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731616

April 27, 2000

Reply To:

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Anthony A. Kalliche, Esq.
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Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, Florida 32301

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*****35.00 *****35.00

**RE: Reef Club Condominium Association, Inc./
Amendment to Articles of Incorporation**

Dear Sir or Madam:

Enclosed herein please find a Certificate of Amendment to the Articles of Incorporation for Reef Club Condominium Association, Inc., as well as a check in the amount of \$35.00 to cover the cost of filing.

Thank you for your attention to this matter.

Sincerely yours,

Anthony A. Kalliche
For the firm

FILED
00 MAY -1 AM 9:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AAK/ad
Enclosure
cc: Board of Directors
237563_1.DOC

Amend
T. LEWIS MAY 8 2000

This instrument was prepared by:
ANTHONY A. KALLICHE, ESQUIRE
BECKER & POLIAKOFF, P.A.
5201 Blue Lagoon Drive, Suite 100
Miami, Florida 33126

FILED
00 MAY -1 AM 9:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
THE REEF CLUB CONDOMINIUM ASSOCIATION, INC.

WHEREAS, the Certificate of Incorporation of The Reef Club Condominium Association, Inc. (hereinafter the "Association") was issued by the Secretary of State of Florida on the 15th day of January, 1975; and

WHEREAS, at a duly called and convened Board of Directors Meeting held on Jan 25, 2000 and an Annual Meeting of the membership of the Association held on April 4, 2000, the amendments to the Articles of Incorporation as set out in Exhibit "A" hereto were adopted by a vote of the membership in excess of that required by the pertinent provisions of said Articles; and

NOW, THEREFORE, the undersigned hereby certifies that the amendments as set forth in Exhibit "A" attached hereto and incorporated herein are a true and correct copy of the amendments as approved by the membership and Board of Directors of the Association as set forth above.

WITNESS my signature hereto this 20 day of April, 2000 at North Miami Beach, Florida.

THE REEF CLUB CONDOMINIUM
ASSOCIATION, INC.

BY:

Frank Nankin
Frank Nankin, President

PRINT:

Frank Nankin (Seal)

ATTEST:

[Signature]

Witness

Witness

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 20th day of April, 2000 by Frank Nankin the President of The Reef Club Condominium Association, Inc. a Florida not-for-profit corporation, on behalf of the corporation, who is personally known to me or has produced (reef) as identification and who did/~~did not~~ take an oath.

Florence Small (SEAL)
NOTARY PUBLIC SIGNATURE
STATE OF FLORIDA AT LARGE

My commission expires:

Florence Small
PLEASE PRINT OR TYPE NOTARY SIGNATURE

236482_1.DOC

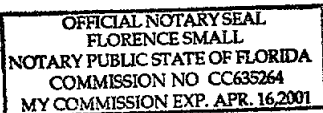


EXHIBIT "A"

AMENDMENTS
TO THE
ARTICLES OF INCORPORATION
OF
THE REEF CLUB CONDOMINIUM ASSOCIATION, INC.

(Except as otherwise noted, additions shown by underlining; deletions shown by "lined-through words")

B. ARTICLES OF INCORPORATION

1. Amendment to Article II as follows:

The purpose for which the corporation is organized is to act as the Association for the operation of ~~a condominium~~ condominiums, ~~to be known as THE REEF CLUB CONDOMINIUM ASSOCIATION, INC.~~ known as Reef North Condominium, Reef East Condominium, Reef South Condominium and Reef West Condominium, ~~to be~~ created pursuant to the Condominium Act of the State of Florida, ~~Chapter 711~~ Florida Statutes, as set forth in the ~~Declaration~~ Declarations of Condominium establishing said ~~condominium~~ condominiums and the exhibits attached thereto, ~~to be~~ filed by the Developer.

2. Amendment to Article VI, VII, VIII and IX as follows:

VI. The affairs of the Corporation are to be managed by the Board of Directors composed of not less than three (3) nor more than the number specified by the By-Laws. ~~Prior to the time when the Developer of the condominium, in connection with which these Articles of Incorporation are being filed, has turned over control of the corporation to the members of the corporation, the Directors need not be members of the corporation, and the Developer shall have the exclusive right to fill vacancies in the Board of Directors. After the Developer has turned over control of the corporation to the members of the corporation, the~~ The Directors must be members of the corporation. Provisions for the election, removal, disqualification, and resignation of Directors, and for filling the vacancies in the Board of Directors shall be as established by the By-Laws of the corporation.

VII. The names of the initial officers who ~~are~~ were to serve until the Developer has had turned over control of the corporation to the member of the corporation, ~~are~~ were:

LEON MAYERCHAK	-	President
JOSEPH MAYERCHAK	-	Secretary/Treasurer
MICHAEL MAYERCHAK	-	Vice President

~~Prior to the time when the Developer has turned over control of the corporation to the members of the corporation, the Developer shall have the exclusive right to fill vacancies in the offices.~~ Provisions for the election, removal, disqualification, resignation of officers and for filling vacancies in the offices shall be as established by the By-Laws of the corporation.

VIII.

The number of persons constituting the first Board of Directors shall be three (3), and the names and addresses of the persons constituting the first Board of Directors who ~~are~~ were to serve as Directors until the first election of the Board of Directors at the first regular meeting of the membership after the Developer has had turned over control of the corporation to the members of the corporation, ~~are~~ were:

LEON MAYERCHAK

JOSEPH MAYERCHAK

MICHAEL MAYERCHAK

IX.

The By-Laws of the corporation shall be initially be made and adopted by its first Board of Directors.

~~Prior to the time when the real property has been submitted to condominium ownership by the filing of the Declaration of Condominium and the Developer has turned over control of the corporation to the members of the corporation, said first Board of Directors shall have full power to amend, alter or rescind said By-Laws by a majority vote.~~

~~After the property has been submitted to condominium ownership by the filing of the Declaration of Condominium, and the~~ The Developer has turned over control of the corporation to the members of the corporation, the By-Laws may be amended, altered, supplemented or modified as stated in the By-Laws of the Corporation.

3. Amendment to Article XII of the Articles as follows:

XII.

There shall be no dividends paid to any of the members, nor shall any part of the income of the corporation be distributed to its Board of Directors or officers. In the event there are any excess receipts over disbursements as a result of performing services, such excess shall be applied against future expenses. The corporation may pay compensation in a reasonable amount to its members, directors and officers for services rendered, may confer benefits upon its members in conformity with the corporation's purposes, and upon dissolution or final liquidation, may make distribution to its members as is permitted by a court having jurisdiction thereof, and no such payment, benefit or distribution shall be deemed to be a dividend or distribution of income.

The corporation shall not issue any shares of stock of any kind. Membership in the corporation, and the transfer thereof, shall be upon such terms and conditions as provided for in the Declaration of Condominium and the By-Laws. The voting rights of owners of condominium parcels in said condominium property shall be as set forth in the Declaration of Condominium and/or the By-Laws.

The Post Office address of the principal office of the corporation shall be:—2075 N.E. 164th Street

~~North Miami Beach, Florida 33162~~

16558 N.E. 26th Avenue
North Miami Beach, FL 33160

with the privilege, however, of having branch officers and places of business, at any other place or places within or without the State of Florida, as may from time to time be designated by the Board of Directors.

4. Amendment to Article XIII of the Articles of Incorporation as follows:

In pursuance of the Florida Statutes pertaining thereto, the above named corporation, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, in the City of North Miami Beach, County of Miami-Dade, State of Florida, has named JOSEPH MAYERCHAK, located at 2075 N.E. 164th Street, North Miami Beach Anthony A. Kalliche, Esquire 5201 Blue Lagoon Drive, Suite #100, Miami, Florida 33126, County of Miami-Dade and State of Florida, as its agent, to accept service of process within this state or another person designated by the Board of Directors.