FILED
Nov 19 8 49 AM '81
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

GOLDEN LAKES MASTER CORPORATION, INC.
(A corporation not for profit)

ARTICLE I

NAME

The name of this corporation shall be GOLDEN LAKES MASTER CORPORATION, INC. (the "Corporation").

ARTICLE II

The general nature, objects and purposes of the Corporation are:

(a) To promote the health, safety and social and economic welfare of the owners of the property described on Exhibit "A" which is attached hereto and made a part hereof (sometimes referred to as "Subject Property" or "Golden Lakes Village").

(b) To maintain, and repair landscaping in the general and/or common areas; parks; sidewalks; access paths; streets; roads; rights of way; and other common areas, structures, and improvements in, on and about subject property for which the obligation to maintain and repair has been delegated to and accepted by Corporation.

(c) To control, excavate, repair and maintain the waterways, lakes, canals, ponds and drainage structures and facilities in Golden Lakes Village.

(d) To the extent that the Corporation may accept responsibility therefor, to provide for private security, fire protection and other services, including the purchase and/or lease of all equipment and capital improvements required or useful in connection therewith.

(e) To provide, purchase, acquire, construct, reconstruct, replace, improve, maintain and repair such buildings, structures, landscaping, paving, equipment and all other property and facilities herein referred to, both real and

personal, related to the health, safety and social and economic welfare of the members of the Corporation, as the Board of Directors in its discretion determines necessary, appropriate or convenient.

(f) To operate without profit for the sole and exclusive benefit of its members. This Corporation shall have no shares of stock, shall pay no dividends, and shall distribute no part of its income to its members, officers or directors. The interest of a member of this Corporation in the funds and assets of this Corporation may not be assigned, hypothecated nor transferred in any manner. The funds and assets of the Corporation shall be held or used for the benefit of the membership and for the purposes authorized herein and in the By-Laws which may hereafter be adopted.

ARTICLE III

GENERAL POWERS

The general powers that the Corporation shall have are as follows:

(a) To hold funds solely and exclusively for the benefit of the members for the purposes set forth in these Articles of Incorporation.

(b) To promulgate and enforce rules, regulations, by-laws, covenants, restrictions and agreements to effectuate the purposes for which the Corporation is organized.

(c) To delegate power or powers where such is deemed in the interest of the Corporation.

(d) To purchase, lease, hold, sell, mortgage or otherwise acquire or dispose of, real or personal property; to enter into, make, perform or carry out contracts of every kind with any person, firm, corporation or association; to do any and all acts necessary or expedient for carrying on any and all of the activities and pursuing any and all of the objects and purposes set forth in the Articles of Incorporation and not forbidden by the laws of the State of Florida.

(e) To fix assessments to be levied against its members to defray expenses and costs of effectuating the objects and purposes of the Corporation and to create reasonable reserves for such expenditures, and to authorize its Board of Directors to enter into agreements with condominium associations or other property owners' groups for the collection of such assessments.

(f) To charge recipients for services rendered by the Corporation and the user for use of Corporation property where such is deemed appropriate by the Board of Directors of the Corporation.

(g) To pay taxes and other charges, if any, on or against property owned or accepted by the Corporation.

(h) To exercise, undertake and accomplish all of the rights, duties and obligations which may be granted or reserved to the corporation pursuant to its Charter or By-Laws or any rules or any regulations which may hereafter be established.

(i) In general, to have all powers conferred upon a corporation by the laws of the State of Florida, except as prohibited herein.

(j) Nothwithstanding the aforesaid, the Corporation recognizes that the Developer of Golden Lakes Village is continuing the development of Phase "B" thereof and contemplated development of Phase "C". In the excercise of its powers, rights, duties and obligations the Corporation shall respect the rights of the Developer to complete said Phases "B" and "C" without hinderance or delay occasioned by Corporate acts which affect the Developer only, or which prohibit the Developer from completing its work in the manner in which it has customarily acted in Golden Lakes Village in the ordinary course of its business.

ARTICLE IV

MEMBERS

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:

The membership of this Corporation shall constitute the Corporations known as GOLDEN LAKES VILLAGE ASSOCIATION INC., a Florida non-profit corporation, GOLDEN LAKES HOMEOWNERS ASSOCIATION, INC., a Florida non-profit corporation, and, when formed, a non-profit condominium association which will operate and maintain condominiums in Section "C" at Golden Lakes Village, West Palm Beach, Florida.

ARTICLE V

ASSESSMENTS

In furtherance of the grant to levy and collect assessments, and the other purposes of this Corporation, the Corporation shall have the right:

(a) To determine the time, manner and amount of such assessment, except that the amount of such assessments shall be uniform for each unit owner assessed.

(b) To maintain a general operating reserve as determined by the Board of Directors.

ARTICLE VI

SUBSCRIBERS TO ARTICLES OF INCORPORATION

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

NAME	ADDRESS
HYMAN SLUTSKY	132 Lake Dora Dr. West Palm Bch., Fla. 33411
DORA PORTS	439 Lake Dora Dr. West Palm Bch., Fla. 33411
ABE RUDOLPH	200 Lake Frances Dr. West Palm Bch., Fla. 33411
LOUIS COHEN	325 Golden River Dr. W.P.B. Fla. 33411
HELEN COOPERSMITH	127 Lake Gloria Dr. West Palm Bch., Fla. 33411
JOSEPH TOUB	110 Lake Meryl Dr. West Palm Bch., Fla. 33411

ARTICLE VII

OFFICERS AND RESIDENT AGENT

(a) The officers of the Corporation shall be a President, a Vice President, a Secretary and a Treasurer, and such other officers as the Board may from time to time by resolution create. Any two or more offices may be held by the same person, except the offices of President and Secretary. Officers shall be elected for one (1) year terms in accordance with the procedure set forth in the By-Laws.

(b) The names of the officers who are to manage the affairs of the Corporation until the first annual meeting of the Board of Directors and until their successors are duly elected and qualified are:

(c) The street address of the initial registered office of the Corporation is 2250 Palm Beach Lakes Boulevard, and the name of the initial Registered Agent at such address is HERBERT L. GILDAN, ESQUIRE. West Palm Beach, FL 33402

President	HYMAN SLUTSKY
Vice President	LOUIS COHEN
Secretary	ABE RUDOLPH
Treasurer	ABE RUDOLPH

ARTICLE VIII

DIRECTORS

The business affairs of this Corporation shall be managed by the Board of Directors who shall be owners of property within Golden Lakes Village and who must reside within Golden Lakes Village. The Corporation shall have four directors initially. The number of directors may be increased from time to time by the By-Laws, but shall never be less than six (6).

Members of the Board of Directors shall be elected and hold office in accordance with the By-Laws of this Corporation.

The names and addresses of the persons who are to serve as directors for the coming year, or until the first annual meeting of the Corporation are:

NAME	ADDRESS
HYMAN SLUTSKY	132 Lake Dora Dr. West Palm Bch., Fla.
DORA PORTE	439 Lake Dora Dr. West Palm Bch., Fla.
ABE RUDOLPH	200 Lake Frances Dr. West Palm Bch.
LOUIS COHEN	325 Golden River Dr. West Palm Bch., Fl
HELEN COOPERSMITH	127 Lake Gloria Dr. West Palm Bch., Fla
JOSEPH TOUB	110 Lake Meryl Dr. West Palm Bch., Fla.

ARTICLE IX

CORPORATE EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE X

BY-LAWS

The Board of Directors shall adopt By-Laws consistent with these Articles.

ARTICLE XI

AMENDMENT TO ARTICLES OF INCORPORATION

These Articles may be altered, amended or repealed by resolution of the Board of Directors.

IN WITNESS WHEREOF, the said subscribers have hereunto set their hands and seals this 24th day of October, 1981.

_____ (SEAL)
HYMAN SLUTSKY
(Golden Lakes Master Corporation, Inc.)
Address: _____

_____ (SEAL)
DORA PORTE
(Golden Lakes Master Corporation, Inc.)
Address: _____

_____ (SEAL)
ABE RUDOLPH
(Golden Lakes Master Corporation, Inc.)
Address: _____

_____ (SEAL)
LOUIS COHEN
(Golden Lakes Master Corporation, Inc.)

ADDRESS: _____

_____ (SEAL)
HELEN COOPERSMITH
(Golden Lakes Master Corporation, Inc.)

ADDRESS: _____

_____ (SEAL)
JOSEPH JOUB
(Golden Lakes Master Corporation, Inc.)

ADDRESS: _____

STATE OF FLORIDA

COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this 16th day of Oct., 1981, before me, the undersigned authority, personally appeared Mr. [illegible], to me known to be the person who executed the foregoing Articles of Incorporation, and acknowledged the execution of such instrument for the uses and purposes therein expressed.

WITNESS my hand and official seal at West Palm Beach, said County and State the date aforesaid.

[illegible]
Notary Public - State of Florida

My Commission Expires:

Notary Public, State of Florida at Large
My Commission Expires January 26, 1983

STATE OF FLORIDA

COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this 16th day of Oct., 1981, before me, the undersigned authority, personally appeared [illegible], to me known to be the person who executed the foregoing Articles of Incorporation, and acknowledged the execution of such instrument for the uses and purposes therein expressed.

WITNESS my hand and official seal at West Palm Beach, said County and State the date aforesaid.

[illegible]
Notary Public - State of Florida

My Commission Expires:

[illegible]

STATE OF FLORIDA

COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this 30th day of Oct., 1981, before me, the undersigned authority, personally appeared H. C. Carpenter, to me known to be the person who executed the foregoing Articles of Incorporation, and acknowledged the execution of such instrument for the uses and purposes therein expressed.

WITNESS my hand and official seal at West Palm Beach, said County and State the date aforesaid.

Notary Public - State of Florida

My Commission Expires:

Notary Public, State of Florida at Large
My Commission Expires January 26, 1982

3844B/de

STATE OF FLORIDA

COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this 30th day of Oct., 1981, before me, the undersigned authority, personally appeared Joseph Mack, to me known to be the person who executed the foregoing Articles of Incorporation, and acknowledged the execution of such instrument for the uses and purposes therein expressed.

WITNESS my hand and official seal at West Palm Beach, said County and State the date aforesaid.

Notary Public - State of Florida

My Commission Expires:

Notary Public, State of Florida at Large
My Commission Expires January 26, 1982

ACCEPTANCE BY REGISTERED AGENT

FILED
NOV 19 8 09 AM
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above stated Corporation at the office stated above, I hereby accept to act in the capacity of Registered Agent and agree to comply with the provisions relative to keeping said office open.

HERBERT L. GIUDAN, Registered Agent