

722 115

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

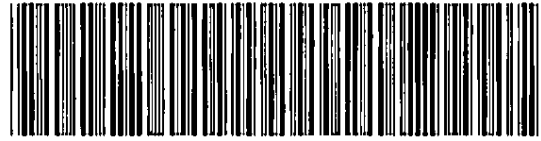
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



600346812906

06/30/20--01046--022 **35.00

2020 AUG 13 PM 5:17

Amended
Restated

AUG 13 2020

I ALBRITTON

ROBERT L. KAYE, B.C.S.*
MICHAEL S. BENDER, B.C.S.*
JEFFREY A. REMBAUM, B.C.S.*

ANDREW B. BLACK, B.C.S.*
SHAWN G. BROWN, B.C.S.*
GERARD S. COLLINS
PETER C. MOLLENGARDEN, B.C.S.*
DEBORAH S. SUGARMAN

DANIELLE M. BRENNAN, B.C.S.*
OLIVIA L. CATO
AMY O. EISENBERG
EMILY E. GANNON
JEFFREY D. GREEN
ALLISON L. HERZ, B.C.S.*
JAY S. LEVIN
LAUREN T. SCHWARZFELD
KARINA N. SKIFF

KERSTIN HENZE, OF COUNSEL
LISA A. MAGILL, B.C.S.*, OF COUNSEL



Serving clients throughout Florida

REPLY TO:

Palm Beach Gardens Office:

9121 N. Military Trail, Suite 200
Palm Beach Gardens, FL 33410
Tel: (561) 241-4462
Fax: (561) 223-3957
JRembaum@KBRLegal.Com

*BOARD CERTIFIED SPECIALIST IN
CONDOMINIUM AND PLANNED
DEVELOPMENT LAW

June 26, 2020

VIA FEDERAL EXPRESS DELIVERY

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RE: Trianon Condominium Apartments Association, Inc.;
Amendment to Articles of Incorporation

To Whom it May Concern:

Enclosed please find an original Certificate of Filing Amendment to the Articles of Incorporation for Trianon Condominium Apartments Association, Inc. along with a copy of same to have stamped and returned to us after filing. For your convenience, we are providing a postage paid, self-addressed envelope to return the stamped copy to our office. Also enclosed is a check in the amount of \$35.00 made payable to the Secretary of State to cover the cost of filing same.

Please feel free to contact our office if you have any questions or concerns. Thank you.

Warmest Personal Regards,

KAYE BENDER REMBAUM, P.L.


Jeffrey A. Rembaum, Esq.
For the Firm

JAR/tr
Enclosures

JEFFREY REMBAUM, ESQUIRE
Kaye Bender Rembaum, P.L.
9121 N. Military Trail, Suite 200
Palm Beach Gardens, FL 33410

2018
20 FEB 15 11:41

**CERTIFICATE OF FILING
AMENDED AND RESTATED ARTICLES OF INCORPORATION OF TRIANON
CONDOMINIUM APARTMENTS ASSOCIATION, INC.**

WHEREAS, Trianon Condominium Apartments Association, Inc. (the "Association") is a Florida not-for-profit corporation formed pursuant to the Articles of Incorporation filed November 18, 1971, Document Number 722115 (the "Articles"); and

WHEREAS, pursuant to Article 9 of the Articles, the Articles may be amended by the affirmative vote of not less than seventy five percent (75%) of the entire membership of the Board of Directors (the "Board") and by not less than seventy five (75%) of the votes of the entire membership of the Association; and

WHEREAS, on January 8, 2018, at a properly noticed Board meeting, the Board approved the Amended and Restated Articles of Incorporation of Trianon Condominium Apartments Association, Inc. (the "Amended and Restated Articles") attached hereto and incorporated as if fully set forth herein as Exhibit "A", in accordance with the provisions thereof by casting the number of votes for the Amended and Restated articles sufficient for approval; and

WHEREAS, on February 7, 2018, at a properly noticed meeting of the members, the members approved the Amended and Restated Articles in accordance with the provisions thereof by casting the number of votes for the Amended and Restated Articles sufficient for approval; and

WHEREAS, the Amended and Restated Articles were recorded in the Official Records of Palm Beach County on February 20, 2018, but were never filed with the Florida Department of State, Division of Corporations due to an error.

NOW, THEREFORE, the undersigned hereby certify that the following Amended and Restated Articles is a true and correct copy of the Amended and Restated Articles approved by the Board and the membership at the above-referenced meeting of the Board and meeting of the membership and that the number of votes cast for adoption of the Amended and Restated Articles was sufficient for approval.

**SEE ATTACHED EXHIBIT "A"
AMENDED AND RESTATED ARTICLES OF INCORPORATION OF TRIANON
CONDOMINIUM APARTMENTS ASSOCIATION, INC.**

.....

IN WITNESS WHEREFORE, this Certificate of Filing has been signed by the Association on the date set forth below.

Signed, Sealed and Delivered
in the presence of:

TRIANON CONDOMINIUM APARTMENTS
ASSOCIATION, INC.,
a Florida not for profit corporation

Ann Morris
Print Name: ANN MORRIS

By: Richard Horowitz
Its: TREASURER

Print Name: RICHARD HOROWITZ

Veronica Yairis
Print Name: VERONICA YAIRIS

Date: 6-15-2020

STATE OF FLORIDA)
) ss:
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me by means of physical appearance or online notarization, this 15 day of JUNE, 2020, by Richard Horowitz, as Treasurer of Trianon Condominium Apartments Association, Inc., a Florida not-for-profit corporation, who is personally known to me or produced _____ as identification, and did take an oath.

Allison Waldman
Notary Public, State of Florida

Allison Waldman
Print Name of Notary Public

My Commission Expires:



Allison Waldman
Notary Public
State of Florida
Comm# HH006344
Expires 5/3/2024

2020.11.30 PM 5:45

EXHIBIT "A"

AMENDED AND RESTATED ARTICLES

[Substantial rewording of Articles of Incorporation. See existing Articles of Incorporation for present text.]

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
TRIANON CONDOMINIUM APARTMENT ASSOCIATION, INC.**

The Trianon Condominium Apartment Association, Inc. ("Association"), which is a corporation not for profit under Chapter 617, Florida Statutes, as amended from time to time, adopts these Amended and Restated Articles of Incorporation and certify as follows:

**ARTICLE 1
NAME**

The name of the corporation is changed from Trianon Condominium Apartments Association, Inc. to Trianon Condominium Association, Inc. For convenience the corporation shall be referred to in this instrument as the Association.

Unit

**ARTICLE 2
PURPOSE**

2.1 The purpose for which the Association is organized is to provide an entity pursuant to Condominium Act, which is Chapter 718, Florida Statutes, as amended from time to time, for the operation of Trianon, a Condominium, located upon the following lands in Palm Beach County, Florida which have been submitted to condominium ownership:

PARCEL I:

A parcel of land in Section 27, Township 43 South, Range 43 East, described as follows:

Beginning at a point in the South line of Lot 13, CHADBOURNE COURT, according to the Plat recorded in Plat Book 2, page 88, Public Records of Palm Beach County, Florida, at a distance of 358.76 feet South 88°06'15" East, from the Southwest corner of said Lot 13, said point being in the easterly right of way line of Flagler Drive; thence North 2°43'08" East along said right of way line, a distance of 90 feet, more or less, to a point in a line parallel to and two feet south of the north line of Lot 13 Chadbourne Court, thence South 88°06'15" East along said parallel line, a distance of 327.75 feet, more or less, to a point in the City of West Palm Beach Bulkhead Line, established August 26, 1957 by Ordinance No. 614; thence, South 11°41'34" West along said City of West Palm Beach Bulkhead Line, a distance of 91.37 feet to a point in easterly projection of South line of

said Lot 13; thence North 88° 06' 15" West along easterly projection of South line of Lot 13, a distance of 313.37 feet, more or less, to point of beginning.

Parcel II:

° A parcel of land in Section 27, Township 43 South, Range 43 East, described as follows:

Beginning at a point in the North line of Lot 14, CHADBOURNE COURT, according to the Plat thereof, recorded in Plat Book 2, page 88, Public Records of Palm Beach County, Florida, at a distance of 358.76 feet South 88° 06' 15" East from the Northwest corner of said Lot 14, said point being in the easterly right of way line of Flagler Drive; thence continue easterly along the same course, a distance of 313.37 feet, more or less, to a point in the City of West Palm Beach Bulkhead Line, established September 23, 1963, by Ordinance No. 838-63; thence South 11° 41' 34" West along said City of West Palm Beach Bulkhead Line, a distance of 35.65 feet, to the P.C. of a curve concave to the Northwest, having a radius of 295.14 feet and a central angle of 37° 37' 56", thence Southwesterly along the arc of said curve and said City of West Palm Beach Bulkhead Line, a distance of 193.88 feet to a point in the easterly extension of the South Line of Lot 6, Block 1 of Jefferson Park, as recorded in Plat Book 1, page 90, Public Records of Palm Beach County, Florida; thence North 88° 03' 29" West along the extension of the South line of said Lot 6, a distance of 216.45 feet, more or less, to the easterly right of way line of Flagler Drive; thence North 02° 43' 08" East along said right of way line; a distance of 203.07 feet to the point of beginning.

Together with any riparian rights thereunto belonging or in anywise appertaining.

SUBJECT TO restrictions as set forth in Declaration of Restrictions recorded April 28, 1969, in Official Records Book 1768, Page 1611, Palm Beach County, Florida, Public Records.

2.2 The Association shall make no distribution of income to its members, directors or officers.

**ARTICLE 3
POWERS**

The powers of the Association shall include and be governed by the following provisions:

3.1 The Association shall have all of the common-law and statutory powers of a corporation not for profit not in conflict with the terms of these Articles.

3.2 The Association shall have all of the powers and duties set forth in the Condominium Act, as amended from time to time, except as limited by these Articles and the Declaration of Condominium, as amended, and all of the powers and duties

reasonably necessary to operate the condominium pursuant to the Declaration and as it may be amended from time to time, including but not limited to the following:

- This is not a Contract*
- a. To make and collect assessments against members as Unit owners to defray the costs, expenses and losses of the condominium.
 - b. To use the proceeds of assessments in the exercise of its powers and duties.
 - c. The maintenance, repair, replacement and operation of the condominium property.
The purchase of insurance upon the condominium property and insurance for the protection of the Association and its members as Unit owners.
 - e. The reconstruction of improvements after casualty and the further improvement of the property.
 - f. To make and amend reasonable Regulations respecting the use of the property in the condominium and the Units. Regulations may be adopted and amended in accordance with the approval procedures of Article 9.1(i) or (ii) of these Restated Articles of Incorporation.
 - g. To make and amend reasonable Rules regarding the condominium property and the Units by approval of a majority of the Board of Directors.
 - h. To approve or disapprove the transfer, mortgage and ownership of Units as may be provided by the Declaration of Condominium and the Bylaws.
 - i. To enforce by legal means the provisions of the Condominium Act, the Declaration of Condominium, these Articles, the Bylaws of the Association, the Regulations and the Rules for the use of the property in the condominium.
 - j. To contract for the management of the condominium and to delegate to such contractor all powers and duties of the Association except such as are specifically required by the Declaration of Condominium to have approval of the Board of Directors or the membership of the Association.
 - k. To contract for the management or operation of portions of the common elements susceptible to separate management or operation, and to lease such portions.

- I. To employ personnel to perform the services required for proper operation of the condominium.

3.3 The Association shall not have the power to purchase a Unit of the condominium except at sales in foreclosure of liens for assessments for common expenses, at which sales the Association shall bid no more than the amount secured by its lien. This provision shall not be changed without unanimous approval of the members and the joinder of all record owners of mortgages upon the condominium.

3.4 All funds and the titles of all properties acquired by the Association and their proceeds shall be held in trust for the members in accordance with the provisions of the Declaration of Condominium, these Articles of Incorporation and the Bylaws.

3.5 The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the Declaration of Condominium and the Bylaws.

ARTICLE 4 MEMBERS

4.1 The members of the Association shall consist of all the record owners of Units in the condominium, and after termination of the condominium shall consist of those who are members at the time of such termination and their successors and assigns.

4.2 After receiving approval of the Association required by the Declaration of Condominium, change of membership in the Association shall be established by recording in the public records of Palm Beach County, Florida, a deed or other instrument establishing a record title to a Unit in the condominium and the delivery to the Association of a certified copy of such instrument. The Owner designated by such instrument thus becomes a member of the Association and the membership of the prior Owner is terminated.

4.3 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.

4.4 Each Unit shall be entitled to at least one vote. The exact number of votes to be cast by owners of a Unit and the manner of exercising voting rights shall be determined by the Bylaws of the Association.

ARTICLE 5 DIRECTORS

5.1 The affairs of the Association will be managed by a board consisting of the number of directors determined by the Bylaws, but not less than three directors, and in the absence of such determination shall consist of three directors.

5.2 Directors of the Association shall be elected at the annual meeting of the members in the manner determined by the Bylaws. Directors may be removed and vacancies on the board of directors shall be filled in the manner provided by the Bylaws and in the Condominium Act.

ARTICLE 6 OFFICERS

The affairs of the Association shall be administered by the officers designated in the Bylaws. The officers shall be appointed by the board of directors at its first meeting following the annual meeting of the members of the Association and shall serve at the pleasure of the board of directors.

ARTICLE 7 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 him or her in connection with any proceeding or any settlement of any proceeding to which he or she may be a party or in which he or she may become involved by reason of his being or having been a director or officer of the Association, whether or not he or she is a director or officer at the time such expenses are incurred except when the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement the indemnification shall apply only when the board of directors approves such settlement and reimbursement as being for the best interests of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights for which such director or officer may be entitled.

ARTICLE 8 BYLAWS

The Bylaws of the Association may be altered, amended or rescinded in the manner provided by the Bylaws.

ARTICLE 9 AMENDMENTS

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

9.1 The Articles of Incorporation may be amended by either:

- (i) approval of sixty-six and two-thirds (66 2/3%) percent of the total voting interests, with such vote conducted at any regular or special members'

meeting of the Association, together with approval of a majority of the Board of Directors; or

- (ii) approval by written agreement(s) without a meeting by sixty-six and two-thirds (66 2/3%) percent of the total voting interests, together with approval of a majority of the Board of Directors.

9.2. A copy of each amendment shall be certified by the Secretary of State and be recorded in the public records of Palm Beach County, Florida.

**ARTICLE 10
TERM**

The term of the Association shall be perpetual.

These Amended and Restated Articles of Incorporation are adopted this 8th day of February, 2018.

TRIANON CONDOMINIUM ASSOCIATION, INC.

[Signature]
Witness

Adrienne M Coffin
Printed Name

[Signature]
Witness

J. P. DAUBS
Printed Name

By: *[Signature]*

Terrence Haeder, President

Attest: *[Signature]*

[Signature] Secretary
GARY B. SCHNEIDER

This is not a Certificate

STATE OF FLORIDA)
) ss
COUNTY OF PALM BEACH)

The foregoing Amended and Restated Articles of Incorporation were acknowledged before me this 8th day of February, 2018, by Tommy Under as President and Gary Schneider as Secretary of Trianon Condominium Association, Inc., a Florida not-for-profit Corporation, on behalf of said Corporation. The signatories are personally known to me or they have produced PKCA as identification.

WITNESS my signature and official seal at Palm Beach, in the County of Palm Beach, State of Florida, the date and year last aforesaid.

[Signature]
NOTARY PUBLIC, State of Florida at Large
My Commission Expires:



Not a certified copy