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COR AMND/RESTATE/CORRECT OR O/D RESIGN
SPICEWOOD VILLAGE PROPERTY OWNERS' ASSOCIATION, INC.

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AMENDED ARTICLES OF INCORPORATION
OF
SPICEWOOD VILLAGE PROPERTY OWNERS' ASSOCIATION, Inc.

(A Florida Corporation Not For Profit)
(As of 10.1.2019)

Pursuant to Section 617.1007 of the Florida Statutes, SPICEWOOD VILLAGE PROPERTY OWNERS' ASSOCIATION, Inc., a Florida not-for-profit corporation (the "Association"), certifies that:

FIRST: The name of the Association is SPICEWOOD VILLAGE PROPERTY OWNERS' ASSOCIATION, Inc. The original Articles of Incorporation were filed with the Secretary of State of the State of Florida on February 19, 1981, as amended (the "Original Articles").

SECOND: These Amended Articles of Incorporation were adopted at a duly convened meeting of the Board of Directors of the Association on September 27, 2019, and by the members at a duly convened meeting of the members, each by the number of votes cast being sufficient for approval thereof.

THIRD: The Original Articles are amended to read as follows:

ARTICLE I
NAME

The name of the Association is SPICEWOOD VILLAGE PROPERTY OWNERS' ASSOCIATION, Inc. (the "Association").

ARTICLE II
PRINCIPAL OFFICE

The principal office of the Association is located 3715 Golf Road, Boynton Beach, Florida 33436.

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ARTICLE III
REGISTERED AGENT AND REGISTERED OFFICE

Tennyson, RT. R, whose address is 301 N. Atlantic Avenue, Lantana, Florida 33462, is hereby appointed the registered agent of the Association, and his address is designated as the registered office of the Association.

ARTICLE IV
PURPOSE

A certain Declaration of Covenants and Restrictions for SPICEWOOD VILLAGE (hereinafter referred to as the "Declaration") has been imposed upon certain lands in Palm Beach County, Florida, which Declaration shall, among other things, establish and designate that said lands shall be known as "SPICEWOOD VILLAGE, according to the plat thereof on file in the office of the Clerk of the Circuit Court in and for Palm Beach County, Florida." The Association is organized for the purpose of functioning as the homeowners' association of said property, in accordance with the Declaration referred to herein. It is organized to serve as the instrumentality of property owners in SPICEWOOD VILLAGE for the purpose of controlling and regulating residential development therein; of promoting, assisting, and providing adequate and proper maintenance of SPICEWOOD VILLAGE and the property, lots, units or parcels therein for the benefit of all owners thereof; of providing and promoting recreational activity within the community through the acquisition of land and facilities (whether by fee simple ownership, leasehold or other possessory use interest), the maintenance of said land and facilities, and such other means and methods as it may deem in the best interest of its members; to exercise all power and discharge all responsibilities granted to it as an association under the laws of the State of Florida, its Bylaws, these Articles of Incorporation, and the aforementioned Declaration; to acquire, hold, convey and otherwise engage in and with real and/or personal property in the Association's capacity as a homeowners' association; and to otherwise engage in such additional lawful activities for the benefit, use, convenience and enjoyment of its members as it may deem proper.

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ARTICLE V
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 these Articles and, in addition, all of the powers set forth in the Declaration, which are not in conflict with law.

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

a. To acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association, in accordance with the Declaration.

b. To fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the association, including all licenses, taxes or governmental charges levied or imposed against the property of the association.

c. To use the proceeds of assessments in the exercise of its powers and duties.

d. To borrow money, and with the consent of two-thirds (2/3) of the members, to mortgage, pledge, deed in trust or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred.

e. To dedicate, sell or transfer all or any part of the Common Area to any public agency, authority or utility for such purposes and subject to such conditions as may be agreed to by the members.

f. To purchase insurance upon all of the Association property.

g. To reconstruct improvements upon its property after casualty, and to further improve the property.

h. To promulgate and amend rules and regulations with respect to the use of its property.

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i. To enforce, by legal means, the provisions of the Declaration, as the same may be amended from time to time, said Declaration being incorporated herein as if set forth at length.

j. To enforce by legal means, the provisions of these Articles, the Bylaws of the Association and the rules and regulations for use of the Association's property.

k. To employ such management entity or personnel to perform the services required for proper management of the Association.

l. To provide, through an Architectural Review Board, a systematic uniform review of all proposed improvements and construction of any type or nature whatsoever within SPICEWOOD VILLAGE.

ARTICLE VI
MEMBERS AND VOTING RIGHTS

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

1. Each record owner of a legal interest in any lot within SPICEWOOD VILLAGE with the current right to possession of such lot, whether one or more persons or entities, other than a tenant under a lease or a person holding an interest merely as security for the performance of an obligation, shall be referred to herein as an "Owner". Every Owner shall automatically become a member of the Association upon acquisition of such legal interest, by the filing of record therefor a deed or other instrument in the office of the Clerk of the Circuit Court in and for Palm Beach County, Florida, evidencing such legal interest.

2. Membership shall be compulsory and shall continue until such time as the Owner transfers or conveys of record said interest, or said interest is transferred and conveyed by operation of law, at which time said membership (with respect to the lot conveyed) shall automatically be conferred upon the transferee. Membership shall be appurtenant to and may not be separated from the legal interest in the lot.

3. In addition, to the extent the Association has reserved the right to include additional property within the imposition of the Declaration, upon the subjection of said property to the Declaration, the Association may cause additional membership in the Association and may

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designate the ownership basis of automatic membership in the Association, which may be lot ownership, unit ownership, or such other ownership basis as the Association in its sole discretion, may determine.

4. 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 lot or parcel. 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 Declaration and in the Bylaws which may be hereafter adopted.

5. The Association shall have voting membership and members shall be entitled to one (1) vote for each Lot in which they hold the interest required for membership. When more than one (1) person holds such interest or interests in any Lot, all such persons shall be members, and the vote for such Lot shall be exercised as they among themselves determine, but in no event shall more than one (1) vote be cast with respect to any such Lot.

ARTICLE VII
BOARD OF DIRECTORS

The business and affairs of the Association shall be conducted and managed by a Board of Directors consisting of not less than three (3) persons and no more than five (5) as determined by the membership at the annual meeting.

ARTICLE VIII
OFFICERS

The officers of the Association shall be appointed by the Board of Directors, in accordance with the Bylaws of the Association and, under the direction of the Board, shall carry out those duties assigned to them by the Bylaws. The offices shall consist of a President, a Vice President, and a Secretary/Treasurer. Any two (2) or more offices may be held by the same person, except the offices of President and Secretary. In addition, the directors may provide for such other officers, agents, supervisory personnel or employees of the Association as they shall see fit, none of whom need be a member of the Association. Officers will be elected annually to

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hold office until the next annual meeting of the Board or until their successors are elected and qualified.

ARTICLE IX
DISSOLUTION OF THE ASSOCIATION

Upon dissolution of the Association, other than incident to a consolidation or merger, all of its assets remaining after provision for creditors and payment of all costs and expenses of such dissolution shall be distributed in the following manner:

1. Dedication to any applicable municipal or other governmental authority of any property determined by the Board of Directors of the Association to be appropriated for such dedication and which the authority is willing to accept.

2. Remaining assets shall be distributed among the members, subject to the limitations set forth below, as tenants in common, each members' share of the assets to be determined in accordance with its voting rights.

The Association may be dissolved upon a resolution to that effect being recommended by two-thirds (2/3) of the members of the Board of Directors, and, if such decree be necessary at the time of dissolution, after receipt of an appropriate decree as set forth in Florida Statutes Chapter 617 or statute of similar import, and approved by two-thirds (2/3) of the voting rights of the Association's members.

ARTICLE X
BYLAWS

The original Bylaws of the Association were adopted by the Board of Directors of the Association, and thereafter the Bylaws may be amended, altered or rescinded by a resolution adopted by a majority of the Board of Directors at any duly called meeting of the Board, and thereafter submitted to the members at any duly convened meeting of the members and approved by a two-thirds (2/3) vote of the members present or by proxy, provided there is a quorum, and further provided that the notice of such meeting of members specifying the proposed change is

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given in the notice of meeting. Notice may be waived by any member. Any member of the Association may propose an amendment to the Board, and the Board shall act upon such proposal at its next meeting.

No amendment shall be made that is in conflict with the Articles of Incorporation or the Declaration. A copy of each amendment shall be attached to a certificate, certifying that the amendment was duly adopted as an amendment to the Bylaws, which certificate shall be executed by the officers of the Association with the formalities of the execution of a deed.

ARTICLE XI
PROHIBITION AGAINST ISSUANCE OF STOCK
AND DISTRIBUTION OF INCOME

The Association shall never have or issue any shares of stock, nor shall the Association distribute any part of its income, 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; nor shall anything herein be construed to prohibit the Association from making any payments or distributions to members of benefits, monies or properties permitted by Chapter 617.1 of Florida Statutes; nor shall anything herein be construed to prohibit the Association from making payments to any management entity, as compensation for the performance of services required for proper management of the Association.

ARTICLE XII
SUBSCRIBERS

The names and post office addresses of the Subscribers are as provided in the Original Articles.

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ARTICLE XIII
AMENDMENT

These Articles of Incorporation may be amended from time to time by resolution adopted by a majority of the Board of Directors and approved by a vote of two-thirds (2/3rds) of the members of the Association present at any meeting of the members of the Association called at least in part to consider such amendment, or approved in writing by the members of the Association having not less than two-thirds (2/3rds) of the total membership vote.

ARTICLE XIV
DURATION

The term of the Association shall be perpetual.

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IN WITNESS WHEREOF, the President of the Association has affixed his signature the day and year set forth below.

SPICEWOOD VILLAGE PROPERTY OWNERS' ASSOCIATION, Inc., a Florida not-for-profit corporation

By: [Signature]
Name: Alain Benedetti
President

STATE OF FLORIDA)
) SS:
COUNTY OF PALM BEACH)

Sworn to and subscribed before me this 24th day of October, 2019 by Alain Benedetti, the President of SPICEWOOD VILLAGE PROPERTY OWNERS' ASSOCIATION, Inc., a Florida not-for-profit corporation, personally know to me or has produced _____ as identification.

[Signature]
Notary Public
State of Florida
My commission expires: 8/10/23

(SEAL)

