

ARTICLES OF INCORPORATION

OF

FOREST LAKES OF COCOA CONDOMINIUM ASSOCIATION, INC.

We, the undersigned, hereby associate ourselves together for the purpose of forming a non-profit corporation under the Laws of the State of Florida, pursuant to Florida Statutes 617, Et. Seq., and certify as follows:

ARTICLE I.

The name of this Corporation shall be:

FOREST LAKES OF COCOA CONDOMINIUM ASSOCIATION, INC.

ARTICLE II.

The general purpose of this non-profit corporation shall be as follows: To be the "Association" (as defined in the Condominium Act of the State of Florida, Chapter 718, Florida Statutes) for condominium properties that have been or will be constructed on certain real property in Brevard County, Florida, and as that Association, to operate and administer said Condominium, and carry out the functions and duties of said Condominium, as set forth in the Declaration of Condominium established for said Condominium. The By-Laws of this Association shall be attached to and made a part of said Declaration of Condominium. The legal description of the aforesaid real property is set forth in the Declaration of Condominium of FOREST LAKES OF COCOA, a Condominium, Phase I.

ARTICLE III

Members of the corporation shall be the owners of condominium parcels which are owned by fee title.

ARTICLE IV.

This Corporation shall have perpetual existence.

ARTICLE V.

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

<u>NAME</u>	<u>ADDRESS</u>
ROBERT N. WILLEKE, JR.	#5 Staff Drive Rockledge, FL 32955
TONI M. WILLEKE	#5 Staff Drive Rockledge, FL 32955
ROBERT T. BURGER	731 Verbenia Dr. Satellite Beach, FL 32937
H. L. CLARK, III	3700 Riverside Dr. Indialantic, FL 32903
L. RONALD DALEY	517 S. River Oaks Drive Indialantic, FL 32903

ARTICLE VI.

Section 1. The affairs of the Corporation shall be managed and governed by a Board of Directors composed of not less than five (5) nor more than the number specified by the By-Laws, and in the exact number of persons as specified in said By-Laws. The Directors, subsequent to the first Board of Directors, shall be

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

elected at the annual meeting of the membership, for a term of three (3) years, or until their successors shall be elected and shall qualify; except, however, the Directors elected at the first corporate meeting shall be elected for the terms prescribed in the By-Laws. Provisions for such election, and provisions respecting the removal, disqualification and resignation of Directors, and for filling vacancies on the Directorate, shall be established by the By-Laws.

Section 2. The principal officers of the Corporation shall be:

President: ROBERT N. WILLEKE, JR.
Vice President: H. L. CLARK, III
Secretary: ROBERT T. BURGER
Treasurer: L. RONALD DALEY

(the last two (2) offices may be combined), who shall be elected from time to time, in the manner set forth in the By-Laws adopted by the Corporation.

ARTICLE VII.

The names of the Officers who are to serve until the first election of officers, pursuant to the terms of the Declaration of Condominium and By-Laws, are as follows:

ROBERT N. WILLEKE, JR., President
H. L. CLARK, III, Vice-President
ROBERT T. BURGER, Secretary
L. RONALD DALEY, Treasurer

ARTICLE VIII.

The following persons shall constitute the first Board of Directors and shall serve until the first election of the Board of Directors at the first regular meeting of the membership.

NAME	ADDRESS
ROBERT N. WILLEKE, JR.	#5 Staff Drive Rockledge, FL 32955
TONI M. WILLEKE	#5 Staff Drive Rockledge, FL 32955
ROBERT T. BURGER	731 Verbenia Drive Satellite Beach, FL 32937
H. L. CLARK, III	3700 Riverside Dr. Indialantic, FL 32903
L. RONALD DALEY	517 S. River Oaks Drive Indialantic, FL 32903

ARTICLE IX.

The By-Laws of the Corporation shall initially be made and

A. If the proposed change to the By-Laws has received the unanimous approval of the Board of Directors then it shall require only a majority vote of the membership to be adopted.

B. If the proposed change has not been approved by the unanimous vote of the Board of Directors, then the proposed change must be approved by a two-thirds (2/3) vote of the membership provided, however, that (1) prior to the first annual meeting of the membership, the By-Laws may not be amended without a prior resolution requesting said amendment by the Board of Directors; (2) subsequent to the first annual meeting of the membership, the By-Laws may not be amended without the approval of the Board of Directors, unless the proposed amendment shall be filed in writing with the Secretary or President, not less than ten (10) days prior to the membership meeting at which such amendment is to be voted upon.

ARTICLE X.

Amendments to these Articles of Incorporation may be proposed by any member or director, and shall be adopted in the same manner as is provided for the amendment of the By-Laws, as set forth in Article IX above. Said amendment(s) shall be effective when a copy thereof, together with an attached certificate of its approval sealed with the Corporate Seal, signed by the Secretary or an assistant secretary, and executed and acknowledged by the President or Vice-President, has been filed with the Secretary of State, and all filing fees paid.

ARTICLE XI.

This Corporation shall have all of the powers set forth in Chapter 617.021, Florida Statutes, as amended, and all of the powers set forth in the Condominium Act of the State of Florida, and all powers granted to it by the Declaration of Condominium and Exhibits annexed thereto, to which the By-Laws of this Corporation are attached and made a part thereof.

ARTICLE XII.

There shall be no dividends paid to any members, nor shall any part of the income of the Corporation be distributed to its Board of Directors or Officers. In the event there are any excess receipts over disbursements, as a result of performing services, such excess shall be applied against future expenses, etc. The Corporation may pay compensation in a reasonable amount to its members, directors and officers, for services rendered, may confer benefits upon its members in conformity with its purposes, and upon dissolution or final liquidation, may make distribution to its members as is permitted by the Court having jurisdiction thereof, and no such payment, benefit or distribution shall be deemed to be a dividend or distribution of income.

This Corporation shall issue no shares of stock of any kind or nature whatsoever. Membership in this Corporation and the transfer thereof, as well as the number of members, shall be upon such terms and conditions as provided for in the Declaration of Condominium of FOREST LAKES OF COCOA, a Condominium, and By-Laws. The voting rights of the owners of parcels in said Condominium property shall be as set forth in the Declaration of Condominium and/or By-Laws.

ARTICLE XIII.

The street address of the initial registered office of this corporation is 1901-6 Highway 1A1A, Indian Harbour Beach, Florida 32937, and the name of the initial registered agent of this corporation at that address is ROBERT T. BURGER.

IN WITNESS WHEREOF, the Subscribers hereto have hereunto
affixed their signatures this _____ day of _____
1986.

Robert N. Willeke, Jr.
ROBERT N. WILLEKE, JR.

Toni M. Willeke
TONI M. WILLEKE

Robert T. Burger
ROBERT T. BURGER

H. L. Clark III
H. L. CLARK, III

L. Ronald Daley
L. RONALD DALEY

STATE OF FLORIDA

COUNTY OF BREVARD

Before me, the undersigned authority, personally appeared
before me ROBERT N. WILLEKE, JR., ROBERT T. BURGER and H. L.
CLARK III, who after being by me sworn, acknowledged that they
executed the foregoing Articles of Incorporation of FOREST LAKES
OF COCOA CONDOMINIUM ASSOCIATION, INC., for the purposes therein
expressed.

IN WITNESS WHEREOF I have hereunto set my hand and official
seal in the State and County last aforesaid this 7th day of
October, 1986.

Constance M. A. [Signature]
NOTARY PUBLIC

My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXP. AUG 26, 1989
BONDED THRU GENERAL INS. UND.

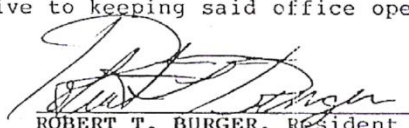
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

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

First----That FOREST LAKES OF COCOA CONDOMNIUM 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 Indian Harbour Beach, County of
Brevard, State of Florida, has named ROBERT T. BURGER, 1900-6
Highway 1A1A, Indian Harbour Beach, Florida, 32937, as its agent
to accept service of process within the State.

ACKNOWLEDGEMENT:

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


ROBERT T. BURGER, Resident Agent