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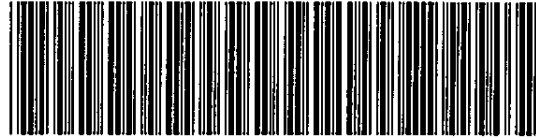
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*Amend
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Reply To:
West Palm Beach
Kenneth S. Direktor, Esq.
Direct dial: (561) 820-2880
kdirektor@becker-poliakoff.com

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

RE: The Thirty-Three Sixty Condominium Association, Inc.

Dear Sir/Madam:

Enclosed herein please find an **original and one copy** of a Certificate of Amendment to the Articles of Incorporation of **The Thirty-Three Sixty Condominium Association, 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,


KENNETH S. DIREKTOR
For the Firm

KSD/ebd
Enclosures

WPB_DB: 316756_1

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* by appointment only

**CERTIFICATE OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
THE THIRTY-THREE SIXTY CONDOMINIUM ASSOCIATION, INC.**

The undersigned officers of **The Thirty-Three Sixty Condominium Association, 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 March 16, 2007, and recessed to and reconvened on April 10, 2007. The amendments were adopted by the members and the number of votes cast for the amendment was sufficient for approval.

**AMENDMENTS TO THE
ARTICLES OF INCORPORATION FOR
THE THIRTY-THREE SIXTY CONDOMINIUM ASSOCIATION, INC.**

(Additions shown by "underlining",
deletions shown by "~~strikeout~~",
unaffected text indicated by "...")

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TALLAHASSEE, FLORIDA
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ARTICLE VI.

Section 1. The affairs of the Corporation shall be managed and governed by a Board of Directors composed of ~~not less than three (3) nor more than the number specified by the By-Laws, and in the exact number of persons as specified in said By-Laws~~ seven (7) persons. All Board members must be members of the Association or spouses of members of the Association. ~~The Directors, subsequent to the first Board of Directors, shall be elected at the annual meeting of the membership, for a term of one (1) year, or until their successors shall be elected at the annual meeting of the membership, for a term of one (1) year, or until their successors shall be elected and shall qualify. Provisions for such election, and provisions respecting the removal, disqualification and resignation of Directors, and for filling vacancies on the Directorate, shall be established by the By-Laws.~~

* * *

ARTICLE VIII.

~~The following persons shall constitute the first Board of Directors, and shall serve until the first election of the Board of Directors at the first regular meeting of the membership:~~

WILLIAM DONNER	801 N.E. 167th Street, North Miami Beach, Florida
AMY STEELE	801 N.E. 167th Street, North Miami Beach, Florida
JOHN C. WEBER	245 Gleneagle Drive, Atlantis, Florida

ARTICLE IX.

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

~~Prior to the time the property described in Article II hereinabove has been submitted to Condominium ownership by the filing of the Declaration of Condominium, said First Board of Directors shall have full power to amend, deliver or rescind said By-Laws by a majority vote.~~

~~After the property described in Article II hereinabove has been submitted to condominium ownership by the filing of the Declaration of Condominium, the By-Laws may be amended, altered, supplemented or modified by the membership at the Annual~~

Meeting, or at a duly convened special meeting of the membership, attended by a majority of the membership, by vote, as follows:

- A. ~~If the proposed change has been approved by the unanimous approval of the Board of Directors, then it shall require only a majority vote of the total votes of the membership to be adopted.~~
- B. ~~If the proposed change has not been approved by the unanimous vote of the Board of Directors, then the proposed change must be approved by three-fourths (3/4ths) of the total vote of the membership;~~

~~provided, however, that (1) prior to the first Annual Meeting of the membership, the By-Laws may not be amended without a prior resolution requesting said Amendment by the Board of Directors of the Association; (2) subsequent to the first Annual Meeting of the membership, the By-Laws may not be amended without the approval of the Board of Directors of the Association, unless the proposed Amendment shall be filed in writing with the Secretary or President, not less than ten (10) days prior to the membership meeting at which such Amendment is to be voted upon. The By-Laws may only be amended with the written approval of the Lessor under the Long Term Lease referred to in said Declaration, and the written approval of the Lessor under the Long Term Lease referred to in said Declaration, and the written approval of the Developer referred to in said Declaration, where said Amendment changes the rights and privileges of the aforesaid Management Firm, Lessor and Developer.~~

ARTICLE X.

~~Amendments to these Articles of Incorporation may be imposed by any member or director, and shall be adopted in the same manner as is provided for the amendment of the By-Laws, as set forth in Article IX above. Said amendment(s) shall be effective when a copy thereof, together with an attached certificate of its approval by the membership, sealed with the Corporate Seal, signed by the Secretary or an Assistant Secretary, and executed and acknowledged by the President or Vice President, has been filed with the Secretary of State, and all filing fees paid.~~

ARTICLE XI.

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

ARTICLE IX

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

1. Notice. Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is to be considered.
2. Adoption. A resolution for the adoption of a proposed amendment may be proposed either by a majority of the Board of Directors or by not less than one-fourth (1/4) of the Members of the Association. A proposed amendment must be approved by not less than a majority of the votes of the participating membership of the Association, present and voting, in person or by proxy, at a meeting at which a quorum is established or by written agreement where at least a quorum of the membership participates.
3. Limitation. No amendment shall make any changes in the qualifications for membership nor in the voting rights or property rights of members.

4. Recording. A copy of each amendment shall be filed with and certified by the Secretary of State pursuant to the provisions of the applicable Florida Statutes, and a copy shall be recorded in the Public Records of Palm Beach County, Florida.

ARTICLE X.

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

1. General. The Association shall have all of the common law and statutory powers of a not-for-profit corporation under the laws of Florida that are not in conflict with the provisions of these Articles or of the Act.

2. Enumeration. The Association shall have all the powers and duties set forth in the Act (except as to variances in these Articles and the Declaration which are permitted by the Act), and all of the powers and duties reasonably necessary to operate the Condominium pursuant to its Declaration, and as they may be amended from time to time, including, but not limited to, the following:

A. To make and collect regular and special Assessments and other charges against members as unit owners, and to use the proceeds thereof in the exercise of its powers and duties.

B. To buy, own, operate, lease, sell and trade both real and personal property as may be necessary or convenient in the administration of the Condominium.

C. To maintain, repair, replace, reconstruct, add to, and operate the Condominium and other property acquired or leased by the Association for use by unit owners.

D. To purchase insurance upon the Condominium and insurance for the protection of the Association, its officers, directors, and members as unit owners, and such other parties as the Association may determine in the best interest of the Association.

E. To make and amend reasonable rules and regulations for the maintenance, operation and use of the Condominium Property and for all other lawful purposes.

F. To approve or disapprove the transfer, mortgaging, ownership and possession of units as may be provided by the Declaration.

G. To enforce by legal means the provisions of the Act, the Declaration, these Articles, the By-Laws, and the rules and regulations for the use of the Condominium.

H. To contract for the management of the Condominium, and to delegate to the party with whom such contract has been entered into all of the powers and duties of the Association, except (1) those which require specific approval of the Board of Directors or the membership of the Association; (2) those which are incapable of being delegated as same may be contrary to the Declaration or the By-Laws; (3) those which are contrary to the Statutes of the State of Florida; and (4) wherein a delegation is a power and duty which by its very nature is a decision or fiduciary responsibility to be made by the Board of Directors and is therefore not susceptible of delegation.

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

J. To enter into agreements with other parties for easements or sharing arrangements or recreational facilities as the Board of Directors may deem in the best interests of the Condominium.

3. Assets of the Association. All funds and the titles of all properties acquired by the Association and their proceeds shall be held for the benefit and use of the members in accordance with the provisions of the Declaration, these Articles, and the By-Laws.

4. Limitation. The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the Declaration and the By-Laws.

ARTICLE XII XI.

ARTICLE XIII XII.

* * * * *

WITNESS my signature hereto this 24 day of APRIL, 2007,
at ~~Palm Beach, Palm Beach County, Florida.~~
AT MINNEAPOLIS, HENNEPIN COUNTY, MINNESOTA

**THE THIRTY-THREE SIXTY CONDOMINIUM
ASSOCIATION, INC.**

Barbara Kungz BY: [Signature] (SEAL)
Witness President

Witness ATTEST: _____ (SEAL)
Secretary

~~FLORIDA~~ Minnesota
STATE OF FLORIDA :
~~COUNTY OF PALM BEACH~~ Hennepin :
COUNTY OF PALM BEACH :

The foregoing instrument was acknowledged before me this 24 day of April, 2007, by Richard G. Hunegs and _____, as President and _____, respectively, of The Thirty-Three Sixty Condominium Association, Inc., a Florida not-for-profit corporation, on behalf of the corporation. They are personally known to me, or have produced _____ as identification and did take an oath. If no type of identification is indicated, the above-named persons are personally known to me.



[Signature] (Signature)

Sherril L. Maas (Print Name)

Notary Public, State of Florida at Large
Minnesota

3. Assets of the Association. All funds and the titles of all properties acquired by the Association and their proceeds shall be held for the benefit and use of the members in accordance with the provisions of the Declaration, these Articles, and the By-Laws.

4. Limitation. The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the Declaration and the By-Laws.

ARTICLE XII XI.

ARTICLE XIII XII.

* * * * *

WITNESS my signature hereto this 24th day of APRIL, 2007,
at Palm Beach, Palm Beach County, Florida.
CINCINNATI HAMILTON OHIO

THE THIRTY-THREE SIXTY CONDOMINIUM
ASSOCIATION, INC.

Rita Oua BY: _____ (SEAL)
Witness President

Sue E. Poling ATTEST: Charles Bissinger (SEAL)
Witness Secretary

STATE OF ~~FLORIDA~~ OHIO :

COUNTY OF ~~PALM BEACH~~ HAMILTON :

The foregoing instrument was acknowledged before me this 24th day of April, 2007, by Charles Bissinger and _____, as Secretary and _____, respectively, of The Thirty-Three Sixty Condominium Association, Inc., a Florida not-for-profit corporation, on behalf of the corporation. They are personally known to me, or have produced _____ as identification and did take an oath. If no type of identification is indicated, the above-named persons are personally known to me.

Jane M. Royse (Signature)

Jane M. Royse (Print Name)
Notary Public, State of ~~Florida~~ Ohio at Large