



*I certify that the attached is a true and correct copy of the Articles  
of Incorporation of*

**SABAL CHASE EXECUTIVE PARK CONDOMINIUM ASSOCIATION  
INC.**

*a corporation organized under the Laws of the State of Florida,  
filed on June 24, 1983*

*The charter number for this corporation is 769090*

**A NON-PROFIT CORPORATION**

*Given under my hand and the  
Great Seal of the State of Florida,  
at Tallahassee, the Capital, this the  
24th day of June 1983*



*George Firestone*  
**George Firestone**  
Secretary of State

HP-100 CHS 402

ARTICLES OF INCORPORATION

THE UNDERSIGNED subscribers by these Articles associate themselves for the purpose of forming a corporation not-for-profit pursuant to the laws of the State of Florida (Chapter 617, Florida Statutes, as the same exists on the date of execution hereof) (the "Act"), and hereby adopt the following Articles of Incorporations

ARTICLE I.

NAME

The name of the corporation shall be Sabal Chase Executive Park Condominium Association, Inc. For convenience, the corporation shall be referred to in this instrument as the "Corporation," these articles of incorporation as the "Articles," and the by-laws of the Corporation as the "By-Laws."

ARTICLE II.

PURPOSE

The purpose for which the Corporation is organized is the operation and management of the Condominium which is to be created upon lands located in Dade County, Florida described in Exhibit "A" attached hereto, and known as Sabal Chase Executive Park, a Condominium ( "Condominium").

The Corporation is to undertake the performance of and to carry out the acts and duties incident to the administration of the operation and management of the Condominium in accordance with the terms, provisions, conditions, and authorizations contained in the Articles, and which may be contained in the Declaration of Condominium of Sabal Chase Executive Park, a Condominium (the "Declaration") which will be recorded in the Public Records of Dade County, Florida, encompassing the real property described above and the improvements thereon that are submitted to condominium ownership and to own, maintain, manage, operate, lease, sell, trade and otherwise deal with such property, whether real or personal, as may be necessary and convenient in the administration of the Condominium.

ARTICLE III.

DEFINITIONS

The terms used in the Articles shall have the same definitions and meaning as those set forth in the Declaration and the By-Laws, unless herein provided to the contrary, or unless the context otherwise requires.

ARTICLE IV.

POWERS

The powers of the Corporation shall include the following:

- 4.1 General. The Corporation shall have all of the common-law and statutory powers of a corporation not for profit under the laws of Florida that are not in conflict with the provisions of the Articles or the Act.

11831 PG 212

4.2 Enumeration. The Corporation shall have all the powers and duties set forth in the Act except as limited by the Articles and the Declaration, and all of the powers and duties reasonably necessary to operate the Condominium pursuant to the Declaration, as it may be amended from time to time, including, but not limited to, the following:

- (a) to make and collect assessments and other charges against members as unit owners, and to use the proceeds thereof in the exercise of its powers and duties;
- (b) to buy, own, operate, lease, sell and trade personal property as may be necessary or convenient in the administration of the Condominium;
- (c) to maintain, repair, replace, reconstruct, add to, and operate the Condominium and other property acquired or leased by the Corporation for use by unit owners;
- (d) to purchase insurance upon the Condominium and insurance for the protection of the Corporation, its officers, directors, and members as unit owners, and such other parties as the Corporation may determine in the best interest of the Corporation;
- (e) to make and amend reasonable rules and regulations for the maintenance, conservation and use of the Condominium and for the health, comfort, safety and welfare of the unit owners;
- (f) to enforce by legal means the provisions of the Act, the Declaration, the Articles, the By-laws, and the rules and regulations of the Condominium;
- (g) to contract for the management of the Condominium, and to delegate to the party with whom such contract has been entered into all of the powers and duties of the Corporation, except (1) those which require specific approval of the Board of Directors (the "Board") or the membership of the Corporation; (2) those which are incapable of being delegated as same may be contrary to the Declaration or the By-laws; (3) those which are contrary to the Statutes of the State of Florida; (4) those wherein the right or duty so delegated constitutes a power or duty which by its very nature is a decision or fiduciary responsibility to be made by the Board and is, therefore, not susceptible to delegation; and
- (h) to employ personnel to perform the services required for proper operation of the Condominium.

4.3 Assets of the Corporation. All funds and the titles of all properties acquired by the Corporation and their proceeds shall be held for the benefit and use of the members in accordance with the provisions of the Declaration, the Articles, and the By-Laws.

4.4 Limitation. The powers of the Corporation shall be subject to and shall be exercised in accordance with the provisions of the Declaration and the By-Laws.

## ARTICLE V.

### MEMBERS

5.1 Membership. The members of the Corporation shall consist of all of the record owners of units in the Condominium which have been designated by Developer to

be governed by the Articles. In the event of the termination of the Condominium, the members of the Corporation shall consist of those who own units not so terminated and who are members at the time of termination, and their successors and assigns. Membership shall be established by the acquisition of ownership of fee title to, or fee interest in, a condominium parcel in the Condominium, whether by conveyance, devise, judicial decree, or otherwise, subject to the provisions of the Declaration, and by the recordation in the Public Records of Dade County, Florida, of the deed or other instrument establishing the acquisition and designating the parcel affected thereby, and by the delivery of the Corporation of a true copy of such deed or other instrument. The new owner designated in such deed or other instrument shall thereupon become a member of the Corporation, and the membership of the prior owner as to the parcel designated shall be terminated.

5.2 Assignment. The share of a member in the funds and assets of the Corporation, in its common elements and its common surplus, and membership in this Corporation, cannot be assigned, hypothecated or transferred in any manner except as an appurtenance to the unit for which that share is held.

5.3 Voting. On all matters upon which the membership shall be entitled to vote other than the election of Directors, there shall be only one (1) vote for each unit, which vote shall be exercised or cast in the manner provided by the Declaration and By-laws. Any person or entity owning more than one (1) unit shall be entitled to one (1) vote for each unit owned. There shall be cumulative voting allowed in the election of Directors.

5.4 Meetings. The By-laws shall provide for an annual meeting of members, and may make provision for regular and special meetings of members other than the annual meeting.

#### ARTICLE VI.

##### TERM OF EXISTENCE

The Corporation shall have perpetual existence.

#### ARTICLE VII.

##### SUBSCRIBERS

The names and addresses of the subscribers to these Articles are as follows:

| <u>NAME</u>      | <u>ADDRESS</u>                                                                      |
|------------------|-------------------------------------------------------------------------------------|
| ROLANDO GARCIA   | 11420 S.W. 109th Road<br>Miami, Florida 33176                                       |
| JORGE CONTRERAS  | 11420 S.W. 109th Road<br>Miami, Florida 33176                                       |
| MARWIN S. CASSEL | Suite 1011, New World Tower<br>100 North Biscayne Boulevard<br>Miami, Florida 33132 |

#### ARTICLE VIII.

##### OFFICERS

The affairs of the Corporation shall be administered by the officers designated in the By-Laws. The officers shall be elected by the Board at its first meeting following the annual meeting of the members of the Corporation, and shall serve at the pleasure of

OFF REC 11831 PG 214

the Board. The By-laws may provide for the removal of officers from office, for filling vacancies, and for the duties of the officers. The names and addresses of the officers who shall serve until their successors are designated by the Board are as follows:

| <u>NAME</u>      | <u>ADDRESS</u>                                                                      | <u>OFFICE</u>                   |
|------------------|-------------------------------------------------------------------------------------|---------------------------------|
| ROLANDO GARCIA   | 11420 S.W. 109th Road<br>Miami, Florida 33176                                       | President                       |
| JORGE CONTRERAS  | 11420 S.W. 109th Road<br>Miami, Florida 33176                                       | Vice President<br>and Treasurer |
| MARWIN S. CASSEL | Suite 1011, New World Tower<br>100 North Biscayne Boulevard<br>Miami, Florida 33132 | Secretary                       |

ARTICLE DL  
DIRECTORS

9.1 Number and Qualification. The property, business and affairs of the Corporation shall be managed by a Board consisting of the number of directors determined by the By-Laws, but which shall consist of not less than four (4) directors. Except for directors appointed by the Developer, all directors must be members of the Corporation.

9.2 Duties and Powers. All of the duties and powers of the Corporation existing under the Act, the Declaration, the Articles and the By-Laws shall be exercised exclusively by the Board, its agents, contractors or employees, subject only to approval by unit owners when such approval is specifically required.

9.3 Election and Removal. Directors of the Corporation shall be elected at the annual meeting of the members in the manner determined by the By-Laws. Directors may be removed and vacancies on the Board shall be filled in the manner provided by the By-Laws. There shall be cumulative voting for the election of Directors.

9.4 Term of Developer's Directors. The Developer of the Condominium shall appoint the members of the first Board who shall hold office for the periods described in the By-Laws.

9.5 First Directors. The names and addresses of the members of the first Board, who shall hold office until their successors are elected and have qualified, are as follows:

| <u>NAME</u>      | <u>ADDRESS</u>                                                                      |
|------------------|-------------------------------------------------------------------------------------|
| ROLANDO GARCIA   | 11420 S.W. 109th Road<br>Miami, Florida 33176                                       |
| JORGE CONTRERAS  | 11420 S.W. 109th Road<br>Miami, Florida 33176                                       |
| MARWIN S. CASSEL | Suite 1011, New World Tower<br>100 North Biscayne Boulevard<br>Miami, Florida 33132 |
| JAMES S. CASSEL  | Suite 1011, New World Tower<br>100 North Biscayne Boulevard<br>Miami, Florida 33132 |