

STATE OF FLORIDA

DEPARTMENT OF STATE



I, RICHARD (DICK) STONE, Secretary of State of the State of Florida, do hereby certify that the following is a true and correct copy of

Certificate of Incorporation, as amended, of NEW COLONY HOUSE, INC., a corporation organized and existing under the Laws of the State of Florida, as of the 3rd day of April, A. D., 1974, as shown by the records of this office.



GIVEN under my hand and the Great Seal of the State of Florida, at Tallahassee, the Capital, this the 3rd day of April, A.D., 1974.

Richard (Dick) Stone
SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
NEW COLONY HOUSE, INC.
A CORPORATION NOT FOR PROFIT

1. Name and Place of Business. The name of the corporation is NEW COLONY HOUSE, INC. The place of business shall be 500 South Beach Street, Daytona Beach, Florida.

2. Purpose. The corporation is organized as a corporation not for profit under the provisions of Chapter 617 of the Florida Statutes and is a Condominium Association as referred to and authorized by Section 711.12 of the Florida Statutes. The purpose for which the corporation is organized is to provide an entity responsible for the operation of a condominium in Volusia County, Florida, known as New Colony House, A Condominium. A description of the lands of said condominium is attached hereto as Exhibit A. Said condominium is herein called "Condominium" and the Declaration of Condominium whereby the same has or will be created is herein called "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. After receiving the approval of the corporation, as required under the Declaration, change of membership in this corporation shall be established by recording in the Public Records of Volusia County, Florida, 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.

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. Names and Residences of Incorporators. The names and residences of the incorporators to these Articles of Incorporation are:

ALAN ROGERS
5786 Corbett Street
Los Angeles, California

JOSEF S. NOBLE
5786 Corbett Street
Los Angeles, California

ALAN FREEDMAN
500 South Beach Street
Daytona Beach, Florida

6. 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, Secretary and Assistant 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 Section 11, particularly those set forth in Sections 11.3 and 11.4, 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/or consummation of the agreements executed pursuant to such powers are some or all of the persons with whom the corporation enters into such agreements or who own some or all of the proprietary interest in the entity or entities with whom the corporation enter into such agreements. Disclosure of such agreements by setting forth the same in the Declaration of Condominium of New Colony House, as initially declared or subsequently redeclared 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.

7. Names of Officers. The names of the officers who are to serve until the first election or appointment are as follows:

President	-	ALAN ROGERS
Vice-President	-	JOSEF S. NOBLE
Treasurer	-	
Secretary	-	JEFFREY ROGERS
Assistant Secretary	-	ALLAN FREEDMAN

8. Board of Directors. The Board of Directors shall consist of four persons and the names and addresses of the persons who are to serve as such until the first election thereof are as follows:

LOUIS ROGERS, Chairman 5786 Corbett Street Los Angeles, California	JOSEF S. NOBLE 5786 Corbett Street Los Angeles, California
ALAN ROGERS 5786 Corbett Street Los Angeles, California	JEFFREY ROGERS 5786 Corbett Street Los Angeles, California

9. By-Laws. The original By-Laws are to be made by the Board of Directors and/or declarer under such Declaration. The same may thereafter be amended, altered or rescinded only in accordance with the provisions of such By-Laws and the Declaration relating to amendment.

10. Amendment of Articles. These Articles of Incorporation may only be amended in accordance with the provisions of the Declaration relating to amendment.

11. Powers. The corporation shall have all of the following powers:

1. Section 617.021. All of the powers set forth and described in Section 617.021 of the Florida Statutes not repugnant to any of the provisions of Chapter 711 of the Florida Statutes.

2. Chapter 711. All of the powers of an association, as set forth in Chapter 711 of the Florida Statutes.

3. Leaseholds. To acquire and enter into agreements whereby it acquires leaseholds, membership or other possessory 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 or benefit of the unit owners.

4. Management. 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. Acquisition of Condominium Parcels. To acquire by purchase or otherwise condominium parcels of the Condominium, subject nevertheless to the provisions of the Declaration and/or By-Laws relative thereto.

6. Operations. 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.

WE, THE UNDERSIGNED, being all and each of the subscribers hereto, do hereby subscribe to these Articles of Incorporation and in witness whereof, we have hereunto set our hands and seals this _____ day of _____, A.D., 1971.

ALAN ROGERS (SEAL)

JOSEF S. NOBLE (SEAL)

ALFREDMAN (SEAL)

STATE OF CALIFORNIA)
COUNTY OF _____)

Before me, the undersigned authority, personally appeared
ALAN ROGERS and JOSEF S. NOBLE, well known to me, who, upon oath
acknowledged before me that they executed the above and foregoing
Articles of Incorporation for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official
seal at said County and State this ____ day of _____, A.D.
1971.

Notary Public, State of California

My Commission Expires: _____

STATE OF FLORIDA)
COUNTY OF VOLUSIA)

Before me, the undersigned authority, personally appeared
ALFRED ^W well known to me, who, upon oath acknowledged before
me that he executed the above and foregoing Articles of Incorporation
for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official
seal at said County and State this ____ day of _____, A.D.
1971.

Notary Public, State of Florida

My Commission Expires: _____

LEGAL DESCRIPTION

A condominium of Lots 8, 9 and 10, GARDINER COURT, being a resubdivision of portions of Lots 3, 4, 5 and 6, Block 2, Hodgman's Daytona and recorded in Map Book 11, page 128, Public Records of Volusia County, Florida.

EXHIBIT A