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Eachs, SA, Caplan, P.L.
(Requestor's Name)

6111 Broken Sound Aky NW,
(Address)

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(Address)

Boca Raton FL 33847
(City/State/Zip/Phone #)



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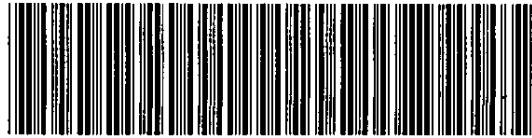
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TALLAHASSEE, FLORIDA

Amend & Rest.
C.COULLIETTE

AUG 24 2009

EXAMINER

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
FOR
REGENT SQUARE HOMEOWNERS ASSOCIATION, INC.**

Pursuant to the provision of Chapter 617 and 720 of the Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation.

FIRST: The Amendments adopted are attached as Exhibit "A".

SECOND: On March 24, 2009, the above Amendment was adopted by the members and the number of votes cast for the amendment was sufficient for approval.

DATED: July 31, 2009.

**REGENT SQUARE HOMEOWNERS
ASSOCIATION, INC.**

By: Linda E Miller
Linda Miller, President

By: Jeffrey Rutman
Jeffrey Rutman, Secretary

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09 AUG 20 AM 8:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amended and Restated ARTICLES OF INCORPORATION

REGENT'S SQUARE HOMEOWNERS ASSOCIATION, INC.

In compliance with the requirements of the State of Florida, the undersigned, all of whom are residents of Palm Beach County, Florida and all of whom are of full age, have this day voluntarily associated themselves together for the purpose amending the Articles of Incorporation for Regent's Square Homeowners Association, Inc., a Florida corporation not for profit, do hereby certify as follows:

ARTICLE I

The name of the corporation is REGENT'S SQUARE HOMEOWNERS ASSOCIATION, INC, a Florida corporation not for profit. For convenience, the corporation shall be referred to in this instrument as the "Association".

ARTICLE II

The principal office of the Association shall be c/o Prime Management Group, 6300 Park of Commerce Boulevard, Boca Raton, Florida 33487. The principal office of the corporation may in the future be located at such other place as the Board of Directors of the Association may designate from time to time.

ARTICLE III

PURPOSE AND POWERS OF THE ASSOCIATION

The general nature, objective and purpose of the Association is to serve and promote the collective interests of the owners of property at the development in Palm Beach County, Florida, known as REGENT'S SQUARE, a portion of Woodfield Country Club P.U.D. ("Property") as those interests relate to the Property subject to the Second Amended and Restated Declaration of Covenants and Restrictions therefor, as may be recorded in the Public Records of Palm Beach County, Florida and amended from time to time (the "Declaration"). (Capitalized terms used in these Articles of Incorporation and not otherwise defined herein shall have the meanings given them in the Declaration). Specific purposes of the Association include, but are not limited to, maintenance of the Common Area, if any, and the enforcement of terms and restrictions as set forth in the Declaration. The Association's powers shall include, but shall not be limited to:

(a) exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Master Declaration of Covenants and Restrictions for Woodfield Country Club P.U.D., hereinafter called the "Master Declaration";

(b) fix, levy, collect and enforce payment by any lawful means, of all charges, assessments, dues, fees or expenses pursuant to the terms of the Master Declaration and the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the Property of the Association;

(c) acquire (by gift, purchase or otherwise) own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for the public use or otherwise dispose of

real or personal property in connection with the affairs of the Association;

(d) borrow money, mortgage, pledge, deed in trust, or hypothecate any or all of the Association's real or personal property as security for money borrowed or debts incurred;

(e) dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject, to such conditions as may be agreed to by the Members;

(f) have and to exercise any and all powers, rights and privileges which a corporation organized under Chapter 617 of the Florida Statutes (the "Florida Not For Profit Corporation Act") may by law now or hereafter have or exercise provided they are not in conflict with these Articles;

(g) to maintain, repair, replace and operate the Common Area, Parcels and improvements located upon the Property, all as more specifically provided in the Declaration;

(h) to purchase insurance for the Common Area and improvements on the Common Area for the protection of the Association and its Members, all as more specifically provided in the Declaration;

(i) to reconstruct improvements on the Property after casualty and further improve the Property, all as more specifically provided in the Declaration;

(j) to make and amend reasonable rules and regulations respecting the maintenance, upkeep, and use of the Common Area, Parcels and improvements on the Property, all as more specifically provided in the Declaration; and

(k) to employ personnel to perform the services required for the proper operation, maintenance and upkeep of the Common Area, Parcels and improvements on the Property, all as more specifically provided in the Declaration.

ARTICLE IV

MEMBERSHIP

Every person or entity who is the record owner of a Parcel, shall be a Member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of a Parcel.

ARTICLE V

VOTING RIGHTS

(a) Members shall be all Owners. Each Parcel shall have allocated to it one (1) vote in all elections and/or actions to be taken by the membership of the Association.

(b) If a Parcel is owned by more than one (1) individual (other than husband

and wife) or by a corporation, partnership, limited liability company, trust or other entity, or a combination of the above, said Owners shall file a certificate with the Secretary of the Association naming the one (1) person authorized to cast the vote for that Parcel (hereinafter referred to as the "Voting Member"). If the same is not on file prior to any meeting of the Members, annual or special, a vote of such Parcel shall not be considered nor shall the presence of said Owners at a meeting be considered in determining whether the quorum requirement has been met. Notwithstanding the above, if no certificate of designation is on file, and all Owners of a Parcel are present, either in person or by proxy, and cast their votes unanimously, then said votes shall be counted and considered as one vote for each Parcel so owned. If a Parcel is owned by only one (1) individual, that individual shall automatically be the Voting Member for that Parcel.

ARTICLE VI

BOARD OF DIRECTORS

The affairs of this Association shall be managed by a board consisting of no less than three (3) nor more than five (5) Directors who shall be members of the Association. The names and addresses of the current Directors are:

Name	Address
Linda Miller	5639 NW 38 th Terrace Boca Raton, FL 33496
Jeffrey Rutman	3837 NW 56 th Road Boca Raton, FL 33496
Mindy Butler	3851 NW 56 th Road Boca Raton, FL 33496

In order to provide for a continuity of service, the Directors will serve on staggered terms. Each Director shall serve for a term of two (2) years until his or her successor is duly elected, unless he or she resigns or is recalled. Each year, there will be either two (2) or three (3) Members elected to the Board, so that the total number of Board members shall remain five (5). In the event there are three (3) members of the Board, then each year there will be either one (1) or two (2) Members elected to the Board. In the event there are four (4) members of the Board, then each year there will be two (2) Members elected to the Board. Any vacancy on the Board of Directors shall be filled for the unexpired term of the vacated office by the remaining Directors. Directors may be removed and replaced in the manner provided for in the By-Laws.

ARTICLE VII

OFFICERS

Officers shall be elected by the Board of Directors at each annual meeting immediately following the actual meeting of the Members of the Association, and shall serve at the pleasure of the members of the Board of Directors. The Board shall consist of a President, Secretary and Treasurer and may elect one or more Vice Presidents. The names and addresses of the current officers of the Board of Directors are as follows:

NAME	OFFICE	ADDRESS
Linda Miller	President	5639 NW 38 th Terrace Boca Raton, FL 33496
Jeffrey Rutman	Secretary	3837 NW 56 th Road Boca Raton, FL 33496
Mindy Butler	Treasurer	3851 NW 56 th Road Boca Raton, FL 33496

ARTICLE VIII

INDEMNIFICATION

Every Director, every Officer and every committee member of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him or her in connection with any proceeding or any settlement of any proceeding to which he or she may be a party or to which he or she may become involved by reason of his or her being or having been a Director, Officer or committee member of the Association, whether or not he is a Director, Officer or committee member at the time such expenses and/or liabilities are incurred, except when the Director, Officer or committee member is adjudged by a court of law to be guilty of willful misfeasance or malfeasance in the performance of his or her duties. The foregoing right of indemnification shall be in addition to, and not exclusive of all other rights to which such Director, Officer or committee member may be entitled.

ARTICLE IX

DISSOLUTION

The Association may be dissolved with the assent of the membership of the Association evidenced by the affirmative vote of at least ninety percent (90%) of the votes cast by the Voting Members, voting in person or by proxy, at a meeting of the membership duly called in accordance with the By-Laws, provided that a quorum is then present, and further provided that consent has been obtained from the Master Association pursuant to the Master Declaration.

ARTICLE X

TERM

The term of this Association shall be perpetual.

ARTICLE XI

AMENDMENTS

These Articles of Incorporation of the Association may be amended, altered or rescinded as provided in the Florida Not For Profit Corporation Act, provided however, that no such amendments shall conflict with the terms of the Declaration.

ARTICLE XII

CONFLICTS

In the case of any conflict between the By -Laws and these Articles of Incorporation, these Articles of Incorporation shall control.

ARTICLE XIII

SUBSCRIBERS

The names and addresses of the Incorporators of these Articles of Incorporation are as follows:

NAME	OFFICE	ADDRESS
Linda Miller	President	5639 NW 38 th Terrace Boca Raton, FL 33496
Jeffrey Rutman	Secretary	3837 NW 56 th Road Boca Raton, FL 33496
Mindy Butler	Treasurer	3851 NW 56 th Road Boca Raton, FL 33496

ARTICLE XIV

REGISTERED AGENT AND REGISTERED OFFICE

The name of the registered agent shall be Associated Corporate Services, LLC and the street address of the registered office of the Association shall be Associated Corporate Services, 6111 Broken Sound Parkway, NW, Suite 200, Boca Raton, Florida 33487. The Association shall have the right to designate subsequent registered agents without amending these Articles of Incorporation.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation in Palm Beach County, Florida, this 8th day of July, 2009.

REGENT'S SQUARE HOMEOWNERS
ASSOCIATION, INC.,
a Florida corporation not for profit

By: Linda S. Miller
Linda Miller, President

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above named corporation at the place designated in these Articles of Incorporation, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Associated Corporate Services, LLC

