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TALLAHASSEE, FLORIDA

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October 9, 2006

Reply To:
West Palm Beach
Kenneth S. Direktor, Esq.
Direct dial: (561) 820-2880
kdirektor@becker-poliakoff.com

CORPORATE RECORDS BUREAU
DIVISION OF CORPORATIONS
Department of State
P.O. Box 6327
Tallahassee, FL 32301

RE: Beachfront At Juno Condominium Association, Inc.

Dear Sir/Madam:

Enclosed herein please find an **original** and **one copy** of a Certificate of Amendment to the Articles of Incorporation of **Beachfront At Juno Condominium Association, Inc.**, as well as a check in the amount of **\$43.75** to cover the cost of filing same and return of a stamped copy to my attention.

Thank you for your attention to this matter.

Very truly yours,



KENNETH S. DIREKTOR
For the Firm

KSD/ebd
Enclosures

WPB_DB: 303743_1

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**CERTIFICATE OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
BEACHFRONT AT JUNO CONDOMINIUM ASSOCIATION, INC.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned officers of **Beachfront at Juno Condominium Association, Inc.** do hereby certify that the following amendments to the Articles of Incorporation of said corporation are a true and correct copy as amended, pursuant to Article XIV thereof, by the membership at a duly called and noticed meeting of the members held May 23, 2006. The amendments were adopted by the members and the number of votes cast for the amendment was sufficient for approval.

**AMENDMENTS TO THE
ARTICLES OF INCORPORATION OF
THE BEACHFRONT AT JUNO CONDOMINIUM ASSOCIATION, INC.**

(Additions shown by "underlining",
deletions shown by "strikeout",
unaffected text indicated by "...")

ARTICLE VIII

Officers

Subject to the direction of the Board, the affairs of the Association shall be administered by officers who shall be elected by and serve at the pleasure of the Board. ~~The following persons shall constitute the initial officers of the Association and they shall continue to serve as such officers until removed by the Board.~~

Name	Office
Martin Seppala	President, Treasurer
Nancy Seppala	Secretary

ARTICLE IX

Directors

A. The affairs and property of the Association shall be managed and governed by a Board of Directors composed of not less than three (3) persons ("Directors"). ~~Until succeeded by Directors elected at the first meeting of Members, Directors need not be Members of the Association, but, thereafter, a~~ All Directors, except for those Directors elected by Developer, shall be Members of the Association. ~~The first Board of Directors shall have three (3) members and, in the future, the number shall be determined from time to time in accordance with the Association's Bylaws.~~

B. ~~The Directors named in Article X shall serve until the first election of a Director or Directors as provided in the Bylaws and any vacancies in their number occurring before the first election shall be filled by the remaining Directors. Thereafter, Directors shall be elected by the Members in accordance with the Bylaws at the regular annual meetings of the membership of the Association. Directors shall be elected to serve for a term of one (1) year and, in the event of a vacancy, the remaining Directors may appoint a Director to serve the balance of such unexpired term.~~

* * *

ARTICLE ~~X~~

First Board of Directors

The following persons shall constitute the first Board of Directors and shall serve until the first election of the Board at the first regular meeting of the membership:

Name	Address
Martin Seppala	3020 High Ridge Road Suite 200 Boynton Beach, FL 33426
Nancy Seppala	3020 High Ridge Road Suite 200 Boynton Beach, FL 33426
Red Sarkela	3020 High Ridge Road Suite 200 Boynton Beach, FL 33426

ARTICLE ~~XI~~ X

Subscriber

* * *

ARTICLE ~~XII~~ XI

Bylaws

* * *

~~B. No amendment to the Bylaws shall be passed which would change the rights and privileges of the Developer as referred to in the Declaration, and to the Exhibits attached thereto, without the Developer's written consent.~~

C. B. No amendment to the Bylaws shall be passed which would operate to impair or prejudice the rights or liabilities of any Institutional Mortgagee.

ARTICLE ~~XIII~~ XII

Indemnification

* * *

ARTICLE ~~XIV~~ XIII

Amendments

~~C. The Developer can not reserve the right to amend these Articles except as provided by Florida Statutes Section 718.104(4)(e) and 718.403, provided that Developer can vote its Units as desired regarding amendments to the Articles.~~

* * * * *

[Signature page to follow]

WITNESS my signature hereto this 11th day of September, 2006,
at Juno Beach, Palm Beach County, Florida.

**BEACHFRONT AT JUNO CONDOMINIUM
ASSOCIATION, INC.**

Donald Hester
Witness

BY: Kelly S. Harris (SEAL)
President

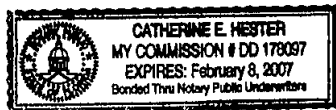
[Signature]
Witness

ATTEST: Arturo Vazquez (SEAL)
Secretary

STATE OF FLORIDA :

COUNTY OF PALM BEACH :

The foregoing instrument was acknowledged before me this 11th day of
September, 2006, by Kelly Harris and
Arturo Vazquez, as President and Secretary,
respectively, of Beachfront at Juno Condominium Association, Inc., a Florida not-for-profit
corporation, on behalf of the corporation. They are personally known to me, or have
produced Personally Known as identification and did take an oath. If no type of identification
is indicated, the above-named persons are personally known to me.



Catherine E. Hester (Signature)

Catherine E. Hester (Print Name)
Notary Public, State of Florida at Large