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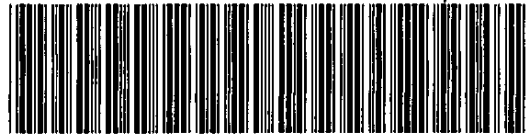
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*Amend  
DRG  
8/11*

**GELFAND & ARPE, P.A.**  
ATTORNEYS AT LAW

MICHAEL J. GELFAND\*  
MARY C. ARPE \*

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JENNIFER K. THOMAS

TANIQUE G. LEE  
OF COUNSEL

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WEST PALM BEACH, FL 33401

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BY APPOINTMENT:

COMPSON FINANCIAL CENTER  
980 NORTH FEDERAL HIGHWAY  
SUITE 434  
BOCA RATON, FL.

REPLY TO WEST PALM BEACH

July 27, 2006

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Re: The Shores at Wellington Property Owner's Association, Inc.  
/Articles of Amendment**

Dear Sir/Madame:

Enclosed is the original First Certificate of Amendment to the Articles of Incorporation of The Shores at Wellington Property Owner's Association, Inc. Also enclosed is the Association's check number 1337 in the amount of \$35.00, made payable to the Florida Secretary of State.

The Association submits the enclosed Certificate for the purpose of amending the Association's Articles of Incorporation. If there is any additional information you may require regarding the Amendments, then please do not hesitate to contact the firm.

Very truly yours,



Jennifer K. Thomas  
For the Firm

JKT/kgm

Enclosures

cc: The Shores at Wellington Property  
Owner's Association, Inc.

FAWP03026/ctfldeptjkt.wpd

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**EXHIBIT A**

**FIRST ARTICLES OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION OF  
THE SHORES AT WELLINGTON PROPERTY OWNER'S ASSOCIATION, INC.**

**FIRST:** The name of the corporation is: **THE SHORES AT WELLINGTON PROPERTY OWNER'S ASSOCIATION, INC.**

**SECOND:** The text of the amendments is as follows (the language added is underlined; the language deleted is ~~struck out~~):

**1. Principal Office. Article II of the Association's Articles of Incorporation, entitled "Principal Office" (page 1), shall be amended as follows:**

The principal office of the Association shall be at ~~located at~~ 210 Datura Street, West Palm Beach, Florida, 33401, or such other place as the Board of Directors may, from time to time, so designate.

**2. Purposes. Article III of the Association's Articles of Incorporation, entitled "Purposes" (page 1), shall be amended as follows:**

The general nature, objects and purposes of the Association shall be:

(a) To promote the health, safety and social welfare of the Unit Owners ~~owners~~ of the property known as THE SHORES AT WELLINGTON, P.U.D., in the Village of Wellington City ~~of West Palm Beach~~, Florida, according to the Plat thereof on file in the Office of the Clerk of the Circuit Court in and for Palm Beach County, Florida, recorded in Plat Book 42, pages 172 - 174, inclusive.

(b) To provide for the improvement, maintenance and preservation of the aforedescribed property and to provide for architectural control of all building, fences, walls or other structures or improvements located thereon.

(c) To administer and enforce all of the terms and conditions of that certain Declaration of Restrictions of THE SHORES AT WELLINGTON-P.U.D., and the Amendment to the Declaration of Restrictions for THE SHORES AT WELLINGTON-P.U.D. recorded in the public records of Palm Beach County, Florida.

(d) To operate without profit for the sole and exclusive benefit of its members.

**3. Membership. Article V of the Association's Articles of Incorporation, entitled "Membership" (page 3), shall be amended as follows:**

The members of the Association shall consist of the Unit Owners ~~owners of lots~~ in THE SHORES AT WELLINGTON, P.U.D., ~~and all owners of condominium units or town house units in THE SHORES AT WELLINGTON, P.U.D.~~ Membership shall be as a result of the ownership of Units ~~a lot, condominium unit or town house unit~~, and may not be separated from such ownership.

**4. Board of Directors. Article VII of the Association's Articles of Incorporation, entitled "Board of Directors" (page 4), shall be amended as follows:**

The names and addresses of the members of the first Board of Directors who shall hold office until the annual meeting of the members or until their successors are elected or appointed and have qualified are as follows:

Joseph C. Bova	218 Datura Street West Palm Beach, FL 33401
Dan Turk	218 Datura Street West Palm Beach, FL 33401
Jan Newlands	218 Datura Street West Palm Beach, FL 33401

The affairs of the corporation are to be managed by not less than three (3) nor more than seven (7) members, who shall comprise the Board of Directors. Each condominium association and each homeowners' association that administers Units in the Subdivision shall each appoint one director. The remaining two directors shall be elected at large by all members of the Association eligible to vote. Directors' elections shall be held at the annual members' meeting and shall be administered to ensure staggered terms. The initial Board of Directors and their successors shall serve as set forth in the By-laws of the Association.

**5. Transactions in Which Officers or Directors are Interested. Article XII of the Association's Articles of Incorporation, entitled "Transactions in Which Officers or Directors are Interested" (page 6), shall be amended as follows:**

A. ~~No contract or transaction between the Association and one or more of its officers or directors or between the Association and any other legal entity in which one or more of the officers or directors of the Association are interested in any manner, shall be invalid, void or voidable solely for that reason, or solely because an officer or director of the Association is present at or participates in the meeting of the Board of Directors of the Association or any committee thereof which authorizes such a contract or transaction, or solely because of the vote of such officer or director in connection therewith. No officer or director of the Association shall incur liability by reason of the fact that such officer or director is or may be interested in any such contracts or transactions.~~

B. ~~Interested directors may be counted in determining the presence of a quorum at the meeting of the Board of Directors or of any committee thereof, which authorized contracts or transactions.~~

**THIRD:** Members are entitled to vote on the proposed Amendment, the date of the adoption of the Amendment by the members being February 9, 2006, and the number of votes cast for the Amendment was sufficient for approval.

[ Intentionally left blank ]

**FOURTH:** The date of adoption of the amendment by the Board of Directors was September 29, 2005.

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 OR BK 20579 PG 0665  
 RECORDED 07/10/2006 13:47:56  
 Palm Beach County, Florida  
 Sharon R. Bock, CLERK & COMPTROLLER  
 Pgs 0665 - 668; (4pgs)

This Instrument Prepared by  
 and PLEASE RETURN TO:

Nadia N. Sullivan, Esq.  
 Gelfand & Arpe, P.A.  
 WILL CALL BOX 58  
 1555 Palm Beach Lakes Blvd.  
 Suite 1220  
 West Palm Beach, Florida 33401-2329  
 (561) 655-6224

**FIRST CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION  
 OF THE SHORES AT WELLINGTON PROPERTY OWNER'S ASSOCIATION, INC.**

THE UNDERSIGNED of THE SHORES, AT WELLINGTON PROPERTY OWNER'S ASSOCIATION, INC., %A&G Management Services, 11360 Fortune Circle Suite E-6A, Wellington, Florida 33414, certify that the Articles of Incorporation of The Shores at Wellington Property Owner's Association, Inc., were amended as set forth in Exhibit "A" attached hereto. The Articles of Incorporation of The Shores at Wellington Property Owner's Association, Inc., are an exhibit to the Declaration of Restrictions for the Shores at Wellington - P.U.D., recorded in Official Records Book 3658 at Page 1944 of the Public Records of Palm Beach County, Florida.

Written consent for the amendment has been given in accordance with the provisions of §617.0701(4) Fla. Stat. The Declaration of Restrictions for the Shores at Wellington - P.U.D., affects real property located in Palm Beach County, Florida including:

THE SHORES AT WELLINGTON - P.U.D., according to the Plat thereof recorded in Plat Book 42 at Pages 172 - 174, of the Public Records of Palm Beach County, Florida; and

THE SHORES AT WELLINGTON - P.U.D. PARTIAL REPLAT, according to the Plat thereof recorded on July 5, 2002, in Plat Book 95 at Pages 100 through 102, of the Public Records of Palm Beach County, Florida.

Dated this  \_\_\_ day of March, 2006.

Witnessed by:

Signature here

Print name here

Signature here

Print name here

The Shores of Wellington Property Owners Association, Inc.

By:

By:

Michael Harland, President

David Langston, Secretary

STATE OF FLORIDA  
 COUNTY OF PALM BEACH

[CORPORATE SEAL]

The foregoing instrument was acknowledged before me this 23<sup>rd</sup> day of March, 2006 by Michael Harland and David Langston, the President and Secretary, respectively of The Shores of Wellington Property Owners Association, Inc., who are personally known to me or who have produced as identification and who did not take an oath.



GEORGE J. PALERMO  
 MY COMMISSION # DD 417457  
 EXPIRES: May 26, 2009  
 Bonded Thru Budget Notary Services

Signature here

Print name here

Notary Public, State of Florida

Serial Number: 20 417457

My commission expires: 5/26/09