florida, within ten (10) days from the date on which the same are so registered. At any meeting held to consider such Amendment or Amendments of these Articles of Incorporation, the written vote of any member of the Corporation shall be recognized, if such member is not in attendance at such meeting or represented thereat by proxy, provided such written vote is delivered to the Secretary of the Corporation at or prior to such meeting.

Notwithstanding the foregoing provisions of this Article XV, no amendment to these Articles of Incorporation which shall abridge, amend or alter the right of Coral Ridge Properties, Inc. to designate and select members of each Board of Directors of the Corporation, as provided in Article VIII hereof, may be adopted or become effective without the prior written consent of Coral Ridge Properties, Inc.

IN WITNESS WHEREOF, the Subscribers have hereunto set their hands and seals this 10th day of March, 1965, at Fort Lauderdale, Florida.

<u>[Signature]</u> (SEAL) JAMES S. HUNT	<u>[Signature]</u> (SEAL) J. P. TARAVELLA
<u>[Signature]</u> (SEAL) JAMES S. HUNT, JR.	<u>[Signature]</u> (SEAL) ROBERT L. HOPMANN
<u>[Signature]</u> (SEAL) JAMES P. HUNT	<u>[Signature]</u> (SEAL) JAMES W. JACKSON
<u>[Signature]</u> (SEAL) STEPHEN A. CALDER	<u>[Signature]</u> (SEAL) DONALD S. ROSENBERG
	<u>[Signature]</u> (SEAL) JOSEPH B. REISMAN

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared
JAMES S. HUNT, JAMES S. HUNT, JR., JACK P. HUNT, STEPHEN A. CALDER,
J. P. TARAVELLA, ROBERT L. HOPMANN, JAMES W. JACKSON, DONALD S.
ROSENBERG and JOSEPH B. REISMAN, who, being by me first duly sworn,
acknowledged that they executed the foregoing Articles of Incorporation for the purposes therein expressed, this 10th day of March
1965.

[Signature]
Notary Public, State of Florida at Large
My Commission Expires