

FILED # C 253381

OCT 15 2003

**ARTICLES OF INCORPORATION OF
FOUR TURNBERRY PLACE CONDOMINIUM ASSOCIATION**

IN THE OFFICE OF
Debra Hill
CLERK OF THE DISTRICT COURT

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned, for the purpose of association to establish a nonprofit corporation for the transaction of business and the promotion and conduct of the objects and purposes hereinafter stated, under the provisions of and subject to the requirements of the laws of the State of Nevada, does make, record and file these Articles of Incorporation in writing.

AND DOES HEREBY CERTIFY:

1. *Name.* The name of the non-profit corporation is Four Turnberry Place Condominium Association (the "*Association*").

2. *Definitions.* Capitalized terms not defined in these Articles of Incorporation (these "*Articles*") shall have the same meaning as given to them in the Declaration of Covenants, Conditions and Restrictions and Reservation of Easements for Four Turnberry Place dated October 8, 2003 (the "*Declaration*").

3. *Resident Agent.* The resident agent shall be Gordon & Silver, Ltd. The address of the registered office in the State of Nevada where process may be served upon the Association is Gordon & Silver, Ltd., 3960 Howard Hughes Parkway, 9th Floor, Las Vegas, Nevada 89109, Attn: James S. Mace. The Association may also maintain an office or offices at such other places within or outside the State of Nevada as it may from time to time determine. Corporate business of every kind and nature may be conducted, and the meetings of the directors of the Association (the "*Directors*") and Owners may be held outside the State of Nevada, the same as in the State of Nevada.

4. *Nonprofit Association.* The Association is a nonprofit corporation.

5. *Purpose.* The purpose for which the Association is organized is to maintain, operate and govern a certain condominium community known as Four Turnberry Place located in Clark County, Nevada. The Association may engage in any lawful activity for which a corporation may be organized, and to promote or conduct any legitimate object or purpose which a corporation may promote or conduct, under Chapter 82 and Chapter 116 of the Nevada Revised Statutes.

6. *Powers.* Subject to any limitations contained in the Declaration and Bylaws, the Association shall have the power to do any and all things that a nonprofit corporation may now or hereafter do under the laws of the State of Nevada, including, but not limited to, the following:

(a) To make and collect Assessments, fines and other charges against Owners and to use the proceeds thereof in the exercise of its powers and duties;

(b) To enforce by legal means the provisions of the Declaration, these Articles, the Bylaws and any rules and regulations concerning the Condominium Project, including but not limited to lien rights;

(c) To purchase, acquire, own, hold, lease, mortgage, sell and dispose of any and all kinds and character of real, personal and mixed property and, while owner of any of the foregoing, to exercise all rights, powers and privileges appertaining thereto;

(d) To maintain, repair, replace, restrict, add to and operate the Condominium Project and other property acquired or leased by the Association;

(e) To purchase insurance for the Condominium Project and insurance for the protection of the Association, its officers, Directors and Owners and such other parties as the Association may determine to be in its best interests;

(f) To make and amend reasonable rules and regulations for the maintenance, conservation and use of the Condominium Project and for the health, comfort, safety and welfare of the Owners;

(g) To contract for the management of the Condominium Project and to delegate to the party with whom such contract has been entered into all of the powers and duties of the Association, except (1) those which require specific approval of the Board or the Owners; (2) those which are incapable of being delegated as the same may be contrary to the Declaration or the Bylaws; (3) those which are contrary to the laws of the State of Nevada; and (4) wherein a delegation is a power and duty which by its very nature is a decision or fiduciary responsibility to be made by the Board and is therefore not susceptible of delegation;

(h) To employ personnel to perform the services required for proper operation of the Project; and

(i) To enter into agreements with other parties for easements or sharing arrangements or recreational facilities as the Board may deem in the best interests of the Project.

7. *Membership.*

7.1. *Members.* Every Owner, upon becoming the Owner of a Unit, shall be a Member of the Association. Membership shall automatically cease when such Person is no longer an Owner.

7.2. *Assignment.* Each Membership in the Association shall be appurtenant to and shall not be separated from the fee ownership of the Unit to which it relates and cannot be assigned, hypothecated or transferred in any manner except upon the sale of a Unit, and then only to the Purchaser.

8. *Voting Rights.* Subject to the Declarant's right to appoint and remove officers of the Association and members of the Board during the Declarant's Period of Control, all voting rights of the Association shall be exercised by the Owners, Owners being entitled to one (1) vote for each

Unit in which they hold the interest required for Membership on each item brought before the Membership. With respect to matters to be voted upon by the Owners as provided in the Declaration, the voting procedures and requirements shall be as set forth in the Declaration.

9. *Directors.* During the Declarant's Period of Control, the members of the Board shall be styled directors. The number of Directors shall not be less than three (3) and not more than five (5), as determined by the Declarant. After the Declarant's Period of Control has expired, the number of Directors shall be five (5) unless changed by a duly authorized amendment to the Bylaws. The Directors shall be appointed and/or elected as provided in the Declaration and the Bylaws. The names and addresses of the first Board, which shall consist of three (3) Directors is as follows:

NAME:	ADDRESS:
Jeffrey Soffer	Turnberry Associates 19501 Biscayne Blvd., Suite 400 Aventura, FL 33180
Jacquelyn Soffer	Turnberry Associates 19501 Biscayne Blvd., Suite 400 Aventura, FL 33180
Bruce Weiner	Turnberry Associates 19501 Biscayne Blvd., Suite 400 Aventura, FL 33180

The number of Directors of the Association may from time to time be increased or decreased as set forth in the Declaration and the Bylaws, without the necessity of amending these Articles of Incorporation

10. *Duration.* The Association shall have perpetual existence.

11. *Incorporator.* The name and address of the incorporator is as follows:

NAME:	ADDRESS:
James S. Mace	Gordon & Silver, Ltd. 3960 Howard Hughes Parkway, 9th Floor Las Vegas, Nevada 89109

12. *Limitation on Liability.* No officer or Director of the Association shall have personal liability to the Association or its Members for damages for breach of fiduciary duty as an officer or Director, except for:

(a) Acts or omissions which involve intentional misconduct, fraud or knowing violation of the law;

(b) The payment of distributions in violation of NRS § 82.136; or

(c) An action or proceeding brought pursuant to NRS § 82.536 or Chapter 35 of the NRS.

13. *Manager.* The Board may, by written contract, delegate to a Manager its managerial duties, responsibilities, functions and powers as are properly delegable in accordance with the laws of the State of Nevada.

14. *Amendments.* These Articles may be amended upon the vote or written consent of (i) not less than a majority of the Board and (ii) by not less than sixty-seven percent (67%) of the voting power of the Membership. No amendment shall be made that is in conflict with the laws of the State of Nevada or the Declaration, nor shall any amendment make any changes which would in any way affect any of the rights, privileges, powers or options herein provided in favor of or reserved to the Declarant, beneficiary, assignee or designee of the Declarant, unless the Declarant shall join the execution of the amendment. Notwithstanding the foregoing, these Articles may be amended by a majority of the entire Board at any time prior to the Close of Escrow of the sale of the first Unit.

15. *Controlling Documents.* With respect to any inconsistency among the Declaration, these Articles, and the Bylaws, the Declaration shall have priority over these Articles and the Bylaws and these Articles shall have priority over the Bylaws.

EXECUTED this 9th day of October, 2003.



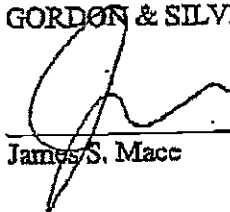
James S. Mace

CERTIFICATE OF ACCEPTANCE OF APPOINTMENT OF RESIDENT AGENT
OF
FOUR TURNBERRY PLACE CONDOMINIUM ASSOCIATION

Gordon & Silver, Ltd. hereby accepts appointment as resident agent for the above-named corporation.

GORDON & SILVER, LTD.

Dated: October 9th 2003


James S. Mace

FILED # C-25338-03

OCT 15 2003

IN THE OFFICE OF
James S. Mace
DEAF RELAY: DEPARTMENT OF STATE