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McCARTHY SUMMERS

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA03 AUG -7 PM 3:39
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FILED**ARTICLES OF INCORPORATION****OF****SAWGRASS VILLAS CONDOMINIUM ASSOCIATION, INC.****1. NAME**

The name of the corporation is SAWGRASS VILLAS CONDOMINIUM ASSOCIATION, INC.

2. PURPOSE

The Corporation is organized as a Corporation not-for-profit under provisions of Chapter 617, Florida Statutes, and is a Condominium Association as referred to an authorized by Chapter 718 Florida Statutes. The purpose for which the Corporation is organized is to provide an entity responsible for the operation of a Condominium in Martin County, Florida, known as Sawgrass Villas. Said Condominium is herein called "Condominium," and the Declaration of Condominium whereby the same has or will be created is herein called "Declaration." Description of the lands of the Condominium is set forth in the Declaration.

3. QUALIFICATION OF MEMBERS AND MANNER OF THEIR ADMISSION.

The members of this Corporation shall constitute all of the record owners of Condominium Parcels of the Condominium. Change of membership in this Corporation shall be established by recording in the Public Records of St. Johns County, Florida, as a deed or other instrument establishing record title to a Condominium Parcel and the delivery to the Corporation of a certified copy of such instrument, the owner designated by such instrument thereby becoming a member of the Corporation. The membership of the prior owner of such Condominium Parcel shall be thereby terminated. Where any one unit or parcel of Condominium property is owned by more than one person, firm, individual or corporation or other legal entity, the composite title holder shall be and constitute one member or membership. Any person, firm, individual, corporation or legal entity owning more than one Unit or Parcel shall be as many members as the number of Units owned.

4. TERM

The existence of the Corporation shall be perpetual unless the Condominium is terminated pursuant to the provisions of its Declaration, and in the event of such termination, the Corporation shall be dissolved in accordance with law.

5. PRINCIPAL OFFICE

The principal office and mailing address of the corporation are 2400 S.E. Federal Highway, Fourth Floor, Stuart FL 34994.

Sawgrass Villas Condo Association
Articles of Incorporation

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Exhibit B

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6. NAMES AND ADDRESSES OF SUBSCRIBERS

The names and address of the subscribers of these Articles of Incorporation are: Bret Soverel, Lee Kimmel and Gifford Gumbinner at 2400 SE Federal Highway, Fourth Floor, Stuart, Florida 34994.

7. DIRECTORS AND OFFICERS

The affairs of the Association shall be managed by its Board of Directors. The Officers of the Corporation shall be a President, Vice President, Treasurer and Secretary, which officers shall be elected annually by the Board of Directors. The Directors and Officers may lawfully and properly exercise the powers set forth in Paragraph (11) hereof, notwithstanding the fact that some or all of them who may be directly or indirectly involved in the exercise of such powers and in the negotiation and consummation of the Agreements executed pursuant to such powers are some or all of the persons with whom the Corporation enters into such Agreements. Disclosure of such Agreements by setting forth same in the Declaration, as initially declared or subsequently re-declared or amended, shall stand as an absolute confirmation of such Agreements and the valid exercise by the Directors and Officers of this Corporation of the powers pertinent thereto.

8. NAMES OF OFFICERS

The names of the officers who are to serve until the first election or appointment is as follows: Bret Soverel, 2400 SE Federal Highway, Fourth Floor, Stuart, Florida 34994, President; Lee Kimmel, 2400 SE Federal Highway, Fourth Floor, Stuart, Florida 34994, Vice President; and Gifford Gumbinner, 2400 SE Federal Highway, Fourth Floor, Stuart, Florida 34994, Secretary/Treasurer.

9. BOARD OF DIRECTORS

The Board of Directors shall consist of not fewer than three (3) nor more than seven (7) persons. The members of the Board of Directors shall be elected in accordance with the procedures established in the By-Laws of the Corporation. The names and addresses of the persons who are to serve as such until the first election thereof are as follows: Bret Soverel, 2400 SE Federal Highway, Fourth Floor, Stuart, Florida 34994, Lee Kimmel, 2400 SE Federal Highway, Fourth Floor, Stuart, Florida 34994 and Gifford Gumbinner, 2400 SE Federal Highway, Fourth Floor, Stuart, Florida 34994.

10. BY-LAWS

The original By-Laws are to be determined by the Board of Directors and/or declared under such Declaration. The same may thereafter be amended by not fewer than a majority of the Directors at a duly called Board meeting and by fifty (50%) percent plus one (1) of the Owners present either in person or by proxy at a duly called Owners' meeting.

11. AMENDMENT OF ARTICLES

These Articles of Incorporation may be amended only with the approval of not fewer than a majority of the Board of Directors at a duly called Board meeting and fifty percent (50%) plus one (1) of the Owners present either in person or by proxy at a duly called Owners' meeting.

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12. POWERS

The Corporation shall have all of the following powers:

1. All of the powers set forth and described in Chapter 617, Florida Statutes, not repugnant to any of the provisions of Chapter 718, Florida Statutes.
2. All of the powers of an Association as set forth in Chapter 718, Florida Statutes.
3. To acquire and enter into agreements whereby it acquires leaseholds, memberships or other possessors or use interests in lands or facilities including, but not limited to, country clubs, golf courses, marinas, and other recreational facilities, whether or not contiguous to the lands of the Condominium, intended to provide for the enjoyment, recreation, or other use of benefit of the Unit Owners.
4. To contract with a third party for the management of the Condominium and to delegate to the Contractor all powers and duties of this Corporation except such as are specifically required by the Declaration and/or the By-Laws to have the approval of the Board of Directors or the membership of the Corporation.
5. To acquire by purchase, or otherwise, Parcels of the Condominium, subject, nevertheless, to the provisions of the Declaration and/or By-Laws relative thereto.
6. To operate and manage the Condominium in accordance with the sense, meaning, direction, purpose and intent of the Declaration as the same may from time to time be amended and to otherwise perform, fulfill and exercise the powers, privileges, options, rights, duties, obligations and responsibilities entrusted to or delegated to it by the Declaration and/or By-Laws.

13. INDEMNIFICATION

Every Director and Officer of the Association shall be indemnified by the Association against all expenses and liabilities, including legal counsel fees, reasonably incurred by or imposed upon him or her in connection with any proceeding or any settlement of any proceeding to which he or she may be a party, or in which he or she may become involved by reason of his or her being or having been a Director or Officer at the time said expenses are incurred. 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.

14. INITIAL REGISTERED OFFICE AND AGENT

The name and initial registered agent of this Corporation and the street address of the initial registered office of this Corporation are McCarthy, Summers, Bobko, Wood, Sawyer & Perry, P.A., Steven L. Perry, Esq., 2400 SE Federal Highway, Fourth Floor, Stuart, Florida 34994.

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We, THE UNDERSIGNED, BEING THE SUBSCRIBER HERETO, do hereby subscribe to these Articles of Incorporation and in witness whereof, I have hereunto set my hand and seal this 5th day of August, 2003.


Bret Sovarel


Lee Kimmel


Gifford Gumbinner

[notary block on following page]

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STATE OF FLORIDA
COUNTY OF MARTIN

BEFORE ME, the undersigned authority, personally appeared Bret Soverel, and acknowledged before me that he executed the above and foregoing Articles for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in Stuart, said County and State, this 2nd day of August, 2003.



[Signature]
Notary Public, State of Florida

STATE OF FLORIDA
COUNTY OF MARTIN

BEFORE ME, the undersigned authority, personally appeared Lee Kimmel, and acknowledged before me that he executed the above and foregoing Articles for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in Stuart, said County and State, this 5th day of August, 2003.



[Signature]
Notary Public, State of Florida
At Large

STATE OF FLORIDA
COUNTY OF MARTIN

BEFORE ME, the undersigned authority, personally appeared Gifford Gunbinnet, and acknowledged before me that he executed the above and foregoing Articles for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in Stuart, said County and State, this 5th day of August, 2003.



[Signature]
Notary Public, State of Florida

Sawgrass Villas Condo Association
Articles of Incorporation

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

In pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act.

Sawgrass Villas Condominium 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 City of Stuart, State of Florida, has named Steven L. Perry; 2400 SE Federal Highway, Fourth Floor, Stuart, Florida 34994 as its agent to accept service of process within the state.

ACKNOWLEDGEMENT:

I, Steven L. Perry, Esq., having been named to accept service of process for the above stated corporation at the place designated in this certificate, hereby accept to act in this capacity and agree to comply with the provisions of the Florida General Corporation Act relative to maintaining said office.



Steven L. Perry, Esq.

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TALLAHASSEE, FLORIDA

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