

242513

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May 20, 1999

TELEPHONE
(561) 655-8994

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(561) 655-0850

FILED
JUN -8 PM 2:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Florida Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

RE: ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION FOR
PALM WORTH, INC.

To Whom It May Concern:

Enclosed please find an original and one copy of an Amendment to the Articles of Incorporation for Palm Worth, Inc. Please accept said Amendment for filing and return a copy to the undersigned. Also, enclosed is the firm's check in the amount of \$35.00 to cover the filing fees.

Should you have any questions or comments, please do not hesitate to contact me.

Very truly yours,



EDWARD DICKER
For the Firm

EAD:sap
Enclosures
53010105.201

600002884656--0
-05/24/99--01147--017
*****35.00 *****35.00

Amend

V. SHEPARD JUN 10 1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 2, 1999

EDWARD DICKER
500 AUSTRALIAN AVE. SOUTH
SUITE 600
W. PALM BEACH, FL 33401

SUBJECT: PALM WORTH INC
Ref. Number: 242513

We have received your document for PALM WORTH INC and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document you submitted has been prepared pursuant to nonprofit statutes (chapter 617, Florida Statutes). As the entity was originally filed as a corporation for profit, this document should be filed pursuant to chapter 607, Florida Statutes. Enclosed is the correct form.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 899A00029944

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June 7, 1999

Velma Shepard
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

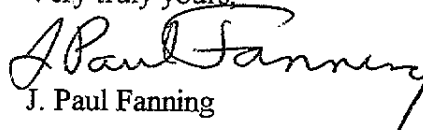
**Re: Letter Number 899A00029944: Amendments to the Articles of Incorporation
for Palm Worth, Inc.**

Dear Ms. Shepard:

I made the corrections that you requested. Initially, I was unsure of the corrections that were required so I called your office. You were not there so I spoke to Louise Jackson. She was very helpful and told me what needed to be done in order to get these amendments filed. She also told me that I could make these changes on the originals that you had sent back. Enclosed are the amendments with those corrections. If this was incorrect, please let me know.

Your letter to me stated that the \$35.00 dollar filing fee was received by your office. If this amount is not sufficient, please let me know and additional payment will be submitted. Thank you for your assistance in this matter.

Very truly yours,


J. Paul Fanning

Rec'd 6/8

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
FOR
PALM WORTH, INC.

FILED
99 JUN -8 PM 2: 22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provision of Chapter 607.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its Articles of Incorporation.

FIRST: Amendments adopted: **See Attached**

SECOND: On MAY 7, 1999, the above Amendments were adopted by the shareholders and the number of votes cast for the amendment was sufficient for approval.

Dated MAY 13, 1999.

PALM WORTH, INC.

By: CW Pfeiffer
President

C. W. Pfeiffer
Typed or printed name

AMENDMENTS TO THE ARTICLES OF INCORPORATION OF
PALM WORTH, INC.

The original By-Laws of Palm Worth, Inc., is recorded in Official Records Book 6478 at page 1602 of the Public Records of Palm Beach County, Florida.

As used herein, words underlined are added and words ~~hyphenated~~ through are deleted.

Item 1. Article VII of the aforesaid Articles of Incorporation shall be amended to read as follows:

The number of directors of this corporation shall not be less than three (3) and not more than ~~seven (7)~~ nine (9).

Item 2. There shall be a new Article XII added to the Articles of Incorporation which shall provide as follows:

XII. MATERIAL ALTERATIONS

Two-thirds (2/3) of the voting membership shall approve any material alteration or substantial addition to the Cooperative property.