

State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of TOWERS TEN CONDOMINIUM ASSOCIATION, INC., a Florida corporation, filed on November 14, 1997, as shown by the records of this office.

The document number of this corporation is N97000006491.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Eighteenth day of November, 1997



CR2EO22 (2-95)

Sandra B. Northam

Sandra B. Northam
Secretary of State

ARTICLES OF INCORPORATION

OF

TOWERS TEN CONDOMINIUM ASSOCIATION, INC.

A FLORIDA CORPORATION NOT FOR PROFIT

FILED

97 NOV 14 AM 10:03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation is, "Towers Ten Condominium Association, Inc.", whose principal office and mailing address is located at 4565 South Atlantic Avenue, Suite 5604, Ponce Inlet, Florida 32127. The registered office address is 415 Canal Street, New Smyrna Beach, Florida 32168.

ARTICLE II

The duration of the Corporation is perpetual.

ARTICLE III

This corporation is not authorized to issue stock.

ARTICLE IV

The purpose for which this corporation is organized is to provide an entity for the management and operation of Towers Ten, a Condominium to be created in accordance with the provisions of the Condominium Act and to be located at Ponce Inlet, Florida (hereinafter the "Condominium").

Exhibit 1-B

ARTICLE V

In accordance with Section 617.0203, Florida Statutes, the date when corporate existence shall commence is the date of filing of these Articles of Incorporation.

ARTICLE VI

All owners of record of title in fee simple to a Unit in the Condominium shall, by virtue of such ownership, be members of this corporation. Membership shall terminate upon the alienation of such ownership interests.

ARTICLE VII

The Corporation shall have all of the powers enumerated in: (a) Chapter 718, Florida Statutes (the Condominium Act); and (b) Chapter 617, Florida Statutes, to the extent that such powers are consistent with the provisions of Chapter 718.

ARTICLE VIII

The incorporator is Richard A. Friedman, whose address is 4565 South Atlantic Avenue, Suite 5604, Ponce Inlet, Florida 32127.

ARTICLE IX

The initial Board of Directors shall consist of three (3) persons. The names and addresses of the initial directors are as follows:

<u>Name</u>	<u>Address</u>
Anthony DiMucci	100 West Dundee Road Palatine, IL 60067
Sid Vihlen	200 N. Park Ave., Suite 200 Sanford, FL 32771
Richard A. Friedman	4565 S. Atlantic Avenue Suite 5604 Ponce Inlet, FL 32127

Subsequent Boards of Directors shall be constituted and elected as set forth in the By-Laws of the Corporation. All directors, other than the initial directors, shall be members of the Corporation.

ARTICLE X

The officers of the corporation shall be elected by the Board of Directors in accordance with provisions of the By-Laws of the Corporation.

ARTICLE XI

The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

ARTICLE XII

The By-Laws of the Corporation shall be adopted by the initial Board of Directors and may thereafter be amended in accordance with the provisions thereof.

ARTICLE XIII

On all matters upon which the members of the Corporation shall be entitled to vote under the By-Laws, there shall be one vote for each Unit in the Condominium, which vote shall be cast as provided for in the By-Laws.

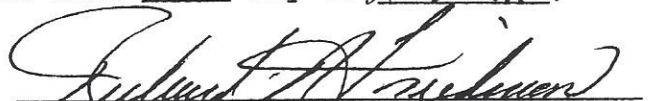
ARTICLE XIV

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the members is subject to this reservation.

ARTICLE XV

The initial registered office of the Corporation shall be located at 415 Canal Street, New Smyrna Beach, Florida 32168 and the initial registered agent shall be Mark R. Hall, at that address.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 7th day of November, 1997.



RICHARD A. FRIEDMAN, INCORPORATOR

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

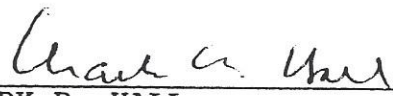
IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST--THAT TOWERS TEN CONDOMINIUM ASSOCIATION, INC.,
DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF
FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS IN THE TOWN OF PONCE
INLET, STATE OF FLORIDA, HAS NAMED MARK R. HALL, LOCATED AT 415
CANAL STREET, NEW SMYRNA BEACH, FLORIDA 32168 AS ITS AGENT TO
ACCEPT SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA.

DATED: November 7, 1997


RICHARD A. FRIEDMAN, INCORPORATOR

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE, I HEREBY CERTIFY THAT I UNDERSTAND THE OBLIGATIONS OF
A REGISTERED AGENT, AND AGREE TO ACT IN THIS CAPACITY, AND I
FURTHER AGREE TO COMPLY WITH THE PROVISION OF ALL STATUTES RELATIVE
TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.


MARK R. HALL

DATED: November 11, 1997

Book: 431f
Page: 298

ARTICLES OF INCORPORATION

OF

TOWERS TEN CONDOMINIUM ASSOCIATION, INC.

A FLORIDA CORPORATION NOT FOR PROFIT

FILED

97 NOV 14 AM 10:03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation is, "Towers Ten Condominium Association, Inc.", whose principal office and mailing address is located at 4565 South Atlantic Avenue, Suite 5604, Ponce Inlet, Florida 32127. The registered office address is 415 Canal Street, New Smyrna Beach, Florida 32168.

ARTICLE II

The duration of the Corporation is perpetual.

ARTICLE III

This corporation is not authorized to issue stock.

ARTICLE IV

The purpose for which this corporation is organized is to provide an entity for the management and operation of Towers Ten, a Condominium to be created in accordance with the provisions of the Condominium Act and to be located at Ponce Inlet, Florida (hereinafter the "Condominium").

Book: 4318
Page: 299

ARTICLE V

In accordance with Section 617.0203, Florida Statutes, the date when corporate existence shall commence is the date of filing of these Articles of Incorporation.

ARTICLE VI

All owners of record of title in fee simple to a Unit in the Condominium shall, by virtue of such ownership, be members of this corporation. Membership shall terminate upon the alienation of such ownership interests.

ARTICLE VII

The Corporation shall have all of the powers enumerated in: (a) Chapter 718, Florida Statutes (the Condominium Act); and (b) Chapter 617, Florida Statutes, to the extent that such powers are consistent with the provisions of Chapter 718.

ARTICLE VIII

The incorporator is Richard A. Friedman, whose address is 4565 South Atlantic Avenue, Suite 5604, Ponce Inlet, Florida 32127.

Book: 4318
Page: 2991

ARTICLE IX

The initial Board of Directors shall consist of three (3) persons. The names and addresses of the initial directors are as follows:

<u>Name</u>	<u>Address</u>
Anthony DiMucci	100 West Dundee Road Palatine, IL 60067
Sid Vihlen	200 N. Park Ave., Suite 200 Sanford, FL 32771
Richard A. Friedman	4565 S. Atlantic Avenue Suite 5604 Ponce Inlet, FL 32127

Subsequent Boards of Directors shall be constituted and elected as set forth in the By-Laws of the Corporation. All directors, other than the initial directors, shall be members of the Corporation.

ARTICLE X

The officers of the corporation shall be elected by the Board of Directors in accordance with provisions of the By-Laws of the Corporation.

ARTICLE XI

The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

ARTICLE XII

The By-Laws of the Corporation shall be adopted by the initial Board of Directors and may thereafter be amended in accordance with the provisions thereof.

ARTICLE XIII

On all matters upon which the members of the Corporation shall be entitled to vote under the By-Laws, there shall be one vote for each Unit in the Condominium, which vote shall be cast as provided for in the By-Laws.

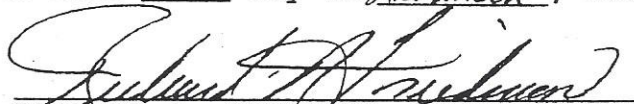
ARTICLE XIV

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the members is subject to this reservation.

ARTICLE XV

The initial registered office of the Corporation shall be located at 415 Canal Street, New Smyrna Beach, Florida 32168 and the initial registered agent shall be Mark R. Hall, at that address.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 7th day of November, 1997.


RICHARD A. FRIEDMAN, INCORPORATOR

Book: 4318
Page: 299

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

FILED

97 NOV 14 AM 10:03

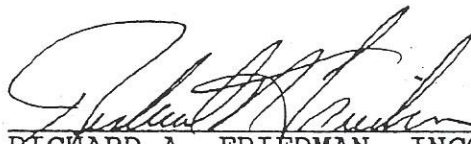
IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

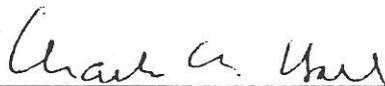
FOLLOWING IS SUBMITTED:

FIRST--THAT TOWERS TEN CONDOMINIUM ASSOCIATION, INC.,
DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF
FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS IN THE TOWN OF PONCE
INLET, STATE OF FLORIDA, HAS NAMED MARK R. HALL, LOCATED AT 415
CANAL STREET, NEW SMYRNA BEACH, FLORIDA 32168 AS ITS AGENT TO
ACCEPT SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA.

DATED: November 7, 1997


RICHARD A. FRIEDMAN, INCORPORATOR

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE, I HEREBY CERTIFY THAT I UNDERSTAND THE OBLIGATIONS OF
A REGISTERED AGENT, AND AGREE TO ACT IN THIS CAPACITY, AND I
FURTHER AGREE TO COMPLY WITH THE PROVISION OF ALL STATUTES RELATIVE
TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.


MARK R. HALL

DATED: November 11, 1997

Book: 4318
Page: 299

INDEX

	<u>Page No.</u>
<u>Receipt of Secretary of State</u>	i
<u>Certificate of Incorporation</u>	C/I
<u>By-Laws</u>	B/L 1 - B/L-11
<u>Action Taken In Place Of Organization Meeting</u>	1
 <u>First Meeting of Board of Directors</u>	
(a) Waiver of Notice	2
(b) Election of Officers	3
(c) Ratification of Actions Taken by Incorporator	4
(d) Approval of Corporate Seal	4
(e) Approval of Form of Capital Certificate	4
(f) Authorization of Banking Arrangements	5
(g) Specimen Form of Certificate	Appendix A
(h) Conformed Copy of Banking Resolutions	Appendix B

RECEIPT OF SECRETARY OF STATE



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 18, 1997

ROBERT S. THURLOW, ESQ.
415 CANAL ST
NEW SMYRNA BEACH, FL 32168-7009

The Articles of Incorporation for TOWERS TEN CONDOMINIUM ASSOCIATION, INC. were filed on November 14, 1997 and assigned document number N97000006491. Please refer to this number whenever corresponding with this office regarding the above corporation. The certification you requested is enclosed.

PLEASE NOTE: COMPLIANCE WITH THE FOLLOWING PROCEDURES IS ESSENTIAL TO MAINTAINING YOUR CORPORATE STATUS. FAILURE TO DO SO MAY RESULT IN DISSOLUTION OF YOUR CORPORATION.

A CORPORATION ANNUAL REPORT MUST BE FILED WITH THIS OFFICE BETWEEN JANUARY 1 AND MAY 1 OF EACH YEAR BEGINNING WITH THE CALENDAR YEAR FOLLOWING THE YEAR OF THE FILING DATE NOTED ABOVE AND EACH YEAR THEREAFTER. FAILURE TO FILE THE ANNUAL REPORT ON TIME MAY RESULT IN ADMINISTRATIVE DISSOLUTION OF YOUR CORPORATION.

A FEDERAL EMPLOYER IDENTIFICATION (FEI) NUMBER MUST BE SHOWN ON THE ANNUAL REPORT FORM PRIOR TO ITS FILING WITH THIS OFFICE. CONTACT THE INTERNAL REVENUE SERVICE TO RECEIVE THE FEI NUMBER IN TIME TO FILE THE ANNUAL REPORT AT 1-800-829-3676 AND REQUEST FORM SS-4.

SHOULD YOUR CORPORATE MAILING ADDRESS CHANGE, YOU MUST NOTIFY THIS OFFICE IN WRITING, TO INSURE IMPORTANT MAILINGS SUCH AS THE ANNUAL REPORT NOTICES REACH YOU.

Should you have any questions regarding corporations, please contact this office at the address given below.

Pamela Hall, Document Specialist
New Filings Section

Letter Number: 497A00055236