

To: FL Dept. of State
Subject: 0015047962

From: Katie Wonsch

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NO5000008429

Florida Department of State
Division of Corporations
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Florida Dept of State



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February 9, 2006

FLORIDA DEPARTMENT OF STATE

Division of Corporations

ACQUALINA OCEAN RESIDENCES & RESORT CONDOMINIUM ASSOCIA
4000 ISLAND BLVD, SUITE PH2
WILLIAMS ISLAND, FL 33160

SUBJECT: ACQUALINA OCEAN RESIDENCES & RESORT CONDOMINIUM ASSOCIATION, INC
REF: N05000008429

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Annette Ramsey
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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ACQUALINA OCEAN RESIDENCES & RESORT CONDOMINIUM
ASSOCIATION, INC.

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act (the "Act"), the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the Corporation is ACQUALINA OCEAN RESIDENCES & RESORT CONDOMINIUM ASSOCIATION, INC. (the "Corporation"), Charter #H050001966123.
2. The following Amendment to the Articles of Incorporation was adopted by all of the Directors of the Corporation and the sole Shareholder of the Corporation, the number of votes cast being sufficient for approval, on February 2, 2006 in the manner prescribed by Section 607.1003 of the Act.
3. Articles 9, 10 and 14 of the Corporation's Articles of Incorporation are hereby deleted and replaced by a new Article 9, 10 and 14, as follows:

ARTICLE 9
OFFICERS

The affairs of the Association shall be administered by the officers holding the offices designated in the By-Laws. The officers shall be elected by the Board of Directors of the Association at its first meeting following the annual meeting of the members of the Association and shall serve at the pleasure of the Board of Directors. The By-Laws may provide for the removal from office of officers, for filling vacancies and for the duties and qualifications of the officers. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

President/Treasurer:

Alan M. Matus

4000 Island Boulevard, Suite 301
Williams Island, Florida 33160

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Vice President/Assistant Secretary:

Stephanie Trump 4000 Island Boulevard, Suite PH2
Williams Island, Florida 33160

Secretary:

James M. Lieb 4 Stage Coach Run
East Brunswick, NJ 08816

ARTICLE 10
DIRECTORS

- 10.1 Number and Qualification. The property, business and affairs of the Association shall be managed by a board consisting of 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 be members of the Association.
- 10.2 Duties and Powers. All of the duties and powers of the Association existing under the Act, the Declaration, 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 when such approval is specifically required.
- 10.3 Election; Removal. Directors of the Association shall be elected at the annual meeting of the members in the manner determined by and subject to the qualifications set forth in the By-Laws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the By-Laws.
- 10.4 Term of Developer's Directors. The Developer of the Condominium shall appoint the members of the first Board of Directors and their replacements who shall hold office for the periods described in the By-Laws.

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- 10.5 First Directors. The names and addresses of the members of the first Board of Directors who shall hold office until their successors are elected and have taken office, as provided in the By-Laws, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Alan M. Matus	4000 Island Boulevard, Suite 301 Williams Island, Florida 33160
Stephanie Trump	4000 Island Boulevard, Suite PH2 Williams Island, Florida 33160
James M. Lieb	4 Stage Coach Run East Brunswick, NJ 08816

ARTICLE 14
INITIAL REGISTERED OFFICE;
ADDRESS AND NAME OF REGISTERED AGENT

The initial registered office of this corporation shall be at 4000 Island Boulevard, Suite 301, Williams Island, Florida 33160, with the privilege of having its office and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be Alan M. Matus.

4. Except as hereby amended, the Articles of Incorporation of the Corporation shall remain the same.

5. The effective date of this amendment shall be upon the filing of these Articles of Amendment.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Amendment to Articles of Incorporation of ACQUALINA OCEAN RESIDENCES & RESORT CONDOMINIUM ASSOCIATION, INC. as of this 7th day of February, 2006.

ACQUALINA OCEAN RESIDENCES &
RESORT CONDOMINIUM ASSOCIATION,
INC., a Florida corporation

By: [Signature]
Print Name: Alan Matus
Title: Incorporator

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

In compliance with the laws of Florida, the following is submitted:

First -- That desiring to organize under the laws of the State of Florida with its principal office, as indicated in the foregoing articles of incorporation, in the County of Miami-Dade, State of Florida, the Association named in the said articles has named Alan M. Matus, located at 4000 Island Boulevard, Suite 301, Williams Island, Florida 33160, as its statutory registered agent.

Having been named the statutory agent of said Association at the place designated in this certificate, I am familiar with the obligations of that position, and hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.



Alan Matus, Registered Agent

DATED this 7th day of
February, 2006

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