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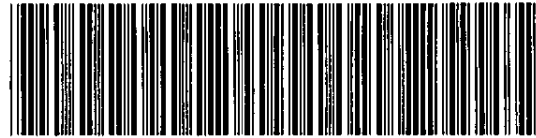
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RECEIVED
14 SEP 19 AM 10:47
DIVISION OF CORPORATION

14 SEP 19 AM 11:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Amend + Restated
09/19

SACHS SAX CAPLAN

ATTORNEYS AT LAW

660 EAST JEFFERSON STREET
SUITE 102
TALLAHASSEE, FLORIDA 32301

TELEPHONE (850) 412-0306
FACSIMILE (850) 412-0909

KARL M. SCHEUERMAN, ESQ.
kscheuerman@ssclawfirm.com

September 17, 2014

Florida Department of State
Division of Corporations
Amendment Section
P.O. Box 6327
Tallahassee, Florida 32313

Re: Amended and Restated Articles of Incorporation; Kings Point Community Association, Inc., a not for profit Florida Corporation

Dear Amendment Section:

This firm serves as General Counsel for Kings Point Community Association, Inc.

Please find attached the Restated and Amended Articles of Incorporation along with the Written Consent in Lieu of Meeting and Articles of Amendment whereby the members of the Corporation have adopted and approved the new Articles. We have also enclosed a filing fee of \$35.

Kindly file the Amended and Restated Articles of Incorporation among your records, and contact the undersigned if you have any questions in this regard.

Thank you.

Sincerely,

SACHS SAX CAPLAN, P.L.


Karl M. Scheuerman

Enclosures

APPROVED
FILED

14 SEP 19 AM 11:22

Amended and Restated Articles of Incorporation
OF
KINGS POINT COMMUNITY ASSOCIATION, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, as representatives of Kings Point Community Association, Inc., do hereby associate ourselves for the purpose of becoming a not-for-profit corporation under the laws of the State of Florida, and do certify as follows:

ARTICLE ONE

Name; Definitions

1. The name of this corporation shall be: KINGS POINT COMMUNITY ASSOCIATION, INC.

2. Definitions. As used in these Articles of Incorporation, the following definitions shall apply:

a. The term "condominium documents" refers to the Declaration of Condominium, and the Bylaws and Articles of Incorporation of a member Association.

b. "Corporation" or "Community Association" or "KPCA" shall refer to Kings Point Community Association, Inc.

c. "Member Association" or "Area Association" refers to those area associations which are currently members in the Community Association, and any condominium associations which may become members as provided in the Bylaws of the Corporation.

d. The phrase "unit owner" refers to those persons who own condominium units in the Kings Point Community.

ARTICLE TWO

Purpose

The general nature and objects of this corporation are:

1. To organize and coordinate a united, viable federation of Condominium Associations within the Kings Point complex, which shall include, but are not necessarily limited to, the following member area associations: Brittany Condominium Association, Inc.; Monaco Condominium Association, Inc.; and Flanders Condominium Association, Inc., all not-for-profit Florida corporations, for the purpose of carrying out common goals, objectives, and purposes of the respective corporations.
2. Providing a united effort by the member Associations for the fulfillment of their members' rights under the respective declarations and supportive documentation, and the protection of those rights insofar as they relate to the common elements, while preserving the sanctity and integrity of each member Association in its endeavor to serve the interests of their members within their respective condominium buildings.
3. Protecting the aforementioned rights under applicable state and Federal Statutes, as well as the Florida and United States Constitutions.
4. Negotiating, dealing and consulting with the management firm, and the individual Boards of Directors of each member Association for the purpose of

promoting the interests and improving the living conditions of the members with respect to common areas of concern.

5. Doing everything necessary for the purpose of maintaining in good repair and improvement all common facilities of the condominium properties as may be within the responsibility of the Corporation.

6. Overseeing, in conjunction with each and every member Association, the performance and endeavoring to enforce all contract and other obligations of the Management Firm, whose duties run to the common areas and facilities for the benefit of the member Associations, pursuant to all condominium documents and other instruments and representations.

7. To enter into all contracts to carry out the purposes of this Corporation, including, but not limited to contracts for insurance, management, and professional services of the member Associations.

8. To use and expend the monies collected by this Corporation to effectuate the purposes and powers of this Corporation.

9. To hire attorneys, engineers, accountants, and other professionals as the need arises and the interests of the member Associations warrant.

10. To establish in the By-Laws of this Corporation any procedures or guidelines determined necessary for carrying out the purposes herein enumerated, and to do generally any and all things appropriate and necessary for the welfare, interests and benefit of the member Associations, pursuant to and in accordance with the terms and provisions of these Articles of Incorporation and Bylaws, and

any Statutes and Laws of the State of Florida and any other governmental unit or agency.

ARTICLE THREE

This Corporation shall have perpetual existence.

ARTICLE FOUR

Membership; Rights of Members of Associations. The Corporation shall have one class of membership, designated as follows:

1. Voting Membership. Each member Area Association identified in Article 2 of these Articles of Incorporation shall be a member in the Community Association, and shall have such rights, including voting rights as members, as provided in these Articles of Incorporation and the Bylaws of the Corporation.
2. Unit owners in Kings Point are not members in KPCA.

ARTICLE FIVE

Subscribers

The names and residence address of the original member area Associations are listed in the original Articles of Incorporation of the Corporation.

ARTICLE SIX

The affairs of the Corporation are to be managed by the Board of Directors of the Corporation. The Board of Directors currently consists of thirteen (13) seats, plus one (1) non-voting member as provided in the Bylaws. A quorum of the Board shall consist of a majority of the total Board. Acts approved by a majority of the Board members present and voting at a meeting at which a quorum is present shall constitute acts of the Board.

ARTICLE SEVEN

Directors and Officers

1. The Board consists currently of thirteen (13) seats, plus the one nonvoting member, as provided in the Bylaws, and each member Area Association shall be entitled to the following seats on the Board:

Brittany Condominium Association, Inc. 5 plenary members

Flanders Condominium Association, Inc. 3 plenary members

Monaco Condominium Association, Inc. 5 plenary members.

2. Elections for the Board shall occur in the manner provided in the Bylaws. The affairs of the Corporation shall be administered by the President of the Corporation, assisted by a First Vice-President, Second Vice-President, Secretary, and Treasurer, elected in accordance with provisions of the By-Laws. The name and addresses of the Directors and Officers of this Corporation are as follows:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Frank Iovine	President, Director	6300 Park of Commerce Blvd. Boca Raton, Fl. 33487
Robert Lome	VP; Director	6300 Park of Commerce Blvd. Boca Raton, Fl. 33487
Patricia Suttleman	2d VP; Director	6300 Park of Commerce Blvd. Boca Raton, Fl. 33487
Nancy Curry	Secretary, Director	6300 Park of Commerce Blvd. Boca Raton, Fl. 33487
Stan Arden	Treas., Director	6300 Park of Commerce Blvd. Boca Raton, Fl. 33487
Michael Levy	Director	6300 Park of Commerce Blvd. Boca Raton, Fl. 33487
Charles Haber	Director	6300 Park of Commerce Blvd. Boca Raton, Fl. 33487
George Hecht	Director	6300 Park of Commerce Blvd.

Ruth Schnell	Director	Boca Raton, Fl. 33487 6300 Park of Commerce Blvd.
Charles Kartstein	Director	Boca Raton, Fl. 33487 6300 Park of Commerce Blvd.
Irma Emery	Director	Boca Raton, Fl. 33487 6300 Park of Commerce Blvd.
Rhoda Peritz	Director	Boca Raton, Fl. 33487 6300 Park of Commerce Blvd.
Don Terraciano	Director	Boca Raton, Fl. 33487 6300 Park of Commerce Blvd.

ARTICLE EIGHT

The Board may adopt By-Laws addressing the management, regulation and control of the Corporation, not inconsistent with these Articles of Incorporation or the laws of the State of Florida.

ARTICLE NINE

The Articles of Incorporation and By-Laws may be amended upon the approval of not less than a majority of the Board of Directors, in the manner provided in the Bylaws.

ARTICLE TEN

Powers and Ratification of Prior Acts

1. In addition to all of the powers created by these Articles of Incorporation, this Corporation shall have all powers provided by Chapter 617, Florida Statutes.

2. Any provision of these Articles of Incorporation which was deleted or otherwise amended since the date of the adoption of the initial Articles of Incorporation of the Corporation, which is not reflected or included in these Articles of Incorporation, shall be deemed of no force and effect, it being the intent

of the Corporation that these current Articles of Incorporation are those contained herein, as the same may be amended from time to time in the future. The Board of KPCA as well as the requisite member Area Associations hereby ratify and approve these Articles of Incorporation, and adopt the same as the binding Articles of Incorporation of KPCA. In addition, by the adoption and approval of these amended Articles of Incorporation, the Board and the entire membership of KPCA hereby affirms, adopts, and ratifies any and all actions of the Board and of the membership taken from the inception of the Corporation to the effective date of these amendments.

ARTICLE ELEVEN

This Corporation is not organized for pecuniary profit nor shall it have any power to issue certificates of stock or declare dividends, and no part of the income of the Corporation shall inure to its members, directors, or officers. No director or officer shall receive compensation by reason of their serving as a director or officer of the Corporation.

ARTICLE TWELVE

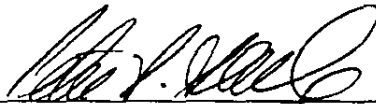
Registered Office and Agent

The name and street address of the Registered Agent of this Corporation is:

Peter Sachs, Esquire
6111 Broken Sound Parkway N.W.
Suite 200
Boca Raton, Florida 33487

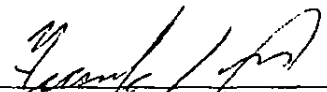
CERTIFICATE OF REGISTERED AGENT

Having been named as the registered agent of KINGS POINT COMMUNITY ASSOCIATION, INC., I hereby agree to act in this capacity and agree to maintain said Corporation's registered office at Kings Point, Delray Beach, Florida, and agree to comply with the provisions of the Florida Statutes relative to keeping open said office.



Peter Sachs, Esquire

KINGS POINT COMMUNITY ASSOCIATION, INC.

By: 

Frank Iovine, President

By: 

Nancy Curry, Secretary

NOT RECORDED
FILED

14 SEP 19 AM 11:22

WRITTEN CONSENT IN LIEU OF A MEETING ADOPTING AND
RATIFYING AMENDED AND RESTATED ARTICLES OF INCORPORATION AND BYLAWS OF
INCORPORATION AND BYLAWS OF
KINGS POINT COMMUNITY ASSOCIATION, INC.

THE UNDERSIGNED, being all of the Voting Members of the KINGS POINT COMMUNITY ASSOCIATION, INC., a Florida not-for-profit corporation ("KPCA"), hereby unanimously consent in writing, in lieu of a meeting, as set forth herein:

WHEREAS, in accordance with applicable law, it is permissible and lawful for the Voting Members of KPCA to take action without a meeting by written consent, as permitted and authorized by Section 617.0701, Florida Statutes; and

WHEREAS, the undersigned Voting Members of KPCA find it expedient to take this action in lieu of a meeting; and

WHEREAS, the Voting Members signing and approving below representing all the Voting Members in KPCA, are duly authorized to execute this instrument adopting and ratifying the Amended and Restated Bylaws and Articles of Incorporation of KPCA;

WHEREAS, the undersigned Voting Members of Kings Point Community Association, Inc., hereby unanimously approve the matters as stated herein, in lieu of a vote at a meeting, and hereby waive any requirement of notice of such meeting; and

WHEREAS, the Board of Directors of KPCA on July 17, 2014, has previously considered, approved and adopted the subject Amended and Restated Articles of Incorporation and Bylaws, and has directed and recommended that the subject Amendments be submitted to the Voting Members of KPCA for consideration and a vote on approval of the subject Amendments; and

WHEREAS, the Board of Directors of each Voting Member executing this Instrument has met, pursuant to notice, and has authorized this vote on approval of the subject Amendments; and

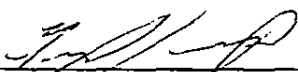
WHEREAS, the Members acknowledge that the subject Amended and Restated Bylaws and Articles of Incorporation have been and the same are herewith filed by petition with the Secretary of KPCA for consideration and passage.

NOW THEREFORE, IT IS hereby agreed and resolved as follows:

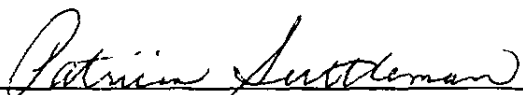
1. That the Amended and Restated Articles of Incorporation and Bylaws of KPCA, copies of which are attached hereto and incorporated herein for all purposes, are hereby ratified, approved, and adopted as the official Articles of Incorporation and Bylaws of KPCA.
2. That the Amended and Restated Bylaws and Articles of Incorporation shall take effect and shall be effective from and including that date upon which the Amended and Restated Articles of Incorporation are duly filed with the Secretary of State, Division of Corporations.
3. That the undersigned KPCA Voting Members hereby approve, ratify, adopt, and vote in favor the subject Amended and Restated Articles of Incorporation and Bylaws which shall be recorded in the public records of Palm Beach County, Florida.

We HEREBY CERTIFY that the foregoing Resolution appears in the Official Records of KPCA and is unrevoked.


9/12/14
Date


Frank Iovine, President
Flanders Condominium Association, Inc.

9-12-14
Date


Patricia Suttleman, President
Brittany Condominium Association, Inc.

9/12/14
Date


Robert Lome, President
Monaco Condominium Association, Inc.

Amended and Restated Articles of Incorporation
FOR KINGS POINT COMMUNITY ASSOCIATION, INC.

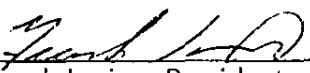
Pursuant to the provisions of Chapter 617 of the Florida Statutes, the undersigned Corporation adopts the following Articles of Amendment to its Articles of Incorporation.

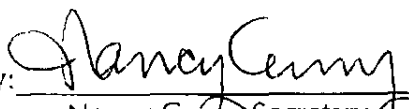
FIRST: The Amended and Restated Articles of Incorporation adopted are attached as Exhibit "A".

SECOND: On September 12, 2014, the above Amendments were adopted by the voting members, and the number of votes cast for the amendments was sufficient for approval. The Board also approved the Amended and Restated Articles of Incorporation at its duly noticed Board meeting conducted on July 17, 2014.

DATED: September 12, 2014.

KINGS POINT COMMUNITY ASSOCIATION, INC.

By: 
Frank Iovine, President

By: 
Nancy Curry, Secretary