

SCANNED

**CERTIFICATE OF INCORPORATION**

**OF**

**THE VILLAS ON THE OCEAN NO. 1, INC.**

RECEIVED  
MAY 25 2 03 PM '62  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I**

The name of this corporation shall be:

**THE VILLAS ON THE OCEAN NO. 1, INC.**

**ARTICLE II**

The principal office of this corporation will be located at 1608 Ocean Drive, Riviera Beach, Palm Beach County, Florida, and the corporation may have such other offices, both within and without the State of Florida as may be necessary or convenient.

RECORDED AND FILED  
*[Signature]*

**ARTICLE III**

The general nature of the business, objects or purposes to be transacted, promoted, or carried on by the corporation are as follows:

*[Handwritten initials]*

A. To lease or purchase, operate and manage a cooperative apartment housing project on a non-profit basis and in the interest and for the housing of its members and other lawful occupants.

B. In connection with such project the corporation shall itself, or in conjunction with other corporations, firms, limited partnerships, persons or entities, by contract, or otherwise, provide such community facilities, services and benefits as may be necessary or convenient for the welfare of its members and the usefulness of the project.

C. In furtherance of the foregoing purposes, the corporation shall have power to purchase, lease, or otherwise acquire land, both improved and unimproved, to build, rebuild, repair, improve and manage any such property, and to do any and all other things necessary or convenient for the fulfillment of the purposes of this corporation.

D. To enter into, make, perform and execute contracts, deeds,

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leases and agreements of every kind and description with any person, persons, firm, association, corporation, municipality, county, state, body politic or government or colony or dependency thereof.

E. To borrow or raise moneys for any of the purposes of the corporation and, from time to time, without limit as to amount, to draw, make, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable instruments and evidences of indebtedness, and to secure the payment of any thereof and of the interest thereon by mortgage or deed of trust upon or pledge, conveyance or assignment in trust of the whole or any part of the property of the corporation, whether at that time owned or thereafter acquired, and to sell, pledge or otherwise dispose of such bonds or other obligations of the corporation for its corporate purposes.

F. [REDACTED] all of its general powers, together

[REDACTED]  
[REDACTED]  
[REDACTED]

[REDACTED] as well as all implied powers in carrying out the foregoing expressed powers.

G. The foregoing clauses shall be considered both as objects and powers, and it is expressly provided hereby that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner or way the powers of this corporation conferred by the laws of the State of Florida and by the principles of the common law upon corporations of a similar character; and it is expressly provided hereby that no recitation, expression or declaration of specific or special powers or purposes herein enumerated shall be deemed to limit or to restrict, or to be exclusive, and each clause shall, except where otherwise expressed, be in no wise limited or restricted by reference to or inference from the provision of one of any other clause, but shall be regarded as independent purposes

and powers, and, in addition, the corporation shall have and exercise all the rights, powers and privileges now or hereafter belonging to or conferred by the laws of the State of Florida upon corporations of this character organized under the provisions of law; and the corporation shall do any or all of the things hereinbefore set forth to the same extent as natural persons might or could do.

#### ARTICLE IV

A. Membership in the corporation shall be limited to holders of Certificates of Membership and Proprietary Leases of individual apartment units to be issued by the corporation in standard form. A separate Certificate of Membership and Proprietary Lease shall be issued for each apartment unit, shall constitute a single membership, and shall entitle the holder or holders thereof to the number of votes in the management of the affairs of the corporation as set forth in the By-Laws of the corporation.

C. Transfers of membership and assignments of leases shall be upon terms and conditions as shall be prescribed in the By-Laws and upon such forms as established by the Board of Directors, not inconsistent with the terms of the Certificates of Membership.

D. The standard form of Certificate of Membership, hereinbefore referred to, shall not be changed after its adoption by the Board of Directors.

#### ARTICLE V

The first Board of Directors of the corporation shall provide in the By-Laws of the corporation for the establishment of the capital valuation of the corporation, which shall be an amount equal to the sales price of all living units in the apartment building or buildings owned by the corporation, of which shall be allocated to each cooperative apartment Certificate of Membership and Proprietary Lease the sales price thereof. The amount so allocated to each apartment can not be changed by amending the By-Laws or this Certificate of Incorporation, notwithstanding anything to the contrary contained herein or in said By-Laws.

**ARTICLE VI**

The corporation is to have perpetual existence.

**ARTICLE VII**

The names and places of residence of the subscribers hereto are as follows:

<u>Name</u>	<u>Residence</u>
Melvin N. Greenberg	743 Sistina Avenue Coral Gables, Florida
Herbert E. Saks	160 N. E. 128th Terrace Miami, Florida
Lucille P. Krug	7220 W. Panama Street Miramar, Florida

**ARTICLE VIII**

A. The management of the affairs of the corporation shall be conducted by its Board of Directors in accordance with provisions of its By-Laws. The first Board of Directors shall have the power and authority to make, adopt, alter or amend the original By-Laws of the corporation, in conformity herewith, insofar as applicable; thereafter, ~~management authority,~~

~~the powers shall rest in the members~~  
~~of the corporation~~

B. In furtherance, and not in limitation, of the powers conferred by statute, the Board of Directors, is expressly authorized:

1. To create out of the funds of the corporation a reserve or reserves for any proper purpose.
2. To borrow moneys for the purposes of the corporation to the extent permitted by the By-Laws, subject, however, to the limitations hereinafter expressed.
3. When and as authorized by the affirmative vote of three-fourths of the entire voting power of the membership of the corporation at a meeting of the members duly called for the purpose, or when authorized by the written consent of three-fourths of the entire voting power of the membership to sell, lease, mortgage or exchange all of the property and

assets of the corporation, including its good will and its corporate franchises, upon such terms and conditions and for such consideration as the Board of Directors shall deem expedient and for the best interests of the corporation.

4. By resolution or resolutions passed by a majority of the whole Board, to designate one or more committees, each committee to consist of three (3) or more members, one (1) of whom shall be a Director of the corporation, which, to the extent provided in said resolution or resolutions or in the By-Laws of the corporation, shall have and may exercise the powers of the Board of Directors in the management of the business and affairs of the corporation, and may have power to authorize the seal of the corporation to be affixed to all papers which may require it, provided the said resolution or resolutions shall so provide. Such committee or committees shall have such name or names as may be stated in the By-Laws of the corporation or may be determined from time to time by resolution adopted by the Board of Directors, or a majority of the members.

5. The Board of Directors shall assess the membership for the operating expenses of the entire cooperative apartment in accordance with the provisions relating to assessments in the By-Laws of the corporation.

#### ARTICLE IX

A. The names and post office addresses of the members of the first Board of Directors of this corporation, who shall hold office for the first year of existence of the corporation or until their successors are elected and have qualified, any provision to the contrary herein notwithstanding, are as follows:

<u>Name</u>	<u>Address</u>
Leon P. Lipsch	2100 Keystone Blvd, North Miami, Florida
Richard D. Hessler	50 East 42nd Street New York 17, New York
Estelle Lipsch	2100 Keystone Blvd, North Miami, Florida
Joshua Sidney Shultz	50 East 42nd Street New York 17, New York

B. The names and post office addresses of the officers of this corporation, who shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified, any provision to the contrary herein notwithstanding, are as follows:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Leon P. Lipsick	President	2100 Keystone Blvd. North Miami, Florida
Richard D. Rosier	Vice President	50 East 42nd Street New York 17, New York
Estelle Lipsick	Secretary	2100 Keystone Blvd. North Miami, Florida
Joshua Sidney Shultz	Treasurer	50 East 42nd Street New York 17, New York

C. The officers and directors, other than those herein named to hold office for the first year of existence of the corporation or until their successors are elected and have qualified, shall be members of the corporation during their term of office, any provision to the contrary herein notwithstanding.

#### ARTICLE X

Special provisions for the regulation of the corporation in furtherance and not in limitation of powers conferred by the Statutes of the State of Florida are herein set forth:

A. Any meetings of members or of the Board of Directors may be held either within or without the State of Florida.


B. The officers of this corporation shall be: a President, one or more Vice Presidents, a Secretary and Treasurer, and such other officers as the Board of Directors may deem necessary, or as may be set forth in the By-Laws of the corporation. The duties of such officers, the manner and time of their election and their qualifications and tenure shall be fixed by the By-Laws.

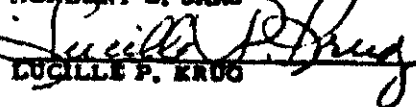
C. Amendments to the Articles of Incorporation may be proposed and adopted by a four-fifths vote of the members at any regular or special meeting of the members.

D. No member shall be personally liable for corporate debts to any extent whatever.

IN WITNESS WHEREOF, we the undersigned, being the incorporators heretofore named, do make this certificate and have hereunto set our hand and seals this 22 day of March, 1962.

  
MELVIN N. GREENBERG (SEAL)

  
HERBERT E. SAKS (SEAL)

  
LUCILLE P. KRUG (SEAL)


STATE OF FLORIDA

COUNTY OF Dade

SS:

Before me, the undersigned authority, personally appeared MELVIN N. GREENBERG, HERBERT E. SAKS, and LUCILLE P. KRUG, to me well known and known to me to be the individuals described in, and who executed the foregoing Certificate of Incorporation, and they acknowledged before me that they executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at Dade, said County and State, this 22 day of March, 1962.

  
Josephine M. Harren  
Notary Public, State of Florida at Large  
My Commission Expires March 10, 1964

My commission expires:

ARTICLES OF MERGER

OF

THE VILLAS ON THE OCEAN NO. 2, INC.,  
THE VILLAS ON THE OCEAN NO. 3, INC.,  
THE VILLAS ON THE OCEAN NO. 4, INC.,  
THE VILLAS ON THE OCEAN NO. 5, INC.,  
THE VILLAS ON THE OCEAN NO. 6, INC.,  
THE VILLAS ON THE OCEAN NO. 7, INC.,  
THE VILLAS ON THE OCEAN NO. 8, INC.,

FILED  
RECORDED IN 5185  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

INTO

THE VILLAS ON THE OCEAN NO. 1, INC.

Pursuant to the provisions of Chapter 617 Florida Statutes, the undersigned corporations adopt the following Articles of Merger for the purpose of merging them into The Villas on the Ocean No. 1, Inc., the surviving corporation:

ARTICLE I

The following Plan of Merger was approved by each of the undersigned corporations:

(a) The Villas on the Ocean No. 2, Inc., The Villas on the Ocean No. 3, Inc., The Villas on the Ocean No. 4, Inc., The Villas on the Ocean No. 5, Inc., The Villas on the Ocean No. 6, Inc., The Villas on the Ocean No. 7, Inc., and The Villas on the Ocean No. 8, Inc., shall merge into The Villas on the Ocean No. 1, Inc., which shall be the surviving corporation. Except as modified by the terms hereof, the provisions of the present Articles of Incorporation of The Villas on the Ocean No. 1, Inc., shall remain unchanged and shall continue as the provisions of the Articles of Incorporation of the said surviving corporation.

(b) The By-Laws of the surviving corporation shall be the present By-Laws of The Villas on the Ocean No. 1, Inc.

(c) The names and postoffice addresses of the members of the Board of Directors of the surviving corporation, The Villas on the Ocean No. 1, Inc., who shall hold office for the first year after the Secretary of State of Florida has filed the original



... or until their successors are  
elected and qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Leon Lipsick	2100 Keystone Boulevard W. Miami, Florida	
Wm. B. Brown, Jr.	3600 Ocean Drive Riviera Beach, Florida	Vice President
Harry Gaskell	3600 Ocean Drive Riviera Beach, Florida	President
Helen Parks	3600 Ocean Drive Riviera Beach, Florida	Secretary
John Schreier	3600 Ocean Drive Riviera Beach, Florida	
Edgar Spitz	3600 Ocean Drive Riviera Beach, Florida	Treasurer
S. L. Mercer	3600 Ocean Drive Riviera Beach, Florida	

(d) The name and principal place of business of the surviving corporation shall be: THE VILLAS ON THE OCEAN NO. 1, INC., 3600 Ocean Drive, Riviera Beach, Palm Beach County, Florida.

(e) Membership in the surviving corporation shall be the owners of Certificates of Membership and Proprietary Leases issued by The Villas on the Ocean No. 1, Inc., through and including The Villas on the Ocean No. 8, Inc. The terms and provisions governing the rights, restrictions, qualifications, preferences and other matters of the said certificates shall be those contained in the present Articles of Incorporation of The Villas on the Ocean No. 1, Inc., as amended by these Articles of Merger.

(f) Those Certificates of Membership and Proprietary Leases issued by the eight corporations, i.e., The Villas on the Ocean No. 1, Inc., through and including The Villas on the Ocean No. 8, Inc., shall be deemed the Certificates of Membership and Proprietary Leases of the surviving corporation, The Villas on the Ocean No. 1, Inc. Said surviving corporation shall issue labels

bearing the name of that corporation which may be affixed to and cover the name of the merged corporation, where relevant, on said Membership Certificates and Proprietary Leases, upon the presentation of any of said Membership Certificates and Proprietary Leases by any member of the surviving corporation.

(g) Upon the issuance of the Certificate of Merger by the Secretary of State of Florida, the merger shall be effective. Thereupon, The Villas on the Ocean No. 1, Inc., the surviving corporation will assume all the obligations and liabilities of the other said corporations merging into it, and any claim existing or action or proceeding pending by or against any of such corporations may be prosecuted as if such merger had not taken place, and the surviving corporation may be substituted in its place. Thereupon, the surviving corporation, The Villas on the Ocean No. 1, Inc., shall possess all rights privileges, immunities and franchises, as well as of a public as of a private nature, of each of the merging corporations; and all property, real, personal and mixed, and all debts due on whatever account, and all other choses in action, and every other interest, of or belonging to or due to each of the corporations so merged, shall be taken and deemed transferred to and vested in The Villas on the Ocean No. 1, Inc., without further act or deed; and the title to any real estate or any interest therein, vested in any of such corporations shall not revert or be in any way impaired by reason of such merger. Neither the rights of creditors nor any liens upon the property of any such corporation shall be impaired by such merger.

(h) This plan of merger shall not affect any right, title and interest of Palm Villas, Ltd., Riviera Beach Development Co. and Riviera Beach Construction Corp. in and to any personalty, leasehold rights, real estate interests or interest of any kind presently owned by them, but all of said entities shall retain their present proprietary rights and ownership held by each or all of them in and to any of said

property rights, and said entities shall have all their present rights to sell, mortgage, convey, deed or do anything in connection with the existing real estate, leases, ownership of personalty, nor shall these rights be in any way impaired by this merger or expanded by this merger. The rights of any present mortgagees of any real estate shall not in any way be affected by this merger. Additionally, Riviera Beach Development Co. shall have the same right of sale relative to any unsold apartments as said corporation would have had prior to the merger becoming effective.

#### ARTICLE II

As to each of the undersigned corporations, the Plan of Merger was adopted in the following manner:

(a) On the 5th day of March, 1968, the Board of Directors of each of the undersigned corporations adopted a Resolution approving the proposed Plan of Merger as set forth hereinabove, and directed that it be submitted to a vote at a meeting of members having voting rights.

(b) On the 19th day of March, 1968, a meeting of the members of each of the corporations having voting rights was held pursuant to a written notice setting forth the proposed plan, which was given to each member entitled to vote at such meeting within the time and in the manner provided in the By-Laws for the giving of notice of special meetings of members. Said proposed plan was adopted at such meeting by at least two-thirds of the votes that the members present at such meeting, or represented by proxy, were entitled to cast. A quorum was present at such meeting.

IN WITNESS WHEREOF, the parties hereto have caused their corporate names and seals to be hereto affixed by their duly

authorized officers on this 19th day of March, 1948.

ATTEST:  
Edgar L. Spitz  
Secretary

(CORPORATE SEAL)

THE VILLAS ON THE OCEAN NO. 1, INC.  
BY Anna A. Aggar President  
Edgar L. Spitz Secretary

ATTEST:  
H. Peters  
Secretary

(CORPORATE SEAL)

THE VILLAS ON THE OCEAN NO. 2, INC.  
BY Mary M. Hendley President  
H. Peters Secretary

ATTEST:  
Luis A. Silvers  
Secretary

(CORPORATE SEAL)

THE VILLAS ON THE OCEAN NO. 3, INC.  
BY John L. Aggar President  
Luis A. Silvers Secretary

ATTEST:  
Mrs. J. Lawrence  
Secretary

(CORPORATE SEAL)

THE VILLAS ON THE OCEAN NO. 4, INC.  
BY Helena F. Under President  
Mrs. J. Lawrence Secretary

ATTEST:  
Charles F. Smith  
Secretary

(CORPORATE SEAL)

THE VILLAS ON THE OCEAN NO. 5, INC.  
BY Anna A. Aggar President  
Charles F. Smith Secretary

My commission expires 1-17-72

Notary Public State of Florida at Large

(SEAL)

BE IT REMEMBERED that on this 19th day of March, 1968, before me a notary public in and for the County and State aforesaid, personally came VMA V. APGAR, the President of The Villas on the Ocean No. 1, Inc., a nonprofit corporation organized under the laws of the State of Florida, a party to the foregoing Articles of Merger, to me personally known, and personally known to me to be such President, and who being by me duly sworn, did depose and say that she is the President of The Villas on the Ocean No. 1, Inc., one of the corporations described in and which executed the foregoing Articles of Merger; that she knows the text of said corporation; that the seal affixed to said Articles of Merger is the common or corporate seal of said corporation; that it was affixed to said Articles by authority of a majority of the directors and by resolution adopted by the holders of at least two-thirds of the votes of the corporation, and that by like authority and order she signed and subscribed her name thereto as President of said corporation, and acknowledged and executed same; that the signature of the President in her own proper handwriting, and said VMA V. APGAR then and there acknowledged said Articles of Merger before me to be her own act and deed, and agreement, and the corporate act and deed and agreement of said corporation, pursuant to all applicable laws.

COURT OF PALM BEACH

STATE OF FLORIDA

(CORPORATE SEAL)

Secretary  
President  
THE VILLAS ON THE OCEAN NO. 1, INC.

Secretary  
ATTORNEY

(CORPORATE SEAL)

Secretary  
President  
BY A. David Taylor  
THE VILLAS ON THE OCEAN NO. 1, INC.

Secretary  
ATTORNEY

(CORPORATE SEAL)

Secretary  
President  
BY J. J. Taylor  
THE VILLAS ON THE OCEAN NO. 1, INC.

Secretary  
ATTORNEY

COUNTY OF PALM BEACH

BE IT REMEMBERED that on this 19th day of March, 1968, before me a notary public in and for the County and State aforesaid, personally came Mary M. Hinkley, the President of The Villas on the Ocean No. 2, Inc., a nonprofit corporation organized under the laws of the State of Florida, a party to the foregoing Articles of Merger, to me personally known, and personally known to me to be such President, and who being by me duly sworn, did depose and say that she is the President of The Villas on the Ocean No. 2, Inc., one of the corporations described in and which executed the foregoing Articles of Merger; that she knows the seal of said corporation; that the seal affixed to said Articles of Merger is the common or corporate seal of said corporation; that it was affixed to said Articles by authority of a majority of the directors and by Resolution adopted by the holders of at least two-thirds of the votes of the members of the corporation, for the uses and purposes therein expressed, and that by like authority and order she signed and subscribed her name thereto as President of said corporation, and acknowledged and executed same; that the signature of the President is her own proper handwriting, and said Mary M. Hinkley then and there acknowledged said Articles of Merger before me to be her own act and deed and agreement, and the corporate act and deed and agreement of said corporation, pursuant to all applicable laws.

Mary S. Massey  
Notary Public State of Florida at Large

(SEAL)

My commission expires: 1-26-72

STATE OF FLORIDA

COUNTY OF PALM BEACH

BE IT REMEMBERED that on this 19th day of March, 1968, before me a notary public in and for the County and State aforesaid, personally came John L. Alge, the President of The Villas on the Ocean No. 3, Inc., a nonprofit corporation organized under the laws of the State of Florida, a party to the foregoing Articles of Merger, to me personally known, and personally known to me to be such president, and who being by me duly sworn, did depose and say that he is the President of The Villas on the Ocean No. 3, Inc., one of the corporations described in and which executed the foregoing Articles of Merger; that he knows the seal of said corporation; that the seal affixed to said Articles of Merger is the common or corporate seal of said corporation; that it was affixed to said Articles by authority of a majority of the directors and by Resolution adopted by the holders of at least two-thirds of the votes of the members of the corporation, for the uses and purposes therein expressed, and that by like authority and order he signed and subscribed his name thereto as President of said corporation, and acknowledged and executed same; that the signature of the President is his own proper handwriting, and said John L. Alge then and there acknowledged said Articles of Merger before me to be his own act and deed, and agreement, and the corporate act and deed and agreement of said corporation, pursuant to all applicable laws.

Mary S. Massey  
Notary Public State of Florida at Large

(SEAL)

My commission expires: 1-26-72

BE IT REMEMBERED that on this 19th day of March, 1968,  
before me a notary public in and for the County and State aforesaid,  
personally came HELEN CROCKER, the President of The Villas on the  
Ocean No. 4, Inc., a nonprofit corporation organized under the laws of  
the State of Florida, a party to the foregoing Articles of Merger, to me  
personally known, and personally known to me to be such President,  
and who being by me duly sworn, did depose and say that she is the  
President of The Villas on the Ocean No. 4, Inc., one of the corpora-  
tions described in and which executed the foregoing Articles of Merger;  
that she knows the seal of said corporation; that the seal affixed to  
said Articles of Merger is the common or corporate seal of said  
corporation; that it was affixed to said Articles by authority of a  
majority of the directors and by Resolution adopted by the holders of  
at least two-thirds of the votes of the members of the corporation,  
for the uses and purposes therein expressed, and that by like authority  
and order she signed and subscribed her name thereto as President of  
said corporation, and acknowledged and executed same; that the signa-  
ture of the President is her own proper handwriting, and said HELEN F.  
CROCKER then and there acknowledged said Articles of Merger before me  
to be her own act and deed, and agreement, and the corporate act and  
deed and agreement of said corporation, pursuant to all applicable laws.

Mary J. Massey  
Notary Public State of Florida at Large

(SEAL)

My commission expires: 1-26-72

STATE OF FLORIDA

COUNTY OF PALM BEACH

BE IT REMEMBERED that on this 19th day of March, 1968,  
before me a notary public in and for the County and State aforesaid,  
personally came ANNA APGAR, the President of The Villas on the Ocean  
No. 5, Inc., a nonprofit corporation organized under the laws of the  
State of Florida, a party to the foregoing Articles of Merger, to me  
personally known, and personally known to me to be such President,  
and who being by me duly sworn, did depose and say that she is the  
President of The Villas on the Ocean No. 5, Inc., one of the corporations  
described in and which executed the foregoing Articles of Merger; that  
she knows the seal of said corporation; that the seal affixed to said  
Articles of Merger is the common or corporate seal of said corporation;  
that it was affixed to said Articles by authority of a majority of the  
directors and by Resolution adopted by the holders of at least two-  
thirds of the votes of the members of the corporation, for the use and  
purposes therein expressed, and that by like authority and order she  
signed and subscribed her name thereto as President of said corporation,  
and acknowledged and executed same; that the signature of the President  
is her own proper handwriting, and said ANNA APGAR then and there  
acknowledged said Articles of Merger before me to be her own act and  
deed, and agreement, and the corporate act and deed and agreement of  
said corporation, pursuant to all applicable laws.

Mary J. Massey  
Notary Public State of Florida at Large

(SEAL)

My commission expires: 1-26-72

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BE IT REMEMBERED that on this 19th day of March, 1968, before me a notary public in and for the County and State aforesaid, personally came LEON LIPSICK, the President of The Villas on the Ocean No. 6, Inc., a nonprofit corporation organized under the laws of the State of Florida, a party to the foregoing Articles of Merger, to me personally known, and personally known to me to be such President, and who being by me duly sworn, did depose and say that he is the President of The Villas on the Ocean No. 6, Inc., one of the corporations described in and which executed the foregoing Articles of Merger; that he knows the seal of said corporation; that the seal affixed to said Articles of Merger is the common or corporate seal of said corporation; that it was affixed to said Articles by authority of a majority of the directors and by Resolution adopted by the holders of at least two-thirds of the votes of the members of the corporation, for the uses and purposes therein expressed, and that by like authority and order he signed and subscribed his name thereto as President of said corporation, and acknowledged and executed same; that the signature of the President is his own proper handwriting, and said LEON LIPSICK then and there acknowledged said Articles of Merger before me to be his own act and deed, and agreement, and the corporate act and deed and agreement of said corporation, pursuant to all applicable laws.

Mary J. Massey  
Notary Public State of Florida at Large

(SEAL)

My commission expires: 1-26-72

STATE OF FLORIDA

COUNTY OF PALM BEACH

BE IT REMEMBERED that on this 19th day of March, 1968, before me a notary public in and for the County and State aforesaid, personally came A. HAROLD EWING, the President of The Villas on the Ocean No. 7, Inc., a nonprofit corporation organized under the laws of the State of Florida, a party to the foregoing Articles of Merger, to me personally known, and personally known to me to be such President, and who being by me duly sworn, did depose and say that he is the President of The Villas on the Ocean No. 7, Inc., one of the corporations described in and which executed the foregoing Articles of Merger; that he knows the seal of said corporation; that the seal affixed to said Articles of Merger is the common or corporate seal of said corporation; that it was affixed to said Articles by authority of a majority of the directors and by Resolution adopted by the holders of at least two-thirds of the votes of the members of the corporation, for the uses and purposes therein expressed, and that by like authority and order he signed and subscribed his name thereto as President of said corporation, and acknowledged and executed same; that the signature of the President is his own proper handwriting and said A. HAROLD EWING then and there acknowledged said Articles of Merger before me to be his own act and deed, and agreement, and the corporate act and deed and agreement of said corporation, pursuant to all applicable laws.

Mary J. Massey  
Notary Public State of Florida, at Large

(SEAL)

My commission expires: 1-26-72



STATE OF FLORIDA

COUNTY OF PALM BEACH

BE IT REMEMBERED that on this 19th day of March, 1968, before me a notary public in and for the County and State aforesaid, personally came WM. B. BROWN, JR., the President of The Villas on the Ocean No. 8, Inc., a nonprofit corporation organized under the laws of the State of Florida, a party to the foregoing Articles of Merger, to me personally known, and personally known to me to be such President, and who being by me duly sworn, did depose and say that he is the President of The Villas on the Ocean No. 8, Inc., one of the corporations described in and which executed the foregoing Articles of Merger; that he knows the seal of said corporation; that the seal affixed to said Articles of Merger is the common or corporate seal of said corporation; that it was affixed to said Articles by authority of a majority of the directors and by Resolution adopted by the holders of at least two-thirds of the votes of the members of the corporation, for the uses and purposes therein expressed, and that by like authority and order he signed and subscribed his name thereto as President of said corporation, and acknowledged and executed same; that the signature of the President is his own proper handwriting, and said WM. B. BROWN, JR. then and there acknowledged said Articles of Merger before me to be his own act and deed, and agreement, and the corporate act and deed and agreement of said corporation, pursuant to all applicable laws.

(SEAL)

*Mary S. Massey*  
Notary Public State of Florida at Large

My commission expires: 1-26-72

