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August 26, 1997

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Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

Re: Grand Palms Community Association, Inc.  
Our File No. 2130.01

Dear Sir/Madam:

Enclosed please find Articles of Amendment to the Articles of Incorporation of the above referenced corporation, together with check in the amount of Thirty Five (\$35.00) Dollars representing the filing fee for recordation. Please file the Amendment and return a conformed copy to this office indicating filing date. I enclose self-addressed stamped envelope for your convenience.

Thanking you in advance, I remain

Very truly yours,

SACHS, SAX & KLEIN, P.A.

Larry Z. Glickman

LZG:maa  
Encls.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

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*9-4-97*

**ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION  
OF GRAND PALMS COMMUNITY ASSOCIATION, INC.  
A FLORIDA CORPORATION, NOT-FOR-PROFIT**

1. The name of this Corporation is Grand Palms Community Association, Inc., a Florida Corporation, not-for-profit.
2. Hollywood Lakes Country Club, Inc., a Florida Corporation, is Declarant pursuant to the Articles of Incorporation.
3. Declarant appoints a majority of the Directors of this Corporation.
4. Pursuant to Paragraph 9.6 of the Articles of Incorporation, for so long as Declarant appoints a majority of the Directors, Declarant shall be entitled to unilaterally amend the Articles of Incorporation.
5. These Articles of Amendment were adopted by Declarant pursuant to the Articles of Incorporation on JUNE 13, 1997.
6. The Amendments to the Articles of Incorporation herein adopted are shown on Exhibit "A" attached hereto and made a part hereof.

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 SECRETARY OF STATE  
 PALM BEACH, FLORIDA

APPROVED  
 AND  
 FILED

HOLLYWOOD LAKES COUNTRY CLUB, INC.

Linda Alvarado  
Witness Signature

LINDA ALVARADO  
Print Name

Susan Tipps  
Witness Signature

SUSAN TIPPS  
Print Name

By: E.M. Segall  
Declarant

E.M. SEGALL  
Printed Name

President  
Title

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

The foregoing instrument, was acknowledged before me on this the 13<sup>th</sup> day of JUNE, 1997, by E.M. SEGALL, as President, of Hollywood Lakes Country Club, Inc. on behalf of the Corporation, who is personally known to me or has produced as identification.

SANDY S. SEGALL  
Notary Public for the State of Florida  
Sandy Segall  
Printed Name

AMENDMENTS TO THE ARTICLES OF INCORPORATION OF GRAND PALMS

A. Paragraph 5.2.2 of the Articles is hereby amended to read as follows:

The number of Directors shall be increased to four Directors, three of which shall be appointed by DECLARANT, and one of which shall be elected by the NEIGHBORHOOD VOTING MEMBER at large, at the election of DECLARANT, or within three months after 25% of the UNITS that will be ultimately contained within the SUBJECT PROPERTY and any property that may be added to the SUBJECT PROPERTY have been built and conveyed to OWNERS.

B. Paragraph 5.2.3 of the Articles is hereby amended to read as follows:

The number of Directors shall be increased to five Directors, three of which shall be appointed by DECLARANT, and two of which shall be elected by the NEIGHBORHOOD VOTING MEMBERS at large, at the election of DECLARANT, or within three months after 50% of the UNITS that will be ultimately contained within the SUBJECT PROPERTY and any property that may be added to the SUBJECT PROPERTY have been built and conveyed to OWNERS.

C. Paragraph 5.2.4 of the Articles is hereby amended to read as follows:

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TALLAHASSEE, FLORIDA

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When ~~50%~~ 75% of the UNITS that will be ultimately contained within the SUBJECT PROPERTY and any property that may be added to the SUBJECT PROPERTY have been built and conveyed to OWNERS, or ~~10~~ 20 years after the DECLARATION has been recorded in the public records of the county in which the SUBJECT PROPERTY is located, whichever occurs first later, the number of Directors shall be determined in the manner provided in the BYLAWS, and the Directors shall be elected by the NEIGHBORHOOD VOTING MEMBERS in the manner provided by the BYLAWS. However, so long as DECLARANT owns any portion of the SUBJECT PROPERTY or any property described in Exhibit B of the DECLARATION that may be added to the SUBJECT PROPERTY, in addition to the directors appointed by the NEIGHBORHOOD VOTING MEMBERS, DECLARANT shall have the right to appoint one Director, and the Director appointed by DECLARANT shall have the right of veto with respect to any action taken by the BOARD and in the event the Director appointed by DECLARANT vetoes any such action taken by the BOARD, such action shall be null and void.