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THE LAW FIRM OF  
**GILLESPIE & ALLISON, P.A.**

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1515 SOUTH FEDERAL HIGHWAY  
BOCA RATON, FLORIDA 33432

R. BOWEN GILLESPIE, III  
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May 19, 1997

AIRBORNE EXPRESS

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

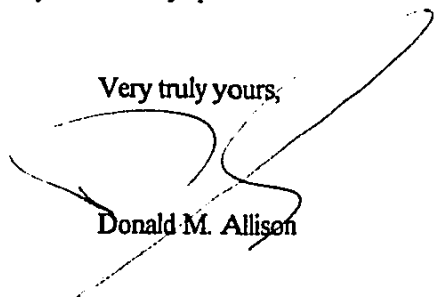
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\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: Three Thousand South Association, Inc.  
Certificate of Amendment

Dear Sir or Madam:

Enclosed please find the original Certificate of Amendment to the Articles of Incorporation of Three Thousand South Association, Inc. I have also enclosed my firm's check no. 10385 in the amount of \$35.00, representing your filing fee. If you have any questions or need additional information, please do not hesitate to contact me.

Very truly yours,



Donald M. Allison

DMA/cev  
Enclosures  
clerkcomp3000acc

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 MAY 20 PM 12: 38

Amend signed  
5/28/97

PREPARED BY  
RETURN TO:  
Donald M. Allison, Esquire  
Gillespie & Allison, P.A.  
1515 South Federal Highway, Suite 300  
Boca Raton, Florida 33432  
(561) 368-5758

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 MAY 20 PM 12: 38

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**CERTIFICATE OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION OF  
THREE THOUSAND SOUTH ASSOCIATION, INC.**

The undersigned officers of THREE THOUSAND SOUTH ASSOCIATION, INC. do hereby certify that the following amendments to the Articles of Incorporation of said Association constitute true and correct statements of the four (4) Amendments to said Articles of Incorporation, which were approved by the membership (unit owners) of the Association at a duly noticed meeting of the members held on March 4, 1997.

**AMENDMENTS TO THE  
ARTICLES OF INCORPORATION OF  
THREE THOUSAND SOUTH ASSOCIATION, INC.**

1. Article II of the Articles of Incorporation shall be amended to now read as follows:

**ARTICLE II  
PURPOSE**

The purpose for which the Association is organized is to provide an entity pursuant to the Florida Condominium Act, for the operation of THREE THOUSAND SOUTH, a Condominium, located in Palm Beach County, Florida.

2. Subsection 2.(i) of Article III of the Articles of Incorporation shall be amended to now read as follows:
  - (i) To contract for the management of the condominium properties, and to delegate to a qualified person, firm, or corporation, such powers and duties of management as set forth and/or approved by the Association, except such as are specifically required by the Declaration of Condominium to have approval of the Board of Directors or the membership of the Association.

3. Section 1 of Article IV of the Articles of Incorporation shall be amended to now read as follows:

1. The members of the Association shall consist of all of the record owners, of apartments in the Three Thousand South Condominium apartment building in Boca Raton, Florida, including those persons recognized or certified as the representative of owners, such as the Trustee of an approved Family Trust.

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

1. The affairs of the Association will be managed by a Board consisting of the number of directors as shall be determined by the Bylaws of the Association. A Director must be a member or spouse of a member of the Association or a person recognized by the Board of Directors as an approved occupant or resident of an apartment or as a Trustee or as representative of the owner thereof or a person entitled to vote for the apartment as designated by a Certificate signed by the record owner of the Apartment and filed with the Secretary of the Association.

WITNESS our signatures hereto this 13<sup>th</sup> day of May, 1997, at Boca Raton, Palm Beach County, Florida.

THREE THOUSAND SOUTH ASSOCIATION, INC.

Lucille L. Waters  
Witness

By: Hank Russelle  
HANK RUSSELLE, President

ATTEST:

Christopher R. Seekamp  
Witness

Christopher R. Seekamp  
CHRISTOPHER R. SEEKAMP, Secretary

(SEAL)

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing instrument was executed before me this 13<sup>th</sup> day of May, 1997, by HANK RUSSELLE and CHRISTOPHER R. SEEKAMP, President and Secretary, respectively, of THREE THOUSAND SOUTH ASSOCIATION, INC., a Florida corporation, who are personally known to me or who produced drivers' licenses nos. \_\_\_\_\_ and \_\_\_\_\_, respectively, for identification, and who acknowledged that they executed the foregoing instrument on behalf of said Association.

Susan M. Pernell  
NOTARY PUBLIC

(Notary Seal)

SUSAN M. PERNELL  
Print/Type Notary Name  
My Commission Expires:



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