Articles of Incorporation
The Coach Homes of Berkshire Lakes Condominium Association Inc.

State of Florida

Department of State

I certify that the attached is a true and correct copy of the Articles of Incorporation of THE COACH HOMES OF BERKSHIRE LAKES CONDOMINIUM ASSOCIATION, INC., a corporation organized under the Laws of the State of Florida, filed on February 8, 1989, as shown by the records of this office.

The document number of this corporation is N30469.

COLLIER COUNTY
COPY
CLERK OF THE CIRCUIT COURT

Given under my hand and the
Great Seal of the State of Florida.
at Tallahassee, the Capital, this the
8th day of February, 1989.

Jim Smith
Secretary of State

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
THE COACH HOMES OF BERKSHIRE LAKES CONDOMINIUM ASSOCIATION, INC.

We, the undersigned, for the purpose of forming a not for profit corporation in accordance with the laws of the State of Florida, acknowledge and file these Articles of Incorporation in the Office of the Secretary of the State of Florida.

ARTICLE I

NAME

The name of this corporation shall be THE COACH HOMES OF BERKSHIRE LAKES CONDOMINIUM ASSOCIATION, INC. For convenience, the corporation shall herein be referred to as the "Association."

ARTICLE II

PURPOSES AND POWERS

The Association shall have the following powers:

A. To operate THE COACH HOMES OF BERKSHIRE LAKES, A CONDOMINIUM (referred to herein as the "Condominium"), and to undertake the performance of, and to carry out the acts and duties incident to the administration of the Condominium in accordance with the terms, provisions, conditions and authorizations contained in these Articles, the Association's Bylaws and the Declaration of Condominium recorded among the Public Records of Palm Beach County, Florida.

B. To borrow money and issue evidences of indebtedness in furtherance of any or all of the objects of its business; to secure the same by mortgage, deed of trust, pledge or other lien.

C. To carry out the duties and obligations and receive the benefits given the Association by the Declaration of Condominium.

D. To establish Bylaws and Rules and Regulations for the operation of the Association and to provide for the formal administration of the Association; to enforce the Condominium Act of the State of Florida, the Declaration of Condominium, the Bylaws and the Rules and Regulations of the Association.

E. To contract for the management of the Condominium.

F. To acquire, own, operate, mortgage, lease, sell and trade property, whether real or personal, as may be necessary or convenient in the administration of the Condominium.

G. The Association shall have all of the common law and statutory powers of a corporation not for profit which are not in conflict with the terms of these Articles, the Declaration of Condominium, the Bylaws and the Condominium Act. The Association shall also have all of the powers of Condominium Associations under and pursuant to Chapter 718, Florida Statutes, the Condominium Act, and shall have all of the powers reasonably necessary to implement the purposes of the Association.

ARTICLE III

MEMBERS

A. Each Unit Owner in the Condominium and the Incorporators to these Articles shall automatically be members of the Association. Membership of the Incorporators shall terminate upon the Developer being divested of all Units in the Condominium and upon control of the Association being turned over to the Unit Owners in the Condominium.

B. Membership, as to all members other than the Incorporators, shall commence upon the acquisition of fee simple title to a Unit in the Condominium and shall terminate upon the divestment of title to said Unit.

C. On all matters as to which the membership shall be entitled to vote there shall be only one vote for each Unit, which vote shall be exercised in the manner provided by the Declaration of Condominium and the Bylaws.

D. The share of a member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner except as an appurtenance to his Unit.

ARTICLE IV

EXISTENCE

The Association shall have perpetual existence.

COLLIER COUNTY COPY CLERK OF THE CIRCUIT COURT

ARTICLE V

INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation is as follows:

ARTICLE VI

DIRECTORS

A. The Condominium and Association affairs shall be managed by a Board of Directors composed initially of three persons, in accordance with Article III of the Association's Bylaws.

B. The number of directors to be elected, the manner of their election and their respective terms shall be as set forth in Article III of the Association's Bylaws. Should a vacancy occur on the Board, the remaining directors shall select a member to fill the vacancy until the next annual meeting of the membership.

The following persons shall constitute the initial Board of Directors and they shall hold office for the term and in accordance with the provisions of Article III of the Association's Bylaws:

NAME	ADDRESS
Edward E. Kirk	206 Bennington Drive, # 3 Naples, Florida 33942
David Lies	206 Bennington Drive, # 3 Naples, Florida 33942
Steven Jacobs	206 Bennington Drive, # 3 Naples, Florida 33942

ARTICLE VII

OFFICERS

The affairs of the Association shall be administered by the officers designated in the Bylaws, who shall serve at the pleasure of said Board of Directors. The names and addresses of the officers who shall serve until the first election of officers pursuant to the provisions of the Bylaws are as follows:

NAME	TITLE	ADDRESS
Edward E. Kirk	President/ Treasurer	206 Bennington Drive, # 3 Naples, Florida 33942
David Lies	Vice President/ Secretary	206 Bennington Drive, # 3 Naples, Florida 33942

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ARTICLE VIII

BYLAWS

The Bylaws of the Association shall be adopted by the initial Board of Directors. The Bylaws may be amended in accordance with the provisions thereof, except that no portion of the Bylaws may be altered, amended, or rescinded in such a manner as will prejudice the rights of the Developer of the Condominium or mortgagees of Units without their prior written consent.

ARTICLE IX

AMENDMENTS TO ARTICLES

Amendments to these Articles shall be proposed and adopted in the following manner:

A. Notice of the subject matter of any proposed amendment shall be included in the notice of the meeting at which the proposed amendment is to be considered.

B. A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors, acting upon the vote of a majority of the Board of Directors, or by the members of the Association having a majority of the votes in the Association. In order for any amendment or amendments to be effective, same must be approved by an affirmative vote of 66-2/3% of the entire Board of Directors and by an affirmative vote of the members having 75% of the votes of the Association.

C. No amendment shall make any changes in the qualifications for membership nor the voting rights of the members, without approval in writing by all members and the joinder of all record owners of mortgages upon Condominium Units. No amendment shall be made that is in conflict with the Condominium Act or the Declaration of Condominium.

D. A copy of each amendment adopted shall be filed within ten (10) days of adoption with the Secretary of State, pursuant to the provisions of applicable Florida Statutes.

ARTICLE X

INDEMNIFICATION

Every director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees reasonably incurred by or imposed upon the director or officer in connection with any proceeding or any settlement thereof to which the director or officer may be a party, or in which the director or officer may become involved by reason of the director or officer being or having been a director or officer of the Association, whether or not a director or officer at the time such expenses are incurred, except in such cases wherein the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of the director's or officer's duty; provided that in the event of a settlement, the indemnification herein shall apply only when the Board of directors approves such settlement and reimbursement as being for the best interest of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all of the rights to which such director or officer may be entitled.

COLLIER COUNTY
CLERK OF CIRCUIT COURT

ARTICLE XI

TRANSACTION IN WHICH
DIRECTORS OR OFFICERS ARE INTERESTED

Non contract or transaction between the Association and one or more of its directors or officers, or between the Association and any other corporation, partnership, association, or other organization in which one or more of its directors or officers are directors or officers, or have a financial interest, shall be invalid, void or voidable solely for such reason, or solely because the director or officer is present at or participates in the meeting of the Board or committee thereof which authorized the contract or transaction, or solely because his or their votes are counted for such purpose. No director or officer of the Association shall incur liability by reason of the fact that he is or may be interested in any such contract or transaction.

Interested directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee which authorized the contract or transaction.

ARTICLE XII

INITIAL REGISTERED OFFICE, AGENT AND ADDRESS

The principal office of the Association shall be at 206 Bennington Drive, # 3, Naples, Florida 33942, or at such other place, within or without the State of Florida as may be subsequently designated by the Board of Directors. The initial registered office is at the above address and the initial registered agent therein is Edward E. Kirk.

(Signatures on Next Page)

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 3rd day of February, 1989.

Edward E. Kirk, Incorporator

The undersigned hereby accepts appointment as Registered Agent.

Registered Agent

STATE OF FLORIDA)
SS:
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 3rd day of February, 1989 by Edward E. Kirk.

Notary Public,
State of Florida
My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXP. SEPT 23,1992
BONDED THRU GENERAL INS. UND.

COLLIER COUNTY FLORIDA
COPY
CLERK OF THE CIRCUIT COURT

FILED
01 JAN 18 PM 2:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
THE COACH HOMES OF BERKSHIRE LAKES
CONDOMINIUM ASSOCIATION, INC.

The Articles of Incorporation of The Coach of Homes of Berkshire Lakes Condominium Association, Inc. shall be amended as shown below:

Note: New language is underlined; language being deleted is shown in ~~struck through~~ type.

Articles VI and VII of the Articles of Incorporation of The Coach of Homes of Berkshire Lakes Condominium Association, Inc. shall be amended as follows:

ARTICLE VI
DIRECTORS

A. The Condominium and Association affairs shall be managed by a Board of Directors composed ~~initially~~ of not less than three persons, in accordance with Article III of the Association's Bylaws.

B. The number of directors to be elected, the manner of their election and their respective terms shall be as set forth in Article III of the Association's Bylaws. Should a vacancy occur on the Board, the remaining directors shall select a member to fill the vacancy for the remainder of the predecessor's unexpired term ~~until the next annual meeting of the membership.~~

~~The following persons shall constitute the initial Board of Directors and they shall hold office for the term and in accordance with the provisions of Article III of the Association's Bylaws:~~

~~NAME~~	~~ADDRESS~~
~~Edward E. Kirk~~	~~206 Bennington Drive, #3 Naples, Florida 33942~~
~~David Lies~~	~~206 Bennington Drive, #3 Naples, Florida 33942~~
~~Steven Jacobs~~	~~206 Bennington Drive, #3 Naples, Florida 33942~~

ARTICLE VII

OFFICERS

The affairs of the Association shall be administered by the officers designated in the bylaws, who shall serve at the pleasure of said Board of Directors. ~~The Names and addresses of the officers who shall serve until the first election of officers pursuant to the provisions of the Bylaws are as follows:~~

~~NAME~~	~~TITLE~~	~~ADDRESS~~
~~Edward E. Kirk~~	~~President/ Treasurer~~	~~206 Bennington Drive, #3 Naples, Florida 33942~~
~~David Lies~~	~~Vice President/ Secretary~~	~~206 Bennington Drive, #3 Naples, Florida 33942~~

EXHIBIT A

FILED
01 JAN 18 PM 2:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION OF
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EXHIBIT A