

N40650

LAW OFFICES

ST. JOHN, DICKER, CAPLAN, KRIVOK & CORE, P.A.

SUITE 600

500 AUSTRALIAN AVENUE SOUTH
WEST PALM BEACH, FLORIDA 33401

DAVID ST. JOHN
EDWARD DICKER
LOUIS CAPLAN
JAMES N. KRIVOK
DAVID A. CORE
J. PAUL FANNING
THERESA M. LEMME

OF COUNSEL
GEORGE SCHWIND, P.A.

TELEPHONE (561) 655-8994
TELECOPIER (561) 659-0850

April 13, 1999

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

FILED
99 APR 27 PM 2:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
100002839601--7
-04/15/99-01018-006
*****35.00 *****35.00

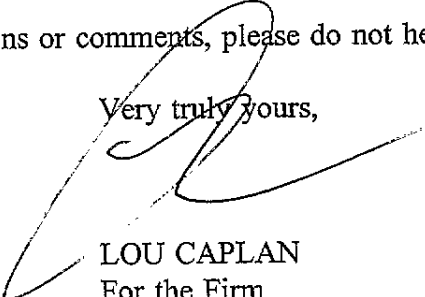
**RE: ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION
FOR SAND EGRET RECREATIONAL ASSOCIATION, INC.**

To Whom It May Concern:

Enclosed please find an original and one copy of an Amendment to the Articles of Incorporation for Sand Egret Recreational Association, Inc. Please accept said Amendment for filing and return a copy to the undersigned. Also, enclosed is the firm's check in the amount of \$35.00 to cover the filing fees.

Should you have any questions or comments, please do not hesitate to contact me.

Very truly yours,


LOU CAPLAN
For the Firm

LC/ecb
Enclosures
142704.sec

Amend



MAY 3 1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 19, 1999

LOU CAPLAN
500 AUSTRALIAN AVE. S., STE. 600
WEST PALM BEACH, FL 33401

SUBJECT: SAND EGRET RECREATIONAL ASSOCIATION, INC.
Ref. Number: N40650

We have received your document for SAND EGRET RECREATIONAL ASSOCIATION, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 599A00020190

4/27

LAW OFFICES
ST. JOHN, DICKER, CAPLAN, KRIVOK & CORE, P.A.
SUITE 600
500 AUSTRALIAN AVENUE SOUTH
WEST PALM BEACH, FLORIDA 33401

DAVID ST. JOHN
EDWARD DICKER
LOUIS CAPLAN
JAMES N. KRIVOK
DAVID A. CORE
DAVID W. WHITE
J. PAUL FANNING
OF COUNSEL
GEORGE SCHWIND, P.A.

TELEPHONE (561) 655-8994
TELECOPIER (561) 659-0850

April 23, 1999

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

**RE: ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION
FOR SAND EGRET RECREATIONAL ASSOCIATION, INC.**

To Whom It May Concern:

We have received the attached letter from your office, dated April 19, 1999. Enclosed please find a corrected original and one copy of an Amendment to the Articles of Incorporation for Sand Egret Recreational Association, Inc. Please accept said Amendment for filing and return a copy to the undersigned. You already have our check in the amount of \$35.00 to cover the filing fees.

Should you have any questions or comments, please do not hesitate to contact me.

Very truly yours,


LOU CAPLAN 
For the Firm

LC/ecb
Enclosures
142704.sec

APR 27 1999
142704 SEC

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION

Pursuant to the provision of Chapter 617, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation.

FIRST: The name of the corporation is: **SAND EGRET RECREATIONAL ASSOCIATION, INC.**

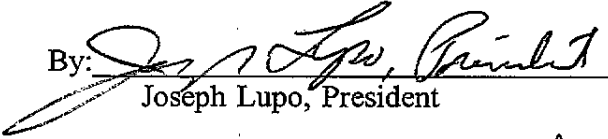
SECOND: The following Amendment to the Articles of Incorporation were adopted by the corporation:

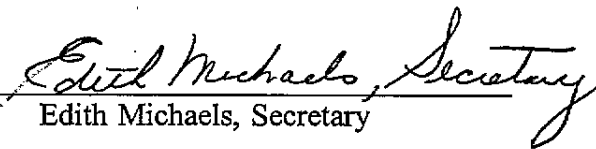
SEE ATTACHED

THIRD: On the 9th day of February, 1999, the above Amendment was adopted by the members and the number of votes cast for the Amendment was sufficient for approval.

Dated 2/9, 1999

SAND EGRET RECREATIONAL ASSOCIATION, INC.

By: 
Joseph Lupo, President

By: 
Edith Michaels, Secretary

This instrument prepared by:
Louis Caplan, Esquire
ST. JOHN, DICKER, CAPLAN, KRIVOK
& CORE, P.A.
500 Australian Avenue So.
Suite 600
West Palm Beach, Florida 33401

FILED
99 APR 27 PM 2:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EXHIBIT "1"

**AMENDMENT TO THE ARTICLES OF INCORPORATION
FOR
SAND EGRET RECREATIONAL ASSOCIATION, INC.**

The original Declaration of Covenants for Sand Egret Recreational Association, Inc. is recorded in Official Records Book 6639, Page 1537 of the Public Records of Palm Beach County, Florida.

As indicated herein, words underlined are added and words ~~struck through~~ are deleted.

Article VIII of the Articles of Incorporation of Sand Egret Recreational Association, Inc. is amended as follows:

ARTICLE VIII

BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of Directors consisting of not less than three (3), nor more than five (5), persons who need not be members of this Association. The names and addresses are hereinafter set forth. The First Board shall serve until Class B Membership ceases as provided in Article VII hereof, and any vacancies in the First Board occurring before such event shall be filled by The Engle Group, Inc. The Engle Group, Inc. shall have the right to remove and replace any member or members of the First Board, as it so determines. The names and addresses of the members of the First Board who shall hold office until their successors are appointed or elected or removed as herein provided are as follows:

Name	Address
JOHN KRAYNICK	123 NW 13th Street, Suite 300 Boca Raton, Florida 33432
ALEC ENGELSTEIN	123 NW 13th Street, Suite 300 Boca Raton, Florida 33432
LAWRENCE SHAW	123 NW 13th Street, Suite 300 Boca Raton, Florida 33432

At such time as Class B Membership ceases, as provided in Article VII hereof, the number of Directors shall be increased to five (5), and shall be determined as follows:

~~(a) — A Special Meeting of the Members shall be called to be held on the date that Class B Membership is to cease, or as soon thereafter as possible. At the Special Meeting, each board of directors of the Members of this Association (i.e., Egret Isle Maintenance Association, Inc., and Sandpiper Isle Homeowner Association, Inc.) shall each appoint two (2) members to the Board of Directors of this Association, and the fifth member shall be elected at this Special Meeting, on an "At Large" basis. The Nominee receiving the largest number of votes, cast by Owners under the jurisdiction of Egret Isle Association and Sandpiper Isle Association who are present in person or by proxy at this Special Meeting, shall be duly elected. This first five member Board shall serve until the next annual meeting of this Association.~~

~~(b)(a)~~ At each annual meeting of this Association, each board of directors of Egret Isle Association and Sandpiper Isle Association shall each appoint two (2) members to the Board of Directors of this Association, and the fifth member of the Board shall be appointed by the Egret Isle Board of Directors for odd number years and by the Sandpiper Isle Board of Directors for even number years, ~~elected on an "At Large" basis in the same manner as the election for the "At Large" Director set forth in Paragraph (a) above.~~ Such Board of Directors shall serve until the next annual meeting thereafter.

~~(c) — The nomination and election of the "At Large" Director shall be conducted as follows:~~

~~(1) — Nomination for election of the "At Large" Director shall be made by a Nominating Committee. Nominations may also be made from the floor at the election meeting. The Nominating Committee shall consist of a Chairman, who shall be a member of the Board of Directors, and two other persons, one who is an Owner under the jurisdiction of the Egret Isle Association and one who is an Owner under the jurisdiction of the Sandpiper Isle Association. The Nominating Committee shall be appointed by the Board of Directors at least sixty (6) days prior to each annual meeting of the members to serve until the close of that annual meeting. The Nominating Committee shall make as many nominations for election for the "At Large" Director as it shall, in its discretion, determine.~~

~~(2) — Election of the "At Large" Director shall be by secret, written, ballot unless unanimously waived by all Owners present. The nominee receiving the largest number of votes, as cast by Owners under the jurisdiction of Egret Isle Association and Sandpiper Isle Association who are present in person or by proxy at such meeting, shall be duly elected.~~