

STATE OF FLORIDA

DEPARTMENT OF STATE • DIVISION OF CORPORATIONS

I certify that the following is a true and correct copy of

CERTIFICATE OF INCORPORATION

OF

GREENTREE VILLAS CONDOMINIUM ASSOCIATION, INC.

filed in this office on the 19th day of July

1977.

Charter Number: 739693



GIVEN under my hand and the Great
Seal of the State of Florida, at
Tallahassee, the Capital, this the

19th day of July

1977.

SECRETARY OF STATE

CORP. 101 (Corp. 94)
7-13-76

PALM BEACH REC 2812 PAGE 1044

EXHIBIT "D"
-39-

ARTICLES OF INCORPORATION
OF
GREENTREE VILLAS CONDOMINIUM ASSOCIATION, INC.

1. NAME

The name of the Corporation is GREENTREE VILLAS CONDOMINIUM ASSOCIATION, INC.

2. PURPOSE

The Corporation is organized as a Corporation not for profit under the provisions of Chapter 617 of the Florida Statutes and is a Condominium Association as referred to and authorized by Section 718.111 of the Florida Statutes. The purpose for which the Corporation is organized is to provide an entity responsible for the operation of a Condominium in Palm Beach County, Florida, known as GREENTREE VILLAS. Said Condominium is herein called "Condominium" and the Declaration of Condominium whereby the same has or will be created is herein called "Declaration". A description of the lands of the Condominium is set forth in the Declaration.

3. QUALIFICATION OF MEMBERS AND MANNER OF THEIR ADMISSION.

The members of this Corporation shall constitute all of the record owners of Condominium Parcels of the Condominium. Change of membership in this Corporation shall be established by recording in the Public Records of Palm Beach County, Florida, a deed or other instrument establishing record title to a Condominium Parcel and the delivery to the Corporation of a certified copy of such instrument, the owner designated by such instrument thereby becoming a member of the Corporation. The membership of the prior owner of such Condominium Parcel shall be thereby terminated. Where any one unit or parcel of Condominium property is owned by more

than one person, firm, individual or corporation or other legal entity, the composite title holder shall be and constitute one member of membership. Any person, firm, individual, Corporation or legal entity owning more than one Unit or parcel shall be as many members as the number of Units owned.

4. TERM

The existence of the Corporation shall be perpetual unless the Condominium is terminated pursuant to the provisions of its Declaration and in the event of such termination, the Corporation shall be dissolved in accordance with law.

5. NAMES AND RESIDENCES OF SUBSCRIBERS

The names of the Subscribers to these Articles of Incorporation are:

GORDON W. LANTZ	5554 North Federal Highway Ft. Lauderdale, Florida 33308
JOSEPH KOLB	5554 North Federal Highway Ft. Lauderdale, Florida 33308
FRANK MEIER	5554 North Federal Highway Ft. Lauderdale, Florida 33308
ERMA HOLDEN	5554 North Federal Highway Ft. Lauderdale, Florida 33308
LEONORA KEYES	5554 North Federal Highway Ft. Lauderdale, Florida 33308

6. DIRECTORS AND OFFICERS

The affairs of the Association shall be managed by its Board of Directors. The officers of the Corporation shall be a President, Vice-President, Treasurer and Secretary, which officers shall be elected annually by the Board of Directors. The Directors and Officers may lawfully and

properly exercise the powers set forth in Paragraph (11) hereof, notwithstanding the fact that some or all of them who may be directly or indirectly involved in the exercise of such powers and in the negotiation and/or consummation of the Agreements executed pursuant to such powers are some or all of the persons with whom the Corporation enters into such Agreement or who are employed by or own some or all of the proprietary interests in the entity or entities with whom the Corporation enters into such Agreements. Disclosure of such Agreements by setting forth the same in the Declaration, as initially declared or subsequently redeclared or amended, shall stand as an absolute confirmation of such Agreements and the valid exercise by the Directors and Officers of this Corporation of the powers pertinent thereto.

7. NAMES OF OFFICERS

The names of the officers who are to serve until the first election or appointment are as follows:

GORDON W. LATZ	PRESIDENT
JOSEPH KOLB	1st VICE-PRESIDENT
FRANK MEIER	2nd VICE-PRESIDENT
ERMA HOLDEN	SECRETARY
LEONORA KEYES	TREASURER

8. BOARD OF DIRECTORS

The Board of Directors shall consist of not less than five (5), nor more than seven (7) persons initially; the names and addresses of the persons who are to serve as such until the first election thereof are as follows:

GORDON W. LATZ	5554 North Federal Highway Ft. Lauderdale, Florida 33308
JOSEPH KOLB	5554 North Federal Highway Ft. Lauderdale, Florida 33308
FRANK MEIER	5554 North Federal Highway Ft. Lauderdale, Florida 33308
ERMA HOLDEN	5554 North Federal Highway Ft. Lauderdale, Florida 33308
LEONORA KEYES	5554 North Federal Highway Ft. Lauderdale, Florida 33308

9. BY-LAWS

The original By-Laws are to be made by the Board of Directors and/or declared under such Declaration. The same may thereafter be amended only with the approval of sixty (60%) percent of all the directors and not less than seventy-five percent (75%) of the members of the Association.

10. AMENDMENT OF ARTICLES

These Articles of Incorporation may be amended only with the approval of sixty (60%) percent of all the Directors and not less than seventy-five percent (75%) of the members of the Association.

11. POWERS

The Corporation shall have all of the following powers:

1. Section 617.021. All of the powers set forth and described in Section 617.021 of the Florida Statutes not repugnant to any of the provisions of Chapter 713 of the Florida Statutes.

2. Chapter 713. All of the powers of an Association as set forth in Chapter 713 of the Florida Statutes.

3. Leaseholds. To acquire and enter into agreements whereby it acquires leaseholds, memberships or other possessory or use interests in lands or facilities including, but not limited to country clubs, golf courses, marinas, and other recreational facilities, whether or not contiguous to the lands of the Condominium intended to provide for the enjoyment, recreation, or other use of benefit of the Unit owners.

4. Management. To contract with a third party for the management of the Condominium and to delegate to the Contractor all powers and duties of this Corporation except such as are specifically required by the Declaration and/or the By-Laws to have the approval of the Board of Directors or the membership of the Corporation.

5. Acquisition of Condominium Parcels. To acquire by purchase, or otherwise, parcels of the Condominium, subject nevertheless to the provisions of the Declaration and/or By-Laws relative thereto.

6. Operations. To operate and manage the Condominium in accordance with the sense, meaning, direction, purpose and intent of the Declaration as the same may from time to time be amended and to otherwise perform, fulfill and exercise the powers, privileges, options, rights, duties, obligations and responsibilities entrusted to or delegated to it by the Declaration and/or By-Laws.

12. INDEMNIFICATION

Every Director and Officer 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 of 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 at the time said expenses are incurred. 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.

13. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 5554 North Federal Highway, Fort Lauderdale, Florida 33308, and the name of the initial registered agent of this Corporation is BRIAN C. DEUSCHLE.

WE, the undersigned, being each of the subscribers hereto, do hereby subscribe to these Articles of Incorporation and in witness whereof, we have herunto set our

hands and seals this *15th* day of *July*, 1977.

Gordon W. Latz
GORDON W. LATZ, PRESIDENT

Joseph Kolb
JOSEPH KOLB, 1st VICE-PRESIDENT

Frank Meier
FRANK MEIER, 2nd VICE-PRESIDENT

Erma Holden
ERMA HOLDEN, SECRETARY

Leonora Keyes
LEONORA KEYES, TREASURER

STATE OF FLORIDA)
) ss.
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared GORDON W. LATZ, JOSEPH KOLB, FRANK MEIER, ERMA HOLDEN, and LEONORA KEYES, and acknowledged before me that they executed the above and foregoing Articles for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Fort Lauderdale, Florida, said County and State, this *15th* day of *July*, 1977.

Rebecca J. Moxey
Notary Public



My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXPIRES JULY 21, 1978
BONDED THRU GENERAL INSURANCE UNDERWRITERS

PALM OFF
BEACH REC 2812 PAGE 1050

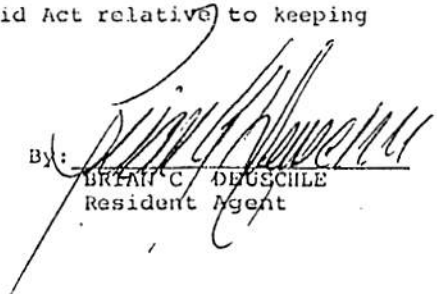
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First... That GREENTREE VILLAS CONDOMINIUM ASSOCIATION, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the City of Fort Lauderdale, County of Broward, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated Corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: 
BRIAN C. DEUSCHLE
Resident Agent