

B.

ARTICLES OF INCORPORATION  
OF  
PRESIDENTIAL GOLFVIEW CONDOMINIUM ASSOCIATION, INC.

EXHIBIT 5 OF THE  
DECLARATION OF CONDOMINIUM

ARTICLES OF INCORPORATION  
OF  
PRESIDENTIAL GOLFOVIEW CONDOMINIUM ASSOCIATION, INC.

WE, the undersigned, for the purpose of forming a not-for-profit corporation in accordance with the laws of the State of Florida, acknowledge and file these Articles of Incorporation in the Office of the Secretary of the State of Florida.

ARTICLE I  
NAME

The name of this corporation shall be PRESIDENTIAL GOLFOVIEW CONDOMINIUM ASSOCIATION, INC. For convenience, the corporation shall herein be referred to as the "Association".

ARTICLE II  
PURPOSES AND POWERS

The purposes for which this corporation is formed are as follows:

2.1 The operation and management of PRESIDENTIAL GOLFOVIEW CONDOMINIUM (referred to herein as "the Condominium") described in Article II of the Association By-Laws and to undertake the performance of, and carry out the acts and duties incident to, the administration of the Condominium, in accordance with the terms, provisions, conditions and authorizations contained in these Articles, the Association's By-Laws, and the Declaration of the Condominium recorded among the Public Records of Palm Beach County, Florida; and to own, operate, lease, sell and trade property, whether real or personal, as may be necessary or convenient in the administration of the Condominium.

2.2 To carry out the duties and obligations and receive the benefits given the Association by the Declaration of the Condominium.

2.3 To establish By-Laws and Rules and Regulations for the operation of the Association and to provide for the formal administration of the Association; to enforce the Condominium Act of the State of Florida, the Declaration of the Condominium, the By-Laws and Rules and Regulations of the Association.

2.4 To contract for the management and maintenance of the condominium property and to authorize a management agent to assist the association in carrying out its powers and duties by performing such functions as the submission of proposals, collection of assessments, preparation of records, enforcement of rules and maintenance, repair and replacement of the common elements with funds as shall be made available by the association for such purposes. The association and its officers shall, however, retain at all times the powers and duties granted by the condominium documents and the Condominium Act, including but not limited to the making of assessments, promulgation of rules and execution of contracts on behalf of the association.

2.5 The Association shall have all of the common law and statutory powers of a corporation not for profit which are not in conflict with the terms of the Articles, the Declaration of the Condominium, the By-Laws and the Condominium Act. The Association shall also have all of the powers of Condominium Association under and pursuant to Chapter 718 Florida Statutes, the Condominium Act, and shall have all of the powers reasonably necessary to implement the purposes of the Association.

#### ARTICLE III MEMBERS

3.1 Each unit owner in the Condominium shall automatically be a member of the Association. Membership will commence upon acquiring title to a unit and shall end upon the sale of said unit. Membership certificates are not required and will not be issued.

3.2 On all matters as to which the membership shall be entitled to vote, there shall be only one vote for each unit, which vote shall be exercised in the manner provided by the By-Laws of the Association.

3.3 The share of a member in the funds and assets of the Association cannot be assigned, hypothecated, or transferred in any manner except as an appurtenance to his unit.

#### ARTICLE IV EXISTENCE

This Association shall have perpetual existence.

#### ARTICLE V SUBSCRIBERS

The names and addresses of the Subscribers are as follows:

DeWayne L. Little  
15540 SW 82 Court  
Miami, Florida 33157

Margaret D. Bilger  
8405 SW 80 Place  
Miami, Florida 33143

K. Kim Wilson  
7965 SW 86 St.  
Miami, Florida 33143

ARTICLE VI  
DIRECTORS

6.1 The Condominium and Association affairs shall be managed by a Board of Directors composed of three (3) persons.

6.2 The manner of election of Directors and their respective terms shall be as set forth in Article III of the Association By-Laws. Should a vacancy occur on the Board, the remaining Directors shall select a member to fill the vacancy until the next annual meeting of the membership.

6.3 All Officers shall be elected by the Board of Directors in accordance with the By-Laws at the regular annual meeting of the Board of Directors, as established by the By-Laws, to be held immediately following the annual meeting of the membership. The Board of Directors shall elect from among the members a President, Vice President, Secretary, and Treasurer, and such other officers as it shall deem desirable, consistent with the Association By-Laws.

ARTICLE VII  
OFFICERS

Subject to the direction of the Board, the affairs of the Association shall be administered by the Officers designated in the By-Laws, who shall serve at the pleasure of said Board of Directors. The names and addresses of the Officers who shall serve until the first election of officers pursuant to the provisions of the By-Laws are as follows:

<u>Name</u>	<u>Title</u>	<u>Address</u>
DeWayne L. Little	President	5915 Ponce de Leon Blv Coral Gables, Florida 33146

<u>Name</u>	<u>Title</u>	<u>Address</u>
Margaret D. Bilger	Secretary	5915 Ponce de Leon Blvd. Coral Gables, Florida 33146
Myles F. Dudley	Treasurer	5915 Ponce de Leon Blvd. Coral Gables, Florida 33146

ARTICLE VIII  
INITIAL BOARD OF DIRECTORS

The following persons shall constitute the initial Board of Directors and they shall hold office for the term and in accordance with the provisions of Article III of the Association's By-Laws:

<u>Name</u>	<u>Address</u>
DEWAYNE L. LITTLE	5915 Ponce de Leon Blvd. Coral Gables, FL 33146
MARGARET D. BILGER	5915 Ponce de Leon Blvd. Coral Gables, FL 33146
MYLES F. DODLEY	5915 Ponce de Leon Blvd. Coral Gables, FL 33146

Directors shall be elected by the members at the annual meetings and vacancies on the Board may be filled by the remaining Directors by election at their next meeting.

ARTICLE IX  
BY-LAWS

The By-Laws of the Association, consistent with these Articles of Incorporation, shall be adopted by the initial Board of Directors. The By-Laws may be amended or rescinded in accordance with the provisions thereof by either a majority of the unit owners with the unanimous consent of the Board or by at least 66-2/3% of the unit owners with the approval of at least a majority of the Board, except that no portion of the By-Laws may be altered, amended, or rescinded in such a manner as will prejudice the rights of the Developer described therein or mortgagees of units without their prior written consent.

ARTICLE X  
AMENDMENTS TO ARTICLES

These Articles may be amended at any duly-called meeting of the membership if:

10.1 Notice of the meeting contains a statement of the proposed amendment; or

10.2 At least a majority of the members adopt the amendment with the unanimous approval of the Board; or

10.3 At least seventy-five percent (75%) of the members adopt the amendment with the approval of at least a majority of the Board.

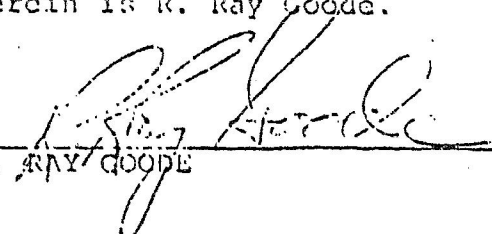
ARTICLE XI  
INDEMNIFICATION

Every Director and every 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 thereof 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 Association, 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 willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement, the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interest of the Association. 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.

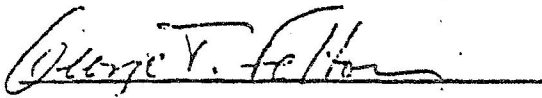
ARTICLE XII  
INITIAL REGISTERED OFFICE, AGENT AND ADDRESS

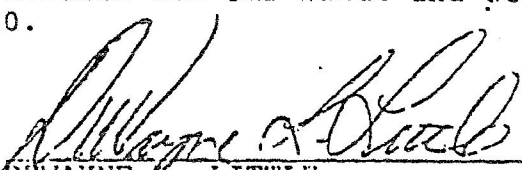
The principal office of the Association shall be 5915 Ponce de Leon Boulevard, Coral Gables, Florida 33146 or at such other place as may be subsequently designated by the Board of

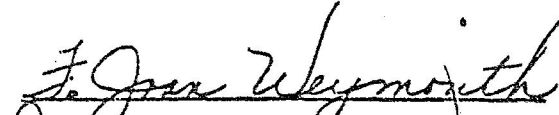
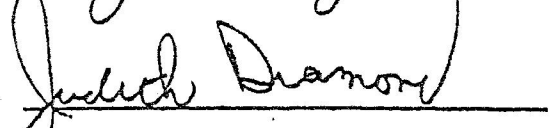
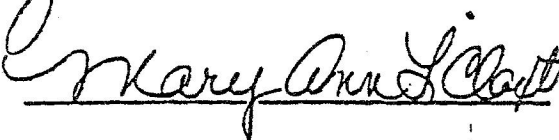
Directors. The initial registered office is at the above address and the initial registered agent therein is R. Ray Goode.

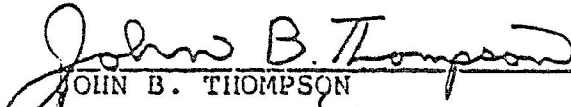
  
R. RAY GOODE

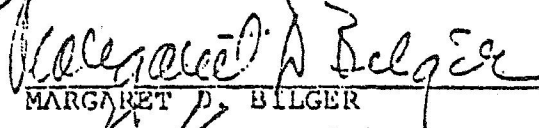
IN WITNESS WHEREOF, we have hereunto set our hands and seals  
this 12<sup>th</sup> day of May, 1980.

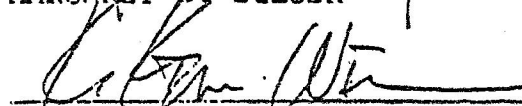
  
George T. Felton

  
DEWAYNE L. LITTLE (SEAL)

  
  
  
Mary Ann L. Carter

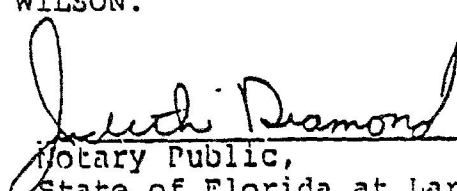
  
JOHN B. THOMPSON (SEAL)

  
MARGARET D. BILGER (SEAL)

  
K. KIM WILSON (SEAL)

STATE OF FLORIDA )  
                                  ) SS  
COUNTY OF DADE    )

The foregoing instrument was acknowledged before me this 12<sup>th</sup>  
day of May, 1980, by DEWAYNE L. LITTLE, JOHN B. THOMPSON,  
MARGARET D. BILGER, and K. KIM WILSON.

  
Notary Public,  
State of Florida at Large

My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA AT LARGE  
MY COMMISSION EXPIRES MAY 8 1982  
BONDED THROUGH GENERAL INS. UNDERWRITERS



# State of Florida



Department of State

I certify that the attached is a true and correct copy of the Articles of Incorporation of PRESIDENTIAL GOLFVIEW CONDOMINIUM ASSOCIATION, INC., a corporation not for profit organized under the Laws of the State of Florida, filed on May 15, 1980, as shown by the records of this office.

The charter number for this corporation is 752492.

Given under my hand and the  
Great Seal of the State of Florida,  
at Tallahassee, the Capital, this the  
20th day of May, 1980.



CER 101 Rev. 5-79

George Firestone  
Secretary of State