ANDORIC APTS., INC.
901 South Surf Road
Hollywood, Florida

CERTIFICATE OF INCORPORATION

ARTICLE I.

The name of the corporation is ANDORIC APTS., INC., 4225 Jefferson Street, Hollywood, Florida.

ARTICLE II.

The principal place of business of this corporation shall be located in Hollywood, Broward County, Florida.

ARTICLE III.

The purpose or purposes for which this corporation is organized are as follows:

A. To purchase, lease, or otherwise acquire, operate and manage a single housing project on a non-profit basis, and in the interest and for the housing of its members and other lawful occupants.

B. To lease the apartments in the housing project to its members under leases commonly known as Proprietary Leases.

C. In furtherance of the foregoing purposes, the corporation shall have the power to purchase, lease, or otherwise acquire, land, both improved and unimproved, and to construct, or cause to be constructed, and locate or purchase, an apartment building and facilities thereon; to manage such property, and to do any and all other things necessary or convenient for the fulfillment of the purposes of this corporation.

D. To enter into, make and perform contracts of every kind and description with any person, firm, association, corporation, municipality, county, state, body politic or government or colony or dependency thereof.

E. To borrow or raise moneys for any of the purposes of the corporation and from time to time, without limit as to amount, to draw, make, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable instruments and evidences of indebtedness, and to secure the payment of any thereof and of the interest thereon by mortgage upon or pledge, conveyance or assignment in trust of the whole or any part of the property of the corporation, whether at the time owned or thereafter acquired, and to sell, pledge or otherwise dispose of such bonds or other obligations of the corporation for its corporate purposes.

F. The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited to or restricted by reference to, or inference from the terms of any other clause of this or any other Articles of this Certificate of Incorporation, or of any amendment thereto, and shall each be regarded as independent, and construed as powers as well as objects and purposes.

G. The corporation shall be authorized to exercise and enjoy all of the powers, rights, and privileges granted to, or conferred upon, corporations of a similar character by the Laws of the State of Florida, now or hereafter in force, and to do any and all of the things hereinabove set forth to the same extent as natural persons might or could do.

ARTICLE IV.

This corporation shall be organized without capital stock. Membership in the corporation shall be allocated to owners of apartment Proprietary Leases issued by the corporation, and the transfer thereof shall be upon such terms and conditions as shall be provided in the By-Laws.

ARTICLE V.

The corporation is to have perpetual existence.

ARTICLE VI.

The name and residences of the subscribers are as follows:

Names	Residences
FRED J. WARD	1820 East Beach Boulevard, Hallandale, Florida
RUTH A. LaFAVRE	2843 Funston Street, Hollywood, Florida
LEONORA S. FERNANDES	3229 Cleveland Street, Hollywood, Florida

ARTICLE VII.

The names of the officers who shall manage the affairs of the corporation, and who are to serve until the first election to be held on March 15, 1967 (or until their successors are duly elected) are as follows:

Names	Office
FRED J. WARD	President
RUTH A. LaFAVRE	Vice President
LEONORA S. FERNANDES	Secretary-Treasurer

ARTICLE VIII.

The names and Post Office addresses of the first Board of Directors, who are to serve until the first annual meeting of this corporation (or until their successors are duly elected) are as follows:

Names	Addresses
FRED J. WARD	1820 East Beach Boulevard, Hallandale, Florida
RUTH A. LaFAVRE	2843 Funston Street, Hollywood, Florida
LEONORA S. FERNANDES	3229 Cleveland Street, Hollywood, Florida

ARTICLE IX.

The management of the affairs of the corporation shall be conducted by its Board of Directors in accordance with the requirements of its By-Laws. The Board of Directors shall have the power and authority to make, alter and amend the By-Laws of the corporation at any time prior to the holding of the first annual meeting, or when the corporation assumes title to the housing project by purchase or lease, whichever event shall first occur; thereafter the power and authority to make, alter and amend the By-Laws shall vest in the membership on such terms and with such delegated rights in the Directors as shall be expressly stated in the By-Laws.

In furtherance and not in limitation, of the powers conferred by statute, the Board of Directors is expressly authorized:

A. To set apart out of any of the funds of the corporation a reserve or reserves for any proper purpose, and to abolish any such reserve in the manner in which it was created.

B. When and as authorized by the affirmative vote of three-fourths of the entire membership given at a meeting of the members duly called for that purpose, or when authorized by the written consent of three-fourths of the entire membership, to sell, purchase, lease or exchange or mortgage all of the property and assets of the corporation, including its good will and its corporate franchises, upon such terms and conditions and for such consideration as its Board of Directors shall deem expedient and for the best interests of the corporation.

ARTICLE X.

The corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon members herein are granted subject to this reservation; it being provided, however, that said reserved right to amend, alter, change or repeal may be exercised only with the approval of three-fourths of the entire membership obtained by written consent or at a meeting called for such purpose.

ARTICLE XI.

The Board of Directors shall provide in the By-Laws of the corporation for a stated amount of capital to be allocated to each of the apartments located in the corporation's housing project, and the total of said stated amount shall constitute the capital of the corporation. The stated capital allocated to each apartment cannot be changed by amending the By-Laws or this Certificate of Incorporation, anything contained herein to the contrary notwithstanding.

ARTICLE XII.

The By-Laws of the corporation are to be made by the Board of Directors and shall only be altered, rescinded or amended with the approval of three-fourths of the entire membership obtained by written consent, or at a meeting called for such purpose.

ARTICLE XIII.

Special provisions for the regulation of this corporation, and in furtherance and not in limitation of the powers conferred by the statutes of the State of Florida, are as follows:

A. Any person made a party to any actions, suit or proceeding, by reason of the fact that he is or was a director, officer or employee of the corporation, or of any corporation which he served as such at the request of the corporation, shall be indemnified by the corporation against reasonable expenses, including attorneys' fees, actually and necessarily incurred by him in connection with the defense of such action, suit or proceeding, or in connection with any appeal therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such officer, director or employee is liable for negligence or misconduct in the performance of his duties.

B. If the corporation assumes title to the housing project by purchase or lease prior to the annual meeting, to-wit: March 15, 1967, then notwithstanding the provisions in Articles VII and VIII hereof, members of the corporation may hold a meeting for the purpose of electing new directors, and the directors when elected (which shall not be less than three nor more than seven) shall elect its officers from the directors. The officers and directors of the corporation shall then serve until the next annual meeting, or until their successors have been duly elected.

WE, the undersigned, being the original subscribers and incorporators of the foregoing corporation, do hereby certify that the foregoing constitutes the charter of ANDORIC APTS., INC., and we hereby declare and certify that the facts herein stated are true.

IN WITNESS WHEREOF, we have hereunto set our hands and seals, this 12th day of July, A.D., 1965.

/s/ Fred J. Ward (SEAL)
(Fred J. Ward)

/s/ Ruth A. LaFavre (SEAL)
(Ruth A. LaFavre)

/s/ Leonora S. Fernandes (SEAL)
(Leonora S. Fernandes)

STATE OF FLORIDA)
COUNTY OF BROWARD) SS

I HEREBY CERTIFY, that on this 12th day of July, A.D., 1965, personally appeared before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, FRED J. WARD, RUTH A. LaFAVRE and LEONORA S. FERNANDES, all to me known to be the persons described in, and who severally acknowledged to me that they executed the foregoing Certificate of Incorporation as their free and voluntary act and deed, and for the uses and purposes therein set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the day and year last above written.

/s/ Patsy A. Webber
Notary Public
State of Florida at Large
My Commission Expires Jan. 27, 1969