

748642

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- 3 MICHIGAN BAR
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- 5 NEW YORK BAR
- 6 PENNSYLVANIA BAR

* CERTIFIED CIRCUIT COURT
CIVIL MEDIATOR

REPLY TO:

☐ BOCA RATON OFFICE

February 6, 2002

FLORIDA SECRETARY OF STATE
DIVISION OF CORPORATIONS
AMENDMENTS SECTION
POST OFFICE BOX 6327
TALLAHASSEE, FLORIDA 32314

RE: **Quadrille Homeowners Association, Inc.**
Our File No. 5569-1

Dear Sir/Madam:

Our law firm represents the above referenced corporation. Enclosed please find the following:

1. Articles of Amendment to the Articles of Incorporation with attached Amended and Restated Articles of Incorporation;
2. Check for \$35.00;
3. Copy of first page of Articles of Amendment to be conformed and returned to our office; and
4. Self-addressed stamped envelope.

Please file the Articles of Amendment. Please send our office a conformed copy of the first page, as well as a letter acknowledging filing of same.

If you have any questions, please call me at 1-800-741-1600. Thank you for your assistance.

Very truly yours,

Robert B. Burr

Robert B. Burr

For the Firm

Enclosures

*gave authorization
to correct the current name.
2/26 RB*

Amended & Restated Art. & N/C

V SHEPARD

EB 26 2002

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 FEB - 8 PM 3: 01

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This document was prepared by
and should be returned to:
Robert B. Burr, Esq.
RUTHERFORD, MULHALL & WARGO, P.A.
2600 North Military Trail, 4th Floor
Boca Raton, Florida 33431-6348

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 FEB -8 PM 3:01

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION OF
QUADRILLE HOME OWNERS' ASSOCIATION, INC.

THESE ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF QUADRILLE HOMEOWNERS ASSOCIATION, INC. ("Association") are made this 1 day of February, 2002, by the President and Secretary of the Association.

W I T N E S S E T H :

WHEREAS, the Articles of Incorporation of the Association were originally filed with the Florida Secretary of State on August 24, 1979 (Document Number 748642);

WHEREAS, Section XIV of the Articles provides that the Articles may be amended by approval in writing of not less than two-thirds (2/3rds) of all the members of the Association;

WHEREAS, the Association desires that the Amended and Restated Articles of Incorporation, attached hereto as Exhibit "A" be certified of record as notice to all current and future members of the Association of the contents of said Amendments;

NOW, THEREFORE, the President and Secretary of the Association hereby certify that:

1. Greater than two-thirds (2/3rds) of all the members of the Association have properly approved and adopted in writing the Amended and Restated Articles of Incorporation of the Association (attached hereto as Exhibit "A"). The number of votes cast in favor of the Amended and Restated Articles of Incorporation is sufficient for approval.

2. A majority of the entire Board of Directors has properly approved and adopted the Restated Articles of Incorporation of the Association (attached hereto as Exhibit "A").

3. The Amended and Restated Articles of Incorporation of the Association (attached hereto as Composite Exhibit "A") have been properly adopted by the Association.

4. The approval and adoption of the Articles of Incorporation of the Association appears in the minutes of the Association, and said approval and adoption is unrevoked.

IN WITNESS WHEREOF, the undersigned have set their hand and seal this 1 day of February, 2002.

QUADRILLE HOMEOWNERS ASSOCIATION, INC.

Eileen L. Gypstul
Witness
Eileen L. Gypstul
Printed Name

By: X Dolores Aiello
Its President
Printed Name: DOLORES AIELLO

Margaret J. Noonan
Witness
MARGARET J. NOONAN
Printed Name

Attest:
W. A. Stewart
Its Secretary
Printed Name: W. A. STEWART

STATE OF FLORIDA)
COUNTY OF PALM BEACH) ss

The foregoing Amended and Restated Declaration of Covenants, Conditions and Restrictions was acknowledged before me this 1st day of February, 2002, by Dolores Aiello and Bill Stewart, as President and Secretary, respectively, of Quadrille Homeowners Association, Inc., a Florida not-for-profit Corporation, on behalf of said Corporation. The signatories are personally known to me or they produced N/A as identification.

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



Scott Straleau
My Commission CC1000138
Expires March 24, 2005

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

This instrument was prepared by
and should be returned to:
Robert B. Burr, Esq.
RUTHERFORD, MULHALL & WARGO, P.A.
2600 North Military Trail, 4th Floor
Boca Raton, Florida 33431-6348

AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
QUADRILLE HOME OWNERS' ASSOCIATION, INC. . .
(A Corporation not for Profit)

The QUADRILLE HOMEOWNERS ASSOCIATION, INC. adopts these Amended and Restated Articles of Incorporation("Amended and Restated Articles").

ARTICLE I.
NAME

The name of this corporation shall be QUADRILLE HOMEOWNERS ASSOCIATION, INC. ("Association").

ARTICLE II.
PURPOSE

The Amended and Restated Declaration of Covenants, Conditions and Restrictions ("Amended and Restated Declaration") has been imposed upon certain lands in Palm Beach County, Florida, known as "QUADRILLE". This Association is organized for the purpose of functioning as the homeowners' association of QUADRILLE in accordance with the Amended and Restated Declaration. The Association is organized to serve as the instrumentality of homeowners in QUADRILLE for the purpose of owning and maintaining common property contained therein; of promoting, assisting and furthering adequate and proper maintenance of QUADRILLE and particularly the common areas thereof; of fostering and promoting recreational activity within the community through the acquisition, (whether by fee simple ownership, lease or other possessory use interest) and maintenance of such recreational land and facilities as it may deem appropriate for the benefit and use of its members; of assuring the free and unobstructed vehicular access to and from the residential buildings to public roadways through the private roadways located thereon; and of otherwise engaging in such additional lawful activities for the benefit, use convenience and enjoyment of its members as it deems proper.

ARTICLE III.
POWERS

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

1. The Association shall have all of the common law and statutory powers of a corporation not for profit which are not in conflict with the terms of the Amended and Restated Articles, and in addition, all of the powers set forth in the Amended and Restated Declaration and the Amended and Restated By-Laws of the Association.

2. The Association shall have all of the powers reasonably necessary to implement the powers of the Association, including but not limited to the following:

a. To acquire, purchase, sell, transfer and convey both real and personal property and any interest therein in accordance with the Amended and Restated Declaration.

b. To operate and manage such property as may be acquired by the Association in accordance with the Amended and Restated Declaration, including but not limited to the common area and the property acquired pursuant to the terms of the Amended and Restated Declaration.

c. To make and collect assessments against members of the Association for the purpose set forth in the Amended and Restated Declaration.

d. To use the proceeds of assessments in the exercise of the Association's powers and duties.

e. To maintain, repair, replace and operate the Association's property.

f. To reconstruct improvements upon the Association's property after casualty, and to further improve the property.

g. To make and amend Rules and Regulations with respect to the use of its property.

h. To enforce the Amended and Restated Declaration; Amended and Restated Articles; Amended and Restated By-Laws and Rules and Regulations.

i. To enforce by legal means the provisions of the Amended and Restated Declaration, these Amended and Restated Articles, the Amended and Restated By-Laws of the Association and the regulations for use of the Association's property.

j. To contract for the management of the Association's property.

k. To borrow funds from a lending institution and pledge the property or income of the Association as security for the loan.

ARTICLE IV.
MEMBERS

The qualifications of the members, the manner of their admission to membership and termination of such membership, and voting by members shall be as follows:

1. The owners of each unit thereof subjected to the Amended and Restated Declaration shall automatically become a member of the Association upon acquisition of a fee simple title of any unit subjected to said Amended and Restated Declaration, by the filing of record therefor a deed or other valid instrument conveying title in the Office of the Clerk of the Circuit Court in and for Palm Beach County, Florida, evidencing such ownership.

2. Memberships in the Association shall be compulsory and shall continue until such time as the member transfers or conveys of record his fee simple interest in the unit upon which automatic membership is based or said interest is transferred and/or conveyed by operation of the law, at which time said membership (with respect to the unit conveyed) shall automatically be conferred upon the transferee. Membership shall be appurtenant to and may not be separated from ownership of any unit which is subject to the Amended and Restated Declaration.

3. The interest 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. The properties, funds and assets of the Association shall be held or used for the benefit of the membership and for the purposes authorized herein, in the Amended and Restated Declaration and in the Amended and Restated By-Laws.

4. On all matters on which the membership shall be entitled to vote, there shall be one (1) vote for each unit subjected to the Amended and Restated Declaration, which vote may be exercised or cast by the owner or owners of each unit in such manner as may be provided in the By-Laws of this Association. Should any members own more than one (1) unit, such member shall be entitled to exercise or cast one (1) vote for each unit in the manner provided for in said Amended and Restated By-Laws.

5. All of the powers and duties of the Association existing under the law, under the Amended and Restated Declaration, under the Amended and Restated Articles and under the Amended and Restated By-Laws shall be exercised by the Board of Directors subject only to approval by the unit owners when such approval is specifically required by the Amended and Restated Declaration, Amended and Restated Articles, Amended and Restated By-Laws or Florida Statutes.

ARTICLE V.
TERM

The Association shall have perpetual existence.

ARTICLE VI.
MANAGEMENT OF THE AFFAIRS OF THE ASSOCIATION - OFFICERS

The affairs of this Association shall be managed by its officers, subject, however, to the directions of the Board of Directors, except to the extent that the Directors shall have delegated the responsibility for such management under the provisions of these Amended and Restated Declaration, Amended and Restated Articles and the Amended and Restated By-Laws. The officers of this Association shall consist of a President, a Vice President, a Secretary and a Treasurer, all of whom shall be elected by the Board of Directors according to the Amended and Restated By-Laws of this Association. The directors, if they desire, may combine the offices of Secretary and Treasurer. The directors may additionally provide for such other officers, agents, supervisory personnel or employees of the Association as they shall see fit.

The officers shall be elected by the Board of Directors at the Board's first meeting following the Annual Members' Meeting (or as soon thereafter as reasonably possible) and shall serve at the pleasure of the Board.

ARTICLE VII.
BOARD OF DIRECTORS

This Association shall be governed by a Board of Directors consisting of not less than five (5) nor more than nine (9) persons with the number of Directors on the Board to be determined by the Board from time to time. Directors shall be members of the Association and year round residents of the Quadrille Community.

ARTICLE VIII.
REMOVAL OF OFFICERS AND DIRECTORS

Any officer may be removed with or without cause by a majority vote of the full Board of Directors at a meeting of Directors called at least in part for the purpose of considering such removal. Directors may be removed in accordance with relevant Florida statutes pertaining to removal of directors in not-for-profit corporations.

ARTICLE IX.
INDEMNIFICATION OF OFFICERS AND DIRECTORS

Every officer and director of the Association shall be indemnified by the Association against all expenses and liability, including

counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding to which he may be a party or in which he may become involved by reason of his being or having been an officer or director, whether or not he is an officer or director at the time such expenses are incurred, except in such cases wherein the officer or director is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties, provided that in the event of any claim for reimbursement or indemnification hereunder based upon a settlement by the officer or director seeking such reimbursement or indemnification, the indemnification herein shall apply only if the Board of Directors approves such settlement and reimbursement as being in the best interest of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such officers or directors may be entitled.

ARTICLE X.
BY-LAWS

The Amended and Restated By-Laws of this Association may be amended, altered or rescinded in the manner provided in the Amended and Restated By-Laws.

ARTICLE XI.
PROHIBITION AGAINST ISSUANCE OF STOCK
AND DISTRIBUTION OF INCOME

This Association shall never have or issue any shares of stock, nor shall this Association distribute any part of the income of this Association, if any, to its members, directors or officers. Nothing herein, however, shall be construed to prohibit the payment by the Association of compensation in a reasonable amount to the members, directors or officers for services rendered.

ARTICLE XII.
CONTRACTUAL POWERS

In the absence of fraud, no contract or other transaction between this Association and any other person, firm, association, corporation or partnership shall be affected or invalidated by the fact that any director or officer of this Association is pecuniarily or otherwise interested in, or is a director, member or officer of any such other firm, association, corporation or partnership, or is a party or is pecuniarily or otherwise interested in such contract or other transactions, or in any way connected with any person, firm, association, corporation or partnership, pecuniarily or otherwise interested therein. Any director may vote and be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Association for the purpose of authorizing such contract or transaction with like force and effect as if he were not so

interested, or were not a director, member or officer of such other firm, association, corporation or partnership.

ARTICLE XIII.
AMENDMENT

These Amended and Restated Articles may be amended by either:

(i) approval of a majority of all unit owners at any regular or special members' meeting of the Association together with approval of a majority of the Board of Directors; or

(ii) by written agreement(s) without a meeting by a majority of all unit owners together with approval of a majority of the Board of Directors.

These Amended and Restated Articles of Incorporation are adopted this 1st day of February, 2002, by the QUADRILLE HOMEOWNERS ASSOCIATION, INC.

QUADRILLE HOMEOWNERS
ASSOCIATION, INC.

Eileen L. GupTill By:
Witness
Eileen L. GupTill
Printed Name

Dolores Aiello
Signature
DOLORES AIELLO
Printed Name
Its President

Margaret J. Noonan
Witness
MARGARET J. NOONAN
Printed Name

ATTEST:

W.A. Stewart
Signature
WILLIAM ALLAN STEWART
Printed Name
Its Secretary

STATE OF FLORIDA)
) SS
COUNTY OF PALM BEACH)



Scott Stralau
My Commission CC1000138
Expires March 24, 2005

The foregoing Amended and Restated Articles of Incorporation Quadrille Homeowners Association, Inc. were acknowledged before me this 1st day of February, 2002, by Dolores Aiello as President and Bill Stewart as Secretary, of the Quadrille Homeowners Association, Inc., a Florida not-for-profit Corporation, on behalf of said Corporation. The signatories are personally known to me or produced N/A as identification.

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



Scott Straleau
My Commission CC1000138
Expires March 24, 2005

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

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48, Florida Statutes, the following is submitted, in compliance with said Act:

That the QUADRILLE HOMEOWNERS' ASSOCIATION, INC., a non-profit corporation, has named Robert B. Burr, Esq. of Rutherford, Mulhall & Wargo, P.A., 2600 North Military Trail, Fourth Floor, Boca Raton, FL 33431, as its registered agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named registered agent to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: Robert B. Burr
Robert B. Burr
Florida Bar No.: 820687

STATE OF FLORIDA)
) ss
COUNTY OF PALM BEACH)

The foregoing acceptance of registered agent for the Quadrille Homeowners Association, Inc. were acknowledged before me this 6th day of February, 2002, by Robert B. Burr who is personally known to me or produced _____ as identification.

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



Lisa S. Boros
NOTARY PUBLIC, State of Florida at Large
My Commission Expires: