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14 MAY -7 AM 9:30

Amend
@ 5/19/14

**BECKER &
POLIAKOFF**

Rosa M. de la Camara, Esq.
Shareholder
Phone: (305) 260-1011 Fax: (305) 442-2232
rdelacamara@bplegal.com

121 Alhambra Plaza, 10th Floor
Coral Gables, Florida 33134

May 1, 2014

Amendment Section
Division of Corporations
P.O. Box 6198
Tallahassee, Florida 32314

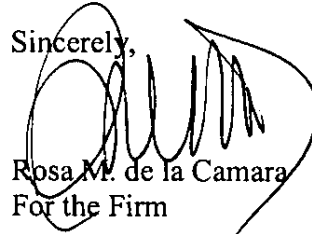
Re: Articles of Amendment to Articles of Incorporation
Continuum on South Beach Master Association, Inc.
Document Number: N02000008654

Dear Sir or Madam:

Enclosed herein please find the Articles of Amendment to the Articles of Incorporation for Continuum on South Beach Master Association, Inc., as well as Check #7977 in the amount of \$35.00 to cover the cost of filing.

Thank you for your attention to this matter.

Sincerely,


Rosa M. de la Camara
For the Firm

RMD/lh

Enclosures

cc: Continuum on South Beach Master Association, Inc.
c/o Board of Directors

ACTIVE: C21065/358748:5713872_1

14 MAY -7 AM 10:38

This instrument was prepared by:
ROSA M. DE LA CAMARA, ESQUIRE
BECKER & POLIAKOFF, P.A.
121 Alhambra Plaza, 10th Floor
Coral Gables, Florida 33134

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
CONTINUUM ON SOUTH BEACH MASTER ASSOCIATION, INC.

WHEREAS, the Certificate of Incorporation of Continuum on South Beach Master Association, Inc. (hereinafter the "Association") was issued by the Secretary of State of Florida on the 6th day of November, 2002; and

WHEREAS, at a duly called meeting of the Members of the Association held on March 25, 2014, the amendments to the Articles of Incorporation as set out in Exhibit "A" hereto were adopted by a vote of the Members in excess of that required by the pertinent provisions of said Articles, and approved at a Board of Directors meeting held on March 13, 2014.

NOW, THEREFORE, the undersigned hereby certifies that the amendments as set forth in Exhibits "A" attached hereto and incorporated herein are a true and correct copy of the amendments as approved by the Members of the Association as set forth above.

WITNESS my signature hereto this 15 day of April, 2014, at Miami-Dade County, Florida.

CONTINUUM ON SOUTH BEACH MASTER ASSOCIATION, INC.

BY: Victor Diaz, President (Seal)

PRINT: VICTOR DIAZ, JR

ATTEST: _____

[Signature]
Witness

Tanzania Flagon
Witness

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 15 day of April, 2014 by Victor Diaz JR the President of Continuum on South Beach Master Association, Inc., a Florida not-for-profit corporation, on behalf of the corporation. Who is personally known to me or has produced _____ as identification and who did/did not take an oath.

[Signature]
NOTARY PUBLIC SIGNATURE
STATE OF FLORIDA AT LARGE

My commission expires:

Rosa M. De La Camara
PLEASE PRINT OR TYPE NOTARY SIGNATURE

ACTIVE: C21065/358748:5638263_1

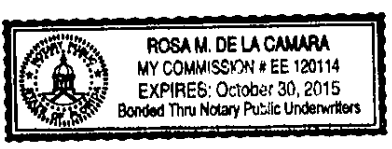


EXHIBIT "A"
AMENDMENTS
TO THE ARTICLES OF INCORPORATION
OF
CONTINUUM ON SOUTH BEACH MASTER ASSOCIATION, INC.

(Additions indicated by underlining; Deletions indicated by ~~striking through~~.)

NOTE: The intention of the following amendments are to remove the requirement for a Voting Member to cast votes on behalf of the record Owners (Members) of the Association. The intention is for each individual Member to cast its own vote on all Association membership matters. All references to "Voting Member" shall be changed to "Member", except as it applies to Club or Commercial Parcel.

1. Amendment to Article 10.1 entitled "Number and Qualification" of the Articles of Incorporation to provide as follows:*

The property, business and affairs of the Association shall be managed by a board consisting of five (5) to seven (7) directors, the exact number to be determined by the Board of Directors from time to time. ~~the number of directors determined in the manner provided by the By Laws, but which shall consist of not less than three (3) directors.~~ Directors ~~need not~~ shall be members Members of the Association.

2. Amendment to Article 6.3 of the Articles of Incorporation to provide as follows:*

~~Voting.~~ ~~The Association shall have two (2) classes of voting membership:~~

~~Class A Members.~~ ~~shall be all those Owners, as defined in Section 6.1, with the exception of the "Declarant" (as long as the Class B Membership shall exist, and thereafter, the Declarant shall be a Class A Member to the extent it would otherwise qualify) Class A Members who are also members of a Neighborhood Association shall be entitled to elect from among themselves, respectively, one Voting Member for each such respective Neighborhood Association, each such Voting Member to have and cast one (1) vote for each residential unit in the Neighborhood Association. The first election of such Voting Member for a particular Neighborhood Association shall be conducted at or immediately following the meeting at which control of such Neighborhood Association is turned over to its members other than the developer/Declarant (i.e., at which the non-developer/Declarant members elect a majority of the board of directors). At such time, and at all times thereafter, the Neighborhood Association shall elect its Voting Member in the same manner as it elects its board~~

~~of directors, subject to the same rules as those applicable to its directors as to the term of office, removal, replacement and other matters. In the event that the members of a Neighborhood Association do not elect a Voting Member, the President of such Association shall perform the duties of the Voting Member. Class A-Post Turnover of Control from Declarant to Association, the Association shall have one (1) class of Voting Membership. Each Member, as defined in Article 6.1 herein, shall have the right to cast votes at meetings of the Association. However, Members owning residential Units which are not members of a Neighborhood Association shall, by written certification signed on behalf of all such members, designate to the Association a Voting Member who may cast one (1) vote on their behalf in matters of the Association. Similarly, the Club and each Commercial Parcel Owner may each designate, by written certification to the Association, a Voting Member who may cast one (1) vote for each Assessment Unit (as defined in the Master Covenants) attributable to the property represented by the Voting Member in all matters of the Association.~~

~~Class B Member. The Class B Voting Member shall be the Declarant, or a representative thereof, who shall have and cast one (1) vote in all Association matters, plus two (2) votes for each vote which may be cast, in the aggregate, by the Class A Members and/or Voting Members. Such Class B Voting Member may be removed and replaced by the Declarant in its sole discretion. The Class B membership shall cease and terminate at such time as the Declarant elects, but in no event later than the time period set forth in Section 6.5 below.~~

~~All votes shall be exercised or cast in the manner provided by the Master Covenants and By-Laws.~~

3. Amendment to Article 10.2 of the Articles of Incorporation to provide as follows:*

Duties and Powers. All of the duties and powers of the Association existing under the Act, the Master Covenants, these Articles and the By-Laws shall be exercised exclusively by the Board of Directors, its agents, contractors or employees, subject only to approval by Unit Owners, ~~through their Voting Members~~ when such approval is specifically required.

***This amendment shall become effective at the time of the Board Meeting where the date for the next election is set.**