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June 11, 2004

**CORPORATE RECORDS BUREAU
DIVISION OF CORPORATIONS**
Department of State
P.O. Box 6327
Tallahassee, FL 32301

**RE: Palm Villas Condominium Apartments, Inc.; Amendment to
Articles of Incorporation**

Dear Sir/Madam:

Enclosed herein please find an **original** and **one copy** of Articles of Amendment to the Articles of Incorporation of **Palm Villas Condominium Apartments, Inc.**, as well as a check in the amount of **\$43.75** to cover the cost of filing same and return of a stamped copy to my attention.

Thank you for your attention to this matter.

Very truly yours,

PETER C. MOLLENGARDEN
For the Firm

PCM/dj
Enclosures

cc: Palm Villas Condominium Apartments, Inc.
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**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
PALM VILLAS CONDOMINIUM APARTMENTS, INC.**

The undersigned officers of Palm Villas Condominium Apartments, Inc. do hereby certify that the following amendments to the Articles of Incorporation of said corporation are a true and correct copy as amended, pursuant to Article X thereof, by the membership at a duly called and noticed meeting of the members held June 12, 2002. The amendments were adopted by the members and the number of votes cast for the amendments was sufficient for approval.

**AMENDMENTS TO THE
ARTICLES OF INCORPORATION OF
PALM VILLAS CONDOMINIUM APARTMENTS, INC.**

(Additions shown by "underlining",
deletions shown by "~~strikeout~~")

ARTICLE XI.

This corporation shall have all of the powers set forth in Florida Statute 617.021, as amended or renumbered from time to time, all of the powers set forth in the Condominium Act of the State of Florida, as amended or renumbered from time to time, and all powers granted to it by the Declaration of Condominium and Exhibits annexed thereto, as amended from time to time.

ARTICLE 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, etc. The Corporation may pay compensation in a reasonable amount to its members, directors and officers, for services rendered (other than service as a Director, officer or committee member), may confer benefits upon its members in conformity with its purposes, and upon dissolution for final liquidation, may make distribution to its members as is permitted by the Court having jurisdiction thereof, and so such payment, benefit or distribution shall be deemed to be a dividend or distribution to income.

This Corporation shall issue no shares of stock of any kind or nature whatsoever. Membership in the Corporation and the transfer thereof, as well as the number of members, shall be upon such terms and condition as provided for in the Declaration of Condominium and Bylaws. The voting rights of the owners of parcels in said Condominium property shall be as set forth in the Declaration of Condominium and/or Bylaws.

WITNESS my signature hereto this 8 day of June, 2004, at Delray Beach, Palm Beach County, Florida.

**PALM VILLAS CONDOMINIUM
APARTMENTS, INC.**

BY: William C. Coggins (SEAL)
President

ATTEST: Lissa Redmond (SEAL)
Secretary

Eleanor J. Adams
Witness

Beth Martin
Witness

Lissa Redmond

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COUNTY OF PALM BEACH
TALLAHASSEE, FLORIDA

STATE OF FLORIDA :

COUNTY OF PALM BEACH :

The foregoing instrument was acknowledged before me this 8 day of June 2004, by Thomas J. Schneider and William C. Coggins, as _____ and _____, respectively, of Palm Villas Condominium Apartments, Inc., a Florida not-for-profit corporation, on behalf of the corporation. They are personally known to me, or have produced _____ identification and did take an oath.

If no type of identification is indicated, the above-named persons are personally known to me.

Geraldine C. Dicesare (Signature)

GERALDINE C. DICESARE (Print Name)
Notary Public, State of Florida at Large

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