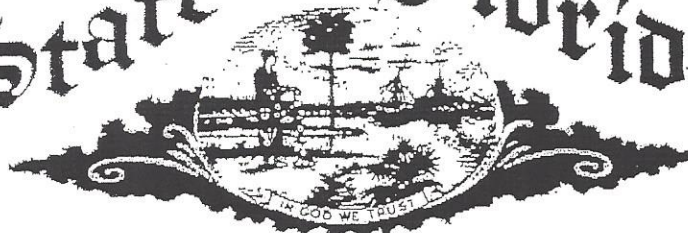


LAUDERDALE OAKS
MANAGEMENT CORPORATION

DECLARATION
OF
CONDOMINIUM DOCUMENTS
&
AMENDMENT(S)

State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of LAUDERDALE OAKS MANAGEMENT CORPORATION, a corporation organized under the laws of the State of Florida, filed on August 4, 1972, as shown by the records of this office.

The document number of this corporation is 406265.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Sixth day of June, 2003



CR2EO22 (2-03)

Glenda E. Hand

Glenda E. Hand
Secretary of State

LAUDERDALE OAKS MANAGEMENT CORPORATION
 A NON-PROFIT FLORIDA CORPORATION
 (As revised and amended through Dec. 1975)

ARTICLE IGENERAL

Section 1. The Name: The name of the corporation shall be LAUDERDALE OAKS MANAGEMENT CORPORATION.

Section 2. The Principal Office: The principal office of the corporation shall be at 3060 N.W. 47th Terrace, Lauderdale Lakes, Florida, or at such other place as may be subsequently designated by the Board of Directors.

Section 3. Definitions: As used herein, the term "condominium parcel" means a unit together with the undivided share in the common elements which is appurtenant to the unit. The words "apartment owner" and "unit owner" as used herein are synonymous, and mean the owner of a condominium parcel. The words "Management Corporation" shall mean Lauderdale Oaks Management Corporation.

ARTICLE IIDIRECTORS

Section 1. The affairs and business of this corporation shall be managed by a Board of Directors of not less than eleven (11) nor more than nineteen members. Each building of the Lauderdale Oaks complex which has organized as a condominium corporation or is a part thereof, and has joined the Management Corporation, is entitled to elect one of its members to the Board of Directors of the Management Corporation as its representative. Such election must be certified in writing by the governing body or board of directors of each building or condominium corporation. Until succeeded by directors certified by condominium corporations which join the Management Corporation, directors need not be unit owners; thereafter, every director must be an apartment owner in the building which he represents.

Section 2. Each building or condominium corporation may certify in writing an alternate director to substitute for the official representative of the building in the Management Corporation's Board of Directors when such official representative is unable to attend a board meeting.

Section 3. The directors shall be elected at the annual meeting of the member condominium corporations, and each director shall be elected to serve for the term of one (1) year or until his successor has been elected and has qualified. Nothing herein shall be construed to limit or abridge the right of each building or condominium corporation to designate the manner of election of its director.

Section 4. No member of the Board of Directors of the Management Corporation shall be removed or replaced except by the action of the board of directors of the building or condominium corporation which he represents.

See
 Amendments
 Recorded
 4/8/83
 Last Page

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Section 5. The property and business of the corporation shall be managed by the Board of Directors, which may exercise all corporate powers not specifically prohibited by statute or the Certificate of Incorporation or these By-Laws. The powers of the Board of Directors shall include, but not be limited to, the following:

A. To make and collect regular fees and special assessments to cover the cost of operating and maintaining the common recreational areas.

B. To make, alter, amend and repeal the By-Laws of the Corporation.

C. To control and manage the financial, administrative maintenance and operational affairs of, and provide efficient and capable management for, the leased recreational areas; and to assume full control and management of the complete maintenance and operation of the whole Lauderdale Oaks complex if requested by seventy-five (75%) per cent. of the buildings comprising said complex.

D. To spend the monthly maintenance fees and any special assessments for common purposes including, but not limited to, the contracting with outside firms and suppliers for regular services and the hiring of personnel.

E. To purchase the necessary equipment and tools required in the maintenance, care and preservation of the recreation building, swimming pools and other common recreation areas.

F. To insure and keep insured in adequate and sufficient amounts such recreation buildings, facilities and areas against loss from fire and/or casualty, and against public liability.

G. To make reasonable rules and regulations for the enjoyment of recreational facilities by unit owners and their guests.

Section 6. Neither the directors nor officers shall receive compensation for their services as such.

Section 7. Meetings. All meetings of the Board of Directors shall be open to all unit owners and notices of meetings shall be posted forty-eight (48) hours in advance for the attention of unit owners, except in an emergency.

A. The Board of Directors shall meet regularly once a month, on such fixed date as is approved by a majority of the board members. Regular meetings may be dispensed with during summer months by a majority vote of the board.

B. The term of office of all officers shall expire in January of every year. At the regular meeting held in January, new officers shall be elected who will hold office until the following January meeting, one year thereafter.

C. Special meetings shall be held when called by the President or a majority of the Board. The Secretary shall give notice of each special meeting either personally or by mail or phone, at least two (2) days before the date of such meeting, but the directors may waive notice of the calling of the meeting.

D. A majority of the Board shall be necessary and sufficient at all meetings to constitute a quorum for the transaction of business, and the act of the majority present at any meeting at which there is a quorum shall be the act of the Board. If a quorum is not present at the meeting, the Directors then present may adjourn the meeting until a quorum shall be present.

Section 8. The order of business at all meetings of the Board shall be as follows:

- A. Roll call.
- B. Reading of minutes of last meeting.
- C. Consideration of communications.
- D. Resignations and elections.
- E. Reports of officers and employees.
- F. Reports of committees.
- G. Unfinished business
- H. Original resolutions and new business.
- I. Adjournment.

Section 9. The Board shall present a quarterly report of income and expenditures. It may also submit a complete financial statement and balance sheet at the end of the fiscal year, which may be drawn and approved by an outside auditor if, in the discretion of the Directors of the Management Corporation, such an outside audit is required.

ARTICLE III

OFFICERS

Section 1. The executive officers of the corporation shall be a President, First Vice-President, and Second Vice-President each of whom must be members of the Board of Directors, and also a Secretary and Treasurer, all of whom shall be elected annually by the Board. Any two of said offices may be united in one person, except that the President shall not also be the Secretary or Treasurer of the Corporation. All references in these articles to Chairman, First Vice-Chairman and Second Vice-Chairman shall be deemed to refer to the President, First Vice-President, or Second Vice-President.

Section 2. The five (5) officers shall be elected in the regular January meeting by nomination from the floor and subsequent secret ballot, and a majority vote shall be necessary for election. If on the third ballot no majority has been reached, there shall be dropped the names of all candidates except the two who have attained the highest number of votes for any one office, and a run-off election between the two shall be held.

Section 3. All newly elected officers shall assume office immediately after election.

* Section 4. In the event the office of President or First Vice-President becomes vacant, the next in line shall automatically move up to fill the vacancy. The vacancy of any other office shall be filled by nomination from the floor, at the meeting in which the original vacancy is announced, and then by secret ballot. A majority vote shall be required for election.

Section 5. The Board of Directors may appoint such other officers and agents as they may deem necessary, who shall hold office during the pleasure of the Board of Directors and have such authority and perform such duties as from time to time may be prescribed by said Board.

Section 6. Any elected officer of the Management Corporation's Board of Directors may be removed from office at any regular or special meeting if the motion for removal, after discussion and debate, is carried in a secret ballot by a majority of the votes cast, with a minimum of eight (8) affirmative votes necessary for removal. The Board may delegate powers of removal of subordinate officers and agents.

ARTICLE IV

DUTIES OF THE OFFICERS

Section 1. The President.

A. The President is the senior officer of the corporation; he shall preside at all board meetings; shall have general and active management of the business affairs of the corporation; shall see that all orders and resolutions of the Board are carried out; shall execute all documents requiring a seal under the seal of the Corporation, and the seal, when affixed, shall be attested by the Secretary.

B. He shall have general superintendence and direction of all the other officers of the corporation, and shall see that their duties are performed properly.

C. He shall appoint all committees which he may deem necessary to assist him in the discharge of his duties, and delegate either the execution or supervision of certain work areas to any of his fellow officers, committees or unit owners who may have expert knowledge and experience in the work involved. He shall be an Ex-officio member of all committees (except the Nominating Committee, when, as and if the President appoints such committee), and shall have a voice and a vote thereon.

D. He shall submit quarterly reports of the operations of the corporation to the Board and a yearly report at the annual meeting, and from time to time shall report to the Board all matters within his knowledge which the interest of the Corporation may require to be brought to their notice.

Section 2. The First Vice-President.

He shall be vested with all the powers and required to perform all the duties of the President in his absence, and such other duties as may be prescribed by the Board of Directors. SEE AMENDMENT AT END.

Section 3. The Second Vice-President.

He shall act as First Vice-President in the absence of that officer and assume the duties of the First Vice-President during his absence or incapacity for office. In the absence of the President and First Vice-President, the Second Vice-President shall exercise all the powers and assume all the duties of the President. He shall also perform such duties as are assigned to him by the President or the Board.

Section 4. The Secretary

A. The Secretary shall keep the minutes of the Board of Director's meetings in a book provided for that purpose.

B. He shall see that all notices are duly given in accordance with the provisions of these By-Laws or as required by law.

C. The Secretary shall be the custodian of the corporate records and the seal of the corporation, and shall see that such seal is affixed to contracts and documents executed on behalf of the corporation under the authority granted by these By-Laws. He shall also perform such other duties as are assigned to him by the Chairman or the Board.

Section 5. The Treasurer

A. The Treasurer shall keep full and accurate accounts of receipts and disbursements in books belonging to the corporation, and shall deposit all moneys and valuable effects in the name and to the credit of the corporation, in such depositories as may be designated by the Board of Directors.

B. He shall disburse the funds of the corporation as ordered by the Board, taking proper vouchers for such disbursements, and shall render at the regular meetings of the Board, or whenever the Directors may require it, an account of all his transactions as Treasurer and of the financial condition of the corporation.

C. All disbursements, except for minor expenses paid from petty cash, shall be made by check signed by any two of the following officers: President, First Vice-President and Treasurer.

D. He may be required to give the corporation a bond in a sum and with one or more sureties satisfactory to the Board for the faithful performance of the duties of his office, and the restoration to the corporation, in case of his death, resignation or removal from office, of all books, papers, vouchers, money or other property of whatever kind in his possession belonging to the corporation.

Section 6. Resignations

Any officer may resign his office at any time, such resignation to be made in writing, and to take effect from the time of its receipt by the corporation, unless some other time be fixed in the resignation, and then from that date.

ARTICLE V

EXECUTIVE COMMITTEE

Section 1. The Executive Committee shall consist of seven (7) members as follows:

A. The President, First Vice-President, Second Vice-President, Secretary and/or Treasurer, providing that said Secretary and/or Treasurer are elected members of the Board of Directors.

B. The First Vice-President, Second Vice-President, Secretary and/or Treasurer.

B. Such other elected members of the Board of Directors as may be necessary to fill the complement of the committee, who shall be appointed by a majority vote of the Board.

C. In addition, any officers of the corporation who are not elected members of the Board of Directors and all Past Presidents of the Corporation shall be members of the committee without voting rights.

Section 2. The Executive Committee shall have the following duties and responsibilities:

A. To have responsibility for the general and active management of the business affairs of the corporation and to supervise the day to day activities thereof.

B. To authorize and supervise all necessary repairs for the daily operation and maintenance of the recreational area and facilities.

C. To supervise and direct all employees of the corporation; to hire and fire, fix salaries, wages, fringe benefits and conditions of employment thereof. A majority of four affirmative votes shall be necessary for any action.

D. To act as the Grievance Committee.

E. To exercise and perform such other duties and responsibilities as may from time to time be delegated to said Committee by the Board of Directors.

ARTICLE VI

AMENDMENT OF BY-LAWS

Section 1. These By-Laws may be amended only upon presentation of a written resolution signed by at least five (5) directors containing a full statement of the proposed changes and presented to the Board at a regular meeting.

Section 2. The reading of such proposed amendments shall be considered as a first reading.

Section 3. The proposed amendments shall be submitted to a vote at the following regular meeting of the Board, or at a special meeting called for that purpose, but it shall be necessary that there be an affirmative vote of not less than two-thirds of the votes cast, with a minimum of eight (8) affirmative votes, in order to amend the By-Laws. If approved, the amendments shall become immediately part of these By-Laws.

ARTICLE VII

EFFECTIVE DATE

Section 1. The effective date of these By-Laws shall be the date of their ratification.

At regular meetings of the Board of Directors of the above named corporation held November 10th and December 8th, 1975, the following changes and amendments to the By-Laws were approved by the necessary votes:

Change ARTICLE I - GENERAL - Section 2 to read:

The Principal Office: The principal office of the corporation shall be at 3060 N.W. 47th Terrace, Lauderdale Lakes, Florida, or at such other place as may be subsequently designated by the Board of Directors.

Change ARTICLE II - DIRECTORS - Section 1 as follows:

Delete the first sentence and insert in place thereof:

The affairs and business of this corporation shall be managed by a Board of Directors of not less than eleven (11) nor more than nineteen (19) members.

Change Section 7 Meetings, and paragraphs A and B to read as follows:

Section 7. Meetings: All meetings of the Board of Directors shall be open to all unit owners and notices of meetings shall be posted forty-eight (48) hours in advance for the attention of unit owners except in an emergency.

A. The Board of Directors shall meet regularly once month, on such fixed date as is approved by a majority of the board members. Regular meetings may be dispensed with during summer months by a majority vote of the board.

B. Delete the word "directors" in the first line and insert in place thereof the word "officers."

Change ARTICLE III - OFFICERS - Section 1 to read:

The executive officers of the corporation shall be a President, First Vice-President, and Second Vice-President each of whom must be members of the Board of Directors, and also a Secretary and Treasurer, all of whom shall be elected annually by the Board. Any two of said offices may be united in one person, except that the President shall not also be the Secretary or Treasurer of the Corporation. All references in these articles to Chairman, First Vice-Chairman and Second Vice-Chairman shall be deemed to refer to the President, First Vice-President, or Second Vice-President.

RENUMBER ARTICLES V AND VI TO BE KNOWN AS ARTICLES VI AND VII RESPECTIVELY AND INSERT A NEW ARTICLE V AS FOLLOWS:

ARTICLE V
EXECUTIVE COMMITTEE

Section 1. The Executive Committee shall consist of seven (7) members as follows:

A. The President, First vice-President, Second Vice-President, Secretary and/or Treasurer, providing that said Secretary and/or Treasurer are elected members of the Board of Directors.

who shall be appointed by a majority vote of the Board.

C. In addition, any officers of the corporation who are not elected members of the Board of Directors and all Past Presidents of the Corporation shall be members of the committee without voting rights.

Section 2. The Executive Committee shall have the following duties and responsibilities:

A. To have responsibility for the general and active management of the business affairs of the corporation and to supervise the day to day activities thereof.

B. To authorize and supervise all necessary repairs for the daily operation and maintenance of the recreational area and facilities.

C. To supervise and direct all employees of the corporation; to hire and fire, fix salaries, wages, fringe benefits and conditions of employment thereof. A majority of four affirmative votes shall be necessary for any action.

D. To act as the Grievance Committee.

E. To exercise and perform such other duties and responsibilities as may from time to time be delegated to said Committee by the Board of Directors.

LAUDERDALE OAKS MANAGEMENT CORPORATION

By *[Signature]* President
[Signature] Secretary

STATE OF FLORIDA)
COUNTY OF BROWARD) ss:

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, duly authorized by law to administer oaths and take acknowledgements,

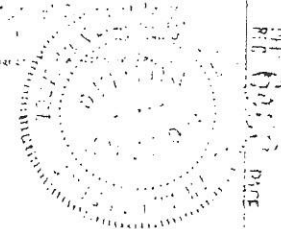
as President and Secretary, respectively, of LAUDERDALE OAKS MANAGEMENT CORPORATION, a non-profit Florida corporation, and they acknowledged before me that they executed the foregoing instrument as such officers, as the act and deed of said corporation, for the uses and purposes therein expressed.

WITNESS my hand and official seal at Lauderdale Lakes, County of Broward, this 15 day of January, 1976.

Notary Public

RECORDED IN THE OFFICIAL RECORDS BOOK
OF BROWARD COUNTY, FLORIDA
L. A. HESTER
COUNTY ADMINISTRATOR

Notary Public
My Comm. Expires
Bonded By Agent



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AMENIMENT October 11th, 1976

ARTICLE IV TITLES OF THE OFFICERS

Section 2. The First Vice President. - Addition.

The First Vice President shall be the Chairman of the
Executive Committee.

At regular meetings of the Board of Directors of the above named corporation held March 7th and March 14th, 1983, the following changes and amendments to the By-Laws were approved by the necessary votes:

ARTICLE I - GENERAL - Section 4 to be added:

Meeting Procedure: All meetings shall be conducted under Robert's "Rules of Order."

Change ARTICLE III - OFFICERS - Section 4 to read:

In the event the office of President or First Vice President becomes vacant the next in line shall automatically move up to fill the vacancy. In the event such officer refuses to move up then he must resign from office. All vacancies shall be filled by nomination by a member of the Board at the meeting in which the original vacancy is announced, and then by secret ballot. A majority vote shall be required for election.

ARTICLE III - OFFICERS - Section 2 to be added:

In the event the Board of Directors is unable to elect any officer from its body the President shall appoint a Nominating Committee to recommend a unit owner from the complex to fill such office--subject to the approval of the Board of Directors. Such officer, under this section, shall not have the right to vote as a Director but shall have the right to vote as a member of the Executive Committee.

Change ARTICLE IV - DUTIES OF THE OFFICERS - Section 2 - The First Vice President to read:

He shall be vested with all the powers and required to perform all the duties of the President in his absence, and such other duties as may be prescribed by the Board of Directors. The First Vice President shall be the Chairman of the Executive Committee.

Change ARTICLE IV - DUTIES OF THE OFFICERS - Section 5 - The Treasurer - C to read:

All disbursements, except for minor expenses paid from petty cash, shall be made by check signed by any two of the following officers: President, First Vice-President Second Vice-President and Treasurer.

LAUDERDALE OAKS MANAGEMENT CORPORATION

RECORDED IN THE OFFICIAL RECORDS BOOK BY
OF BROWARD COUNTY, FLORIDA
F. T. JOHNSON
COUNTY ADMINISTRATOR

Jack Goodberg Pres
President
Barry L. Harpaz
Secretary

STATE OF FLORIDA)
COUNTY OF BROWARD) SS:

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, duly authorized by law to administer oaths and take acknowledgements, as President and Secretary, respectively, of LAUDERDALE OAKS MANAGEMENT CORPORATION, a non-profit Florida corporation, and they acknowledged before me that they executed the foregoing instrument as such officers, as the act and deed of said corporation, for the uses and purposes therein expressed.

WITNESS my hand and official seal at Lauderdale Lakes, County of Broward, this 8th day of April 1983.

NOTARY PUBLIC STATE OF FLORIDA AT LARGE
MY COMMISSION EXPIRES JUNE 11, 1983
BONDED THRU CITIZENS UNDERWRITERS

Donna L. Dauralibi
Notary Public

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Handwritten note: *Handwritten note: Lauder Oaks Management Corp.*