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& Soff, P.A.

SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 OCT -9 AM 11:04

October 4, 2000

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

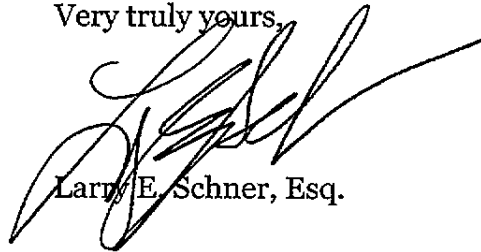
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Re: WATER OAK PROPERTY OWNERS' ASSOCIATION, INC.

Dear Sir or Madam:

Enclosed is the Articles of Amendment to Articles of Incorporation of Water Oak Property Owners' Association, Inc. for filing with the Secretary of State. Enclosed is a check in the amount of \$87.50 representing the filing fee for the Amendment as well as a certified copy of the Articles of Amendment to be sent to this office. As self-addressed envelope is enclosed for your convenience. If you have any questions please contact me to discuss.

Very truly yours,



Larry E. Schner, Esq.

LES/es:ltrs\Secretary State.001
Enclosures

Amend.

V. SHEPARD OCT 17 2000

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 OCT -9 AM 11:04

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

Water Oak Property Owners' Association, Inc.

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted:
See Attached

SECOND: The date of adoption of the amendment(s) was: July 18, 2000

THIRD: Adoption of Amendment (check one)

- The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.

Water Oak Property Owners' Association, Inc.
Corporation Name

Jean Domagala
Signature of Chairman, Vice Chairman, President or other officer

JEAN DOMAGALA, PRESIDENT
Typed or printed name

PRESIDENT
Title

Date

DOCSWATER OAK

This instrument prepared by and return to:

LARRY E. SCHNER, ESQ.

750 So. Dixie Highway

Boca Raton, FL 33432

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
WATER OAK PROPERTY OWNERS' ASSOCIATION, INC.
(A CORPORATION NOT FOR PROFIT)**

Pursuant to §617.10006 of the Florida Statutes, the Articles of Incorporation of WATER OAK PROPERTY OWNERS' ASSOCIATION, INC., ("WATER OAK") is hereby amended pursuant to a vote of a majority of the Board of Directors at a regularly scheduled meeting of the Board of Directors on the 18 day of July, 2000, and pursuant to Article X of the Articles of Incorporation for WATER OAK PROPERTY OWNERS' ASSOCIATION, INC., recorded May 14, 1986 in Official Record Book 4876, Page 1052, of the Public Records of Palm Beach County, Florida.

I. This Amendment hereby amends Article VI, Section 1 of the Articles of Incorporation for WATER OAK OWNERS' ASSOCIATION, INC., as follows:

"VI BOARD OF DIRECTORS

1. The affairs of the Association shall be managed by a Board of Directors consisting of five (5) Directors. ~~So long as Developer shall have the right to appoint a majority of the Board of Directors, Directors need not be members of the Association and need not be residents of the State of Florida. There shall be two (2) Directors appointed by the Class A Members so long as the Class B Member has the right to appoint a majority of the Board of Directors. Elections shall be by plurality vote. At the first annual election to the Board of Directors, the term of office of the elected Director receiving the highest plurality of votes shall be established at two (2) years. In addition, the Class B Member shall selected two (2) Directors to serve for terms of two (2) years and one (1) Director to serve for a term of one (1) year. Thereafter, as many Directors shall be elected and appointed, as the case may be, as there are regular terms of office of Directors expiring at such time, and the term of the Director so elected or appointed at each annual election shall be for two (2) years expiring at the second (2nd) annual election following their election, and thereafter until their successors are duly elected and qualified, or until removed from office with or without cause, by the affirmative vote of a majority of the Members which elected or appointed them. Any Directors appointed by the Class B Member shall serve at the pleasure of the Class B Members and may not be removed except by action of the Class B Member, and may be removed from office, and a successor Directors may be appointed, at any time by the Class B Member.~~

At the election to the Board of Directors in the year 2001, the term of office of the three elected Directors receiving the highest plurality of votes shall be established at two (2) years. The two remaining Directors shall serve a term of one (1) year. Thereafter, as many Directors shall be elected and appointed, as the case may be, as there are regular terms of office of Directors expiring at such time, and the term of the Director so elected or appointed at each annual election shall be for two (2) years expiring at the second (2nd) annual election following their election, and thereafter until their successors are duly elected and qualified or until removed from offices with or without cause by the affirmative vote of a majority of the members which elected or appointed them."

II. Except as amended and modified herein, all other terms and conditions of the Articles of Incorporation for WATER OAK shall remain in full force and effect according to their terms.

III. This Amendment has been proposed and adopted on the 18 day of July, 2000, in accordance with §607.0120 of the Florida Statutes by majority vote of the Board of Directors.

IN WITNESS WHEREOF, the Declarant has caused this Amendment to the Articles of Incorporation for WATER OAK PROPERTY OWNERS' ASSOCIATION, INC., to be executed by the duly authorized officer, this 15th day of September, 2000.

WITNESSES:

**WATER OAK PROPERTY OWNERS'
ASSOCIATION, INC.**

Susan Hellers
WITNESS
Susan Hellers
(Print name)

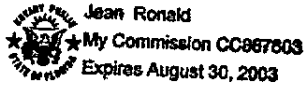
BY: Jean Domagala, President
JEAN DOMAGALA, PRESIDENT
(Print Name and Title)

Marie Lee
WITNESS
MARIE LEE
(Print name)

STATE OF FLORIDA
COUNTY OF PALM BEACH

THE FOREGOING instrument was acknowledge before me this 15th day of September, 2000, by Jean Demagala, President of WATER OAK PROPERTY OWNERS' ASSOCIATION, INC., who was personally known to me or who has produced (Florida Driver's License) as identification.

WITNESS my hand and official seal at the County and State aforesaid this 15th day of September, 2000.





Notary Public
My commission expires: