

LEVINE, FRANK, EDGAR & TELEPMAN P.A.

A Professional Association of Attorneys

Jay Steven Levine - Also admitted to practice in Washington, D.C.

Jeffrey H. Frank

Charles W. Edgar, III

James S. Telepmann

Robert A. Schaeffer

N28263

February 13, 1997

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

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*****87.50 *****87.50

Re: Lake Charleston Maintenance Association, Inc.
Certificate of the Second Amendment to the Articles of Incorporation

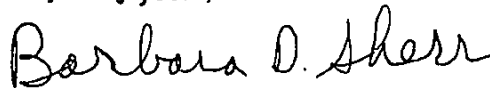
Dear Sir/Madam:

Enclosed please find a duly executed original of the above referenced document along with our check in the amount of \$87.50 which covers the \$35.00 filing fee and the \$52.50 fee for a certified copy.

Please file this document and return a certified copy to us in the enclosed, stamped, self-addressed envelope.

Thank you.

Very truly yours,



Barbara D. Sherr
Legal Secretary to Jay Steven Levine

Enclosures - As Stated

c:\wpdocs\lakechr\lcorpor.11r

SH 2/20
Amend.

FILED
97 FEB 17 PM 2:04
TALLAHASSEE, FLORIDA

INTERNET: <http://www.icanect.net/~jhf4938>

PALM BEACH GARDENS: 3300 PGA Boulevard, Suite 500 Palm Beach Gardens, Florida 33410-2884 (561) 626-4700 Fax: (561) 627-9479
VERO BEACH: 1901 25th Street Vero Beach, Florida 32960 (561) 626-4700 Fax: (561) 627-9479

THIS INSTRUMENT PREPARED BY:
LEVINE, FRANK, EDGAR & TELEPMAN, P.A.
3300 PGA Blvd., Suite 500
Palm Beach Gardens, FL 33410
(407) 626-4700

FILED
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PALM BEACH COUNTY, FLORIDA

**CERTIFICATE OF THE SECOND AMENDMENT TO THE ARTICLES OF
INCORPORATION OF LAKE CHARLESTON MAINTENANCE ASSOCIATION, INC.**

WHEREAS, the Articles of Incorporation for Lake Charleston Maintenance Association, Inc. were recorded in Official Record Book 9646, Page 379, Public Records of Palm Beach County, Florida;

WHEREAS, Article VIII of the Articles provide that the Articles may be amended by the approval by the Board of Directors and the vote 66-2/3% of the voting interests of the membership of the Association;

WHEREAS, on December 15, 1996, a majority of the entire membership of the Board of Directors approved the amendment to the Articles in the particulars as set forth in Exhibit "A" to this Certificate;

WHEREAS, at a members meeting on December 15, 1996, 66-2/3% of the voting interests of the membership of the Association voted to approve the amendment to the Articles in the particulars as set forth in Exhibit "A" to this Certificate;

WHEREAS, this Certificate and the amendment shall be filed with the Secretary of State and recorded in the Public Records of Palm Beach County, Florida;

NOW, THEREFORE, the Articles of Incorporation are hereby amended in the particulars as stated in the attachment to this Certificate; the amendment shall run with the real property known as Lake Charleston and shall be binding on all parties having any right, title, or interest in the said real property or any part thereof, their heirs, successors and assigns, and shall inure to the benefit of each owner thereof; and except as otherwise amended hereby, the Articles of Incorporation shall remain unchanged and in full force and effect.

CERTIFICATE OF ADOPTION OF AMENDMENTS

WE HEREBY CERTIFY that the amendment attached to this Certificate has been approved by the votes required by the Articles of Incorporation.

DATED this 16th day of January, 1997.

WITNESSES:

LAKE CHARLESTON MAINTENANCE
ASSOCIATION, INC.

Sign: Tyler Frank

By: Sign: William H. [Signature]

President

Print: Tyler Frank

Sign: [Signature]
Print: JOSEPH FLATOW

Sign: [Signature]
Print: Tyler Evans

Sign: [Signature]
Print: JERRY FLATOW

Print: William F. Anderson

Current Address: 7630 Ardwick Dr.

Lake Worth, FL 33467

By: Sign: [Signature]
Secretary

Print: Jonathan L. Rohed

Current Address: 6862 Hatteras
Lake Worth, FL 33467

STATE OF FLORIDA)
) SS:
COUNTY OF PALM BEACH)

I HEREBY CERTIFY that on this 16 day of January, 1997, before me personally appeared William Anderson, President, and [Signature], Secretary of LAKE CHARLESTON MAINTENANCE ASSOCIATION, INC., a Florida Corporation, who are personally known to me or who has produced Florida Driver License (if left blank, personal knowledge existed) as identification and who did not take an oath and who executed the aforesaid Certification as their free acts and deeds as such duly authorized officers; and that the official seal of the Corporation is duly affixed and the instrument is the act and deed of the Corporation.

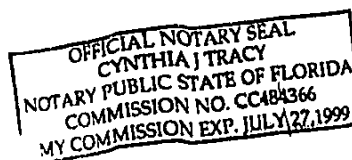
WITNESS my signature and official seal at Lake Worth in the County of Palm Beach, State of Florida, the day and year last aforesaid.

NOTARY PUBLIC:

Sign: Cynthia J. Tracy

Print: Cynthia J. Tracy
State of Florida at Large (Seal)

My commission expires:



STATE OF FLORIDA)
) SS:
COUNTY OF PALM BEACH)

I HEREBY CERTIFY that on this 5 day of JANUARY, 1997, before me personally appeared 5, president, and JONATHAN L. ROHED secretary, of LAKE CHARLESTON MAINTENANCE ASSOCIATION, INC., a Florida Corporation, who are personally known to me or who has produced _____ (if left blank, personal knowledge existed) as identification and who did not take an oath and who executed the aforesaid Certification as their free acts and deeds as such duly authorized officers; and that the official seal of the Corporation is duly affixed and the instrument is the act and deed of the Corporation.

WITNESS my signature and official seal at BOYNTON BEACH in the County of Palm Beach, State of Florida, the day and year last aforesaid.

NOTARY PUBLIC:

Sign: Joan K. Lange
FOR - JONATHAN L. ROHED

Print: JOAN K. LANGE
State of Florida at Large (Seal)

My commission expires:

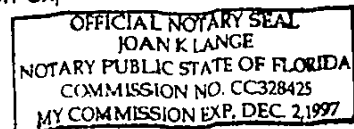


EXHIBIT "A"

PROPOSED AMENDMENT TO THE ARTICLES OF INCORPORATION FOR
LAKE CHARLESTON MAINTENANCE ASSOCIATION, INC.

1. **Article V, Section 1 of the Articles of Incorporation shall be amended to read as follows:**

Section 1. Management by Directors. The property, business and affairs of the Association shall be managed by the Board of Directors, which shall consist of not less than ~~three (3) persons and not more than five (5) persons~~ five (5) and not more than nine (9) persons. The number of Board members for the following year (from 5 to 9) to be established by the District Voting Members at the December Voting Meeting of each year. A majority of the directors in office shall constitute a quorum for the transaction of business. The by-laws shall provide for meeting of directors, including an annual meeting.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA