

703970

Requestor's Name

Address

Office Use Only

Steven J. Fine, P.A.
109 S. E. 9th St.
Ft. Lauderdale, Fl. 33316

NT NUMBER(S), (if known):

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
- ☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
☐	Profit
☐	NonProfit
☐	Limited Liability
☐	Domestication
☐	Other

AMENDMENTS	
☒	Amendment
☐	Resignation of R.A., Officer/ Director
☐	Change of Registered Agent
☐	Dissolution/Withdrawal
☐	Merger

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OTHER FILINGS	
☐	Annual Report
☐	Fictitious Name
☐	Name Reservation

REGISTRATION/ QUALIFICATION	
☐	Foreign
☐	Limited Partnership
☐	Reinstatement
☐	Trademark
☐	Other

FILED
97 OCT 10 PM 12:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Examiner's Initials

200 10/10

FILED
97 OCT 10 PM 12:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMENDMENT TO
ARTICLES OF INCORPORATION

of
MASSACHUSETTS APARTMENTS, INC.

Pursuant to the provisions of Sec 607.1006 Fla. Statutes, the undersigned corporation adopts the following Articles of Amendment to the Articles of Incorporation.

ARTICLE I
Amended NAME OF CORPORATION

The name of this corporation shall be Massachusetts Condominium Association, Inc. (the "Association").

ARTICLE II
GENERAL NATURE OF BUSINESS

The general nature of the business to be conducted by the Association shall be the operation and management of the affairs and property of the Condominium known as MASSACHUSETTS CONDOMINIUM ASSOCIATION, INC. located in Broward County, Florida, and to perform all acts provided in the Declaration of Condominium of said Condominium and the Condominium Act, Chapter 718, Florida Statutes.

ARTICLE III
POWERS

The Association shall have all of the condominium law and statutory powers of a corporation not for profit and all of the powers and duties set forth in said Condominium Act and the Declaration of Condominium of MASSACHUSETTS CONDOMINIUM ASSOCIATION, INC. The Association may enter into lease agreements and may acquire and enter into agreements acquiring leaseholds, memberships and other possessory or use interests for terms up to and including 99 years, whether or not contiguous to the lands of the Condominium, intended to provide for the enjoyment, recreation or other use or benefit of the members, including, but not limited to, the leasing of recreation areas and facilities. The Association may contract for the management and maintenance of the Condominium property and to authorize a management agent to assist the Association in carrying out its powers and duties by performing such functions as the submission of proposals, collection of assessments, preparation of records, enforcement of

End of Page 26

rules and maintenance, repair and replacement of the Common Elements with such funds as shall be made available by the Association for such purposes. The Association may contract for and acquire one or more Units within the Condominium it operates, for such purposes that are not in conflict with the Declaration of Condominium, these Articles of Incorporation or the Bylaws, including for the purposes of providing a Unit(s) for the manager(s) of the Condominium which the Association operates, which shall include the power to assume or grant a mortgage encumbering the Unit(s) acquired by the Association. The Association may obtain loans for purposes of meeting the financial needs of running the Condominium it operates, and as security therefor, pledge the income from assessments collected from Unit Owners. The Association and its officers shall, however, retain at all times the powers and duties granted by the Condominium Act, including, but not limited to, the making of assessments, promulgation of rules and execution of contracts on behalf of the Association.

ARTICLE IV MEMBERS

All persons owning a vested present interest in the fee title to any of the Units of MASSACHUSETTS CONDOMINIUM ASSOCIATION, INC. as evidenced by a duly recorded proper instrument in the Public Records of Broward County, Florida, shall be members. Membership shall terminate automatically and immediately as a member's vested interest in the fee title terminates, except that upon termination of the entire Condominium project, the membership shall consist of those who were members at the time of each conveyance of the respective units to the trustee as provided in said Declaration of Condominium. In the event a Unit is owned by a legal entity other than a natural person, the officer, director, or other official so designated by such legal entity shall exercise its membership rights.

After the Association approves of a conveyance of a Unit as provided in said Declaration of Condominium, the change of membership in the Association shall be evidenced in the Association records by delivery to the secretary of the Association of a certified copy of a deed or other instrument of conveyance.

Prior to the recording of said Declaration of Condominium in the public records of said county, the subscribers hereto shall remain the members of the Association and shall each be entitled to one vote.

ARTICLE V VOTING RIGHTS

End of Page 27

Each Unit shall be entitled to one vote at Association meetings, notwithstanding that the same owner may own more than one Unit or that Units may be joined together and occupied by one owner. In the event of a joint ownership of a Unit, the vote to which that Unit is entitled shall be apportioned among the owners as their interest may appear, or may be exercised by one of such joint owners by the remainder of the joint owners filing a voting certificate with the secretary of the Association.

ARTICLE VI
INCOME DISTRIBUTION

No part of the income of the Association shall be distributed to its members, except as compensation for services rendered.

ARTICLE VII
EXISTENCE

The Association shall exist perpetually unless dissolved according to law.

ARTICLE VIII
REGISTERED OFFICE AND REGISTERED AGENT

The registered office of the Association shall be at 1536 SE 15th Ct. and the registered agent shall be ~~Sylvia Barbara Ruggiero~~ WARREN, 1536 S.E. 15TH COURT, DEERFIELD BEACH, FL 33441

ARTICLE IX
NUMBER OF DIRECTORS

The business of the Association shall be conducted by a Board of Directors which shall consist of not fewer than three (3) nor more than nine (9) persons, as determined by the members in accordance with the Bylaws.

ARTICLE X
FIRST BOARD OF DIRECTORS AND OFFICERS

The names and post office addresses of the members of the first Board of Directors and officers, all of whom shall hold office until their successors are duly elected and qualified, are as follows:

Name	Office	Address
------	--------	---------

End of Page 28

ARTICLE XI
INDEMNIFICATION OF OFFICERS AND DIRECTORS

A. Indemnity. The Association shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or contemplated action, suit or proceedings, whether civil, criminal, administrative or investigative, by reason of the fact that he is or was a director, employee, officer or agent of the Association, against expenses (including attorneys' fees and applicable attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceedings, unless (i) a court of competent jurisdiction determines, after all available appeals have been exhausted or not pursued by the proposed indemnitee, that he did not act in good faith, nor in a manner he reasonably believed to be in or not opposed to the best interest of the Association, and, with respect to any criminal action or proceeding, that he had reasonable cause to believe his conduct was unlawful, and (ii) such court further specifically determines that indemnification should be denied. The termination of any action, suit or proceedings by judgment, order, settlement, conviction or upon a plea of Nolo contendere or its equivalent shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he reasonably believed to be in or not opposed to the best interest of the Association, and, with respect to any criminal action or proceeding, had reasonable cause to believe that his conduct was lawful.

B. Expenses. To the extent that a director, officer, employee or agent of the Association has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in Paragraph (A) above, or in defense of any claim, issue or matter therein, he shall be indemnified against expenses (including attorneys fees and appellate attorneys' fees) actually and reasonably incurred by him in connection therewith.

C. Advances. Expenses incurred in defending a civil or criminal action, suit or proceeding shall be paid by the Association in advance of the final disposition of such action, suit or proceedings upon receipt of an undertaking by or on behalf of the affected director, officer, employee or agent to repay such amount unless it shall ultimately be determined that he is entitled to be indemnified by the Association as authorized in this Article XI.

D. Miscellaneous. The Indemnification provided by this Article XI shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under any bylaw, agreement, vote of members or otherwise, and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs and

personal representatives of such person.

E. Insurance. The Association shall have the power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Association, or is or was serving, at the request of the Association, as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against any liability asserted against him and incurred by him in any such capacity, or arising out of his status as such, whether or not the Association would have the power to indemnify him against such liability under the provisions of this Article.

Article XII,
BYLAWS

The first Bylaws of the Association shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the Bylaws.

ARTICLE XIII
AMENDMENTS

The Association reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation by a simple majority vote of all voting rights of all members of the Association and all rights conferred upon the members herein are granted subject to this reservation.

ARTICLE XIV

This amendment was approved by a 75% majority of the owners entitled to vote.

IN WITNESS WHEREOF, we the undersigned subscribers to these Articles of Incorporation, have hereunto set our hands and seals this 30 day of May, 1998.

BY: Mary A. McNeil (SEAL)
PRES.

Jean L. Johnston (SEAL)
SEC.

STATE OF FLORIDA
COUNTY OF BROWARD

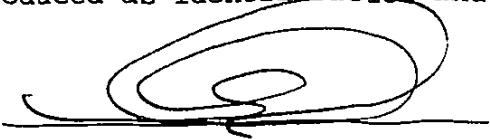
End of Page 30

The foregoing instrument was acknowledged before me this ^{Pro} ~~30~~ ^{dec} day of May, 1998 by Mary A. Nelson and John C. Nelson who are personally known to me or produced as identification and who did not take an oath.

(NOTARY SEAL)

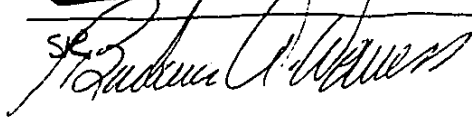


STEVEN FINE
COMMISSION # CC 493130
EXPIRES SEP 04, 1999
BONDED THRU
ATLANTIC BONDING CO INC.


(Print Name of Notary Public)
Notary Public - State of Florida
My Commission Expires
Commission Number

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the designation as registered agent of the foregoing corporation.

End of Page 31

MINUTES OF BOARD OF DIRECTORS
MEETING OF MASSACHUSETTS APARTMENTS, INC.
DATED FEBRUARY 22, 1997.

The meeting was called to order.

A motion was made to approve the DECLARATION OF CONDOMINIUM
and AMENDMENT TO THE ARTICLES OF INCORPORATION.

A vote was taken and unanimously approved that the articles of
incorporation be amended.

This amendment was adopted and voted on Feb. 22, 1997.

There being no further business the meeting was adjourned.

There are no members entitled to vote on this amendment.

2/22/97

MASSACHUSETTS APARTMENTS, INC.

BY: Mary A. McNeilus
Mary A. McNeilus President

ATTESTED: Joan Johnson
Joan Johnson Secretary



Steven Fine, P.A.
Attorneys at Law
109 S. E. 9th Street
Ft. Lauderdale, Fl. 33316

STEVEN FINE
ESTATE PLANNING AND ADMINISTRATION
REAL ESTATE LAW
TEL 954-462-7787
FAX 954-462-8770

September 18, 1997

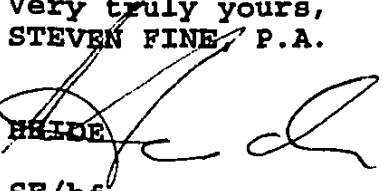
~~Florida Department of State~~
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: MASSACHUSETTS ASSOCIATION, INC.

To whom it may concern:

Enclosed please find again the Amendment with the Minutes
you requested.

Very truly yours,
STEVEN FINE, P.A.


HIDE

SF/hf
Encl:



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 4, 1997

STEVEN FINE, P.A.
109 S.E. 9TH STREET
FORT LAUDERDALE, FL 33316

SUBJECT: MASSACHUSETTS ASSOCIATION, INC.
Ref. Number: 900002275709

We have received your document for MASSACHUSETTS ASSOCIATION, INC. and your check(s) totaling \$50.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

We can find no record of the entity named in your document. A computer printout of a similarly named entity is enclosed for your review. If this is the right name, please correct your document and return it for filing.

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

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) 487-6908.

Teresa Brown
Corporate Specialist

Letter Number: 097A00044189



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 16, 1997

STEVEN FINE, P.A.
109 S.E. 9TH STREET
FORT LAUDERDALE, FL 33316

SUBJECT: MASSACHUSETTS ASSOCIATION, INC.
Ref. Number: 900002275709

We have received your document for MASSACHUSETTS ASSOCIATION, INC. and your check(s) totaling \$50.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

We can find no record of the entity named in your document. A computer printout of a similarly named entity is enclosed for your review. If this is the right name, please correct your document and return it for filing.

Nonprofit corporations do not have shareholders. Please remove any reference to shareholders from the document.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

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) 487-6908.

Teresa Brown
Corporate Specialist

Letter Number: 697A00045855



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 23, 1997

STEVEN FINE, P.A.
109 S.E. 9TH STREET
FORT LAUDERDALE, FL 33316

SUBJECT: MASSACHUSETTS ASSOCIATION, INC.
Ref. Number: 900002275709

We have received your document for MASSACHUSETTS ASSOCIATION, INC. and your check(s) totaling \$50.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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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) 487-6908.

Teresa Brown
Corporate Specialist

Letter Number: 697A00045855



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 30, 1997

STEVEN FINE, P.A.
109 S.E. 9TH STREET
FORT LAUDERDALE, FL 33316

SUBJECT: MASSACHUSETTS APARTMENTS INC
Ref. Number: 703970

We have received your document for MASSACHUSETTS APARTMENTS INC and your check(s) totaling \$50.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The current name of the entity is as referenced above. Please correct your document accordingly.

Please correct the corporation name to MASSACHUSETTS APARTMENTS INC throughout the document.

The name of the person signing the document must be typed or printed beneath or opposite the signature.

If there are NO MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

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) 487-6908.

Teresa Brown
Corporate Specialist

Letter Number: 597A00048081