

N50236

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DATE: 11-6-97

FLORIDA SECRETARY OF STATE
DIVISION OF CORPORATIONS
AMENDMENTS SECTION
POST OFFICE BOX 6327
TALLAHASSEE, FLORIDA 32314

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-11/10/97--01118--005
*****35.00 *****35.00

RE: NAME OF CORPORATION: Palm Isles II Condominium
OUR FILE NUMBER: 2145-1 *Association, Inc.*

DEAR SIR/MADAM:

OUR LAW FIRM REPRESENTS THE ABOVE REFERENCED CORPORATION.
ENCLOSED PLEASE FIND THE FOLLOWING:

1. ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION WITH ATTACHED AMENDMENT;
2. CHECK FOR \$35.00;
3. COPY OF ARTICLES OF AMENDMENT WITH ATTACHED AMENDMENT TO BE CONFORMED AND RETURNED TO OUR OFFICE; AND
4. SELF-ADDRESSED STAMPED ENVELOPE.

PLEASE FILE THE ARTICLES OF AMENDMENT. PLEASE SEND OUR OFFICE A CONFORMED COPY OF THE DOCUMENT FILED, AS WELL AS A LETTER ACKNOWLEDGING FILING OF SAME.

IF YOU HAVE ANY QUESTIONS, PLEASE CALL ME AT 1-800-462-1110.
THANK YOU FOR YOUR ASSISTANCE.

VERY TRULY YOURS,

SACHS, SAX & KLEIN, P.A.

ROBERT B. BURR

RBB:DMT
ENCLOSURES
c:\forms\form-art.amd

VS NOV 17 1997

Amend

FILED
NOV 10 AM 11:37
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF TE
PALM ISLES II CONDOMINIUM ASSOCIATION, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

THESE ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION
OF THE PALM ISLES II CONDOMINIUM ASSOCIATION, INC. is made this 5 day of
NOVEMBER, 1997, by the President of the Palm Isles II Condominium
Association, Inc. ("Association").

WITNESSETH:

WHEREAS, the Articles of Incorporation of the Association were filed with the
Florida Secretary of State on April 23, 1993 (Document No. N50236);

WHEREAS, Article XIII of the Articles of Incorporation provides that the Articles of
Incorporation may be amended by affirmative vote of a majority of all the members of the
Association;

WHEREAS, the Association desires that the Amendments to the Articles of
Incorporation, attached hereto as Exhibit "A" be certified of record as notice to all current
and future members of the Association.

NOW THEREFORE, the President of the Association hereby certifies the following:

1. A meeting of the Members for the purpose of amending the Articles of
Incorporation was duly noticed and held on November 5, 1997 in accordance with the
Articles of Incorporation and Bylaws of the Association.

2. That at said meeting greater than a majority of all the members approved and
adopted the Amendments to the Articles of Incorporation, a true and correct copy of which
is attached hereto and incorporated as Exhibit "A". The number of votes cast for the
amendment by the members was sufficient for approval.

3. The adoption of the Amendments appears in the Minutes of the Association
and said approval is unrevoked.

IN WITNESS WHEREOF, the undersigned appears in the Minutes of the
Association and said approval is unrevoked.

SIGNED, SEALED AND DELIVERED
IN THE PRESENCE OF:

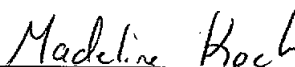
PALM ISLES II CONDOMINIUM
ASSOCIATION, INC.



1st Witness

By: 

Daniel Cohen, President



Printed Name

Gerald Mermelstein
2nd Witness

GERALD MERMELSTEIN
Printed Name

STATE OF FLORIDA)
) ss.:
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 5 day of NOVEMBER, 1997 by Daniel Cohen, as President of PALM ISLES II CONDOMINIUM ASSOCIATION, INC., a Florida not-for-profit corporation, on behalf of the Corporation. He is personally known to me or has produced PAVER LICENSE as identification.

Colleen M. Plonsky
NOTARY PUBLIC, State of Florida

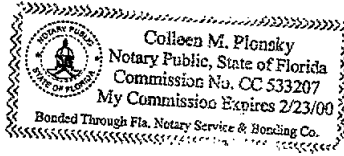


EXHIBIT "A"

AMENDMENTS* TO THE
ARTICLES OF INCORPORATION OF
PALM ISLES II CONDOMINIUM ASSOCIATION, INC.

1. Article IX, BOARD OF DIRECTORS, Sections A and L, of the Articles of Incorporation, shall be amended to read as follows:

A. The number of Directors on the first Board of Directors ("First Board"), the "Initial Elected Board" (as hereinafter defined) and all Boards elected prior to the Annual Members' Meeting following the "Developer's Resignation Event" (as hereinafter defined) shall be ~~three(3)~~ five(5) or such other number determined by the Board of Directors. The number of Directors elected by the Members subsequent to the Developer's Resignation Event shall be ~~as provided in Paragraph J of this Article IX~~ five(5) or such other number determined by the Board of Directors. Except for Developer-appointed Directors, Directors must be Members or the spouses, parents or children of Members.

L. At each Annual Member's Meeting held subsequent to the year in which the Developer's Resignation Event occurs, the number of Directors to be elected shall be ~~determined by the Board from time to time~~ the number of Director positions the terms of which expire that year, with the Board consisting of a total of five(5) Directors or such other number determined by the Board of Directors.

2. Article, IX, BOARD OF DIRECTORS, Section H, of the Articles of Incorporation, shall be amended to read as follows:

~~H. At the first Annual Members Meeting held after the Majority Election Meeting, a "staggered" term of office of the Board shall be created as follows:~~

~~1. A number equal to fifty percent (50%) of the total number of Directors rounded to the nearest whole number is the number of Directors whose term of office shall be established at two (2) years and the Directors serving for a two (2) year term will be the Directors receiving the most votes at the meeting, and~~

~~2. the remaining Directors' terms of office shall be established at one(1) year.~~

~~At each Annual Members Meeting thereafter, as many Directors of the Association shall be elected as there are Directors whose regular term of office expires at such time, and the term of office of the Directors so elected shall be for two(2) years expiring when their successors are duly elected and qualified.~~

H. The Annual Members' Meeting shall be conducted on January 7th of each year or the next business day thereafter. At the Annual Members' Meeting occurring on January 7, 1998 or the next business day thereafter, the three(3) Directors receiving the highest number of votes from the unit owners shall be elected to initially serve two(2) year terms. The remaining Director(s) elected by the unit owners shall be elected to initially serve one(1) year term(s). Thereafter, all Directors elected by the unit owners shall serve two(2) year terms. When the unit owners are entitled to elect a Director to fill the position formerly filled by appointment of the Developer, the term of that Director position shall expire at the same time as the term of the Director position initially having a one(1) year term.

*Added language is underlined. Deleted language is ~~struck~~ through.