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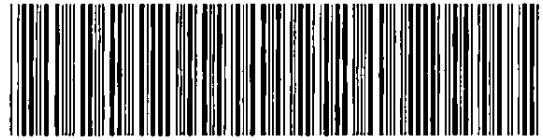
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FIELDS & BACHOVE, PLLC

4440 PGA BOULEVARD, SUITE 308

PALM BEACH GARDENS, FL 33410

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GARY D. FIELDS, ESQUIRE

*Retired

EVAN R. BACHOVE, ESQUIRE

evan@fbhoalaw.com

August 28, 2024

Florida Department of State
Division of Corporations,
Amendment Section
P.O. Box 6327
Tallahassee, FL 32314

Re: Marina View Condominium Association, Inc.

Dear Sir or Madam:

Enclosed please find an original and a copy of the Articles of Amendment to Articles of Incorporation for the above referenced Florida corporation. Also enclosed is our check in the amount of \$35.00 for the filing fee. Please file the original and return a stamped copy with your confirmation letter in the enclosed return envelope.

Thank you for your courtesy and cooperation in this regard.

Sincerely,

A handwritten signature in black ink, appearing to be 'E. Bachove', written over a horizontal line.

EVAN R. BACHOVE

ERB:hs (enclosures)

AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

MARINA VIEW CONDOMINIUM ASSOCIATION INC.
(a condominium association)

The undersigned by these Articles associate themselves for the purposes of forming a corporation not for profit under Chapter 617, Florida Statutes ~~1967~~ and as amended from time to time, and certify as follows:

ARTICLE I

NAME

The name of the corporation shall be MARINA VIEW CONDOMINIUM ASSOCIATION, INC. (a condominium association). For convenience the corporation shall be referred to in this instrument as the Association. The office of the Association shall be located at the address indicated on sunbiz.org from time to time ~~6000 Georgia Avenue, West Palm Beach, Palm Beach County, Florida.~~

ARTICLE II

PURPOSE

A. The purpose for which the Association is organized is to provide an entity pursuant to ~~Section 12 of the Condominium Act~~, which is Chapter 718~~1~~, Florida statutes ~~1967~~ as amended from time to time, for the operation of MARINA VIEW CONDOMINIUM APARTMENTS, located upon the following lands in Palm Beach County, Florida;

Lot 7, MARINA ADDITION TO VILLAGE OF NORTH PALM BEACH, according to the plat thereof on file in the Office of the Clerk of the Circuit Court in and for Palm Beach County, Florida; recorded in Plat Book 27, page 98.

B. The Association shall make no distributions of income to its members, directors or officers.

ARTICLE III

POWERS

The powers of the Association shall include and be governed by the following provisions:

A. The Association shall have all of the common-law and statutory powers of a corporation not for profit not in conflict with the terms of these Articles.

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2024 SEP -3 PM 12:44
Palm Beach County, Florida

B. The Association shall have all of the powers and duties set forth in the Condominium Act, as amended from time to time, except as limited by these Articles and the Declaration of Condominium, and all of the powers and duties reasonably necessary to operate the condominium pursuant to the Declaration and as it may be amended from time to time, including but not limited to the following:

1. To make and collect assessments against members as dwelling unit owners to defray the costs, expenses and losses of the condominium.
2. To use the proceeds of assessments in the exercise of its powers and duties.
3. The maintenance, repair, replacement and operation of the condominium property.
4. The purchase of insurance upon the condominium property and insurance for the protection of the Association and its members as dwelling unit owners.
5. The reconstruction of improvements after casualty and the further improvements of the property.
6. To make and amend reasonable regulations, respecting the use of the property and the units in the condominium; ~~provided, however, that all such regulations and their amendments shall be approved by not less than 75% of the votes of the entire membership of the Association before such shall become effective.~~
7. To approve or disapprove the transfer, mortgage and ownership of dwelling units as may be provided by the Declaration of Condominium and the By-Laws.
8. To enforce by legal means the provisions of the Condominium Act, the Declaration of Condominium, these Articles, the By-Laws of the Association and the Regulations for the use of the property in the condominium.
9. To contract for the management of the condominium and to delegate to such contractors all powers and duties of 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.
10. To contract for the management or operation of portions of the common elements susceptible to separate management or operation, and to lease such portions.
11. To employ personnel to perform the services required for proper operation of the condominium.

C. The Association shall not have the power to purchase a dwelling unit of the condominium except at sales in foreclosure of liens for assessments for common expenses, at which sales the Association shall bid no more than the amount secured by its lien. This provision shall not be changed without unanimous approval of the members and the joinder of all records owners of mortgages upon the condominium.

D. All funds and the titles of all properties acquired by the Association and their proceeds shall be held in trust for the members in accordance with the provisions of the Declaration of Condominium, these Articles of Incorporation and the By-Laws.

E. The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the Declaration of Condominium and the By-Laws.

ARTICLE IV

MEMBERS

- A. The members of the association shall consist of all of the record owners of dwelling units in the condominium; and after the termination of the condominium shall consist of those who are members at the time of such termination and their successors and assigns.
- B. After receiving approval of the Association required by the Declaration of Condominium, change of membership in the Association shall be established by recording in the Public Records of Palm Beach County, Florida, a deed or other instrument establishing a record title to a dwelling unit in the condominium and the delivery to the Association of a certified copy of such instrument. The owner designated by such instrument thus becomes a member of the Association and the membership of the prior owner is terminated.
- C. The share of a member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner except as an appurtenance to his dwelling unit.
- D. The owner of each dwelling unit shall be entitled to at least one vote as a member of the Association. The exact number of votes to be cast by owners of a dwelling unit and the manner of exercising voting rights shall be determined by the By-Laws of the Association.

ARTICLE V

DIRECTORS

- A. The affairs of the Association will be managed by a board consisting of the number of directors determined by the By-Laws, but not less than three directors, ~~and in the absence of such determination shall consist of five directors.~~ Directors ~~need not~~ must be members of the Association.
- B. Directors of the Association shall be elected at the annual meeting of the members in the manner determined by the By-Laws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the By-Laws.
- ~~C. The first election of directors shall not be held until after the developer has closed the sales of all of the dwelling units of the condominium or until the developer elects to terminate its control of the condominium, or until two years from the date of the recording of the Declaration of Condominium for MARINA VIEW CONDOMINIUM APARTMENTS in the Public Records of Palm Beach County, Florida, whichever first occurs. The directors named in these Articles shall serve until the first election of directors, and any vacancies in their number occurring before the first election shall be filled by the remaining directors.~~
- ~~D. The names and addresses of the members of the first Board of Directors who shall hold office until their successors are elected and have qualified or until removed, are as follows:~~

FREDERICK T. DE PALMA _____ 245 Puritan Road, West Palm Beach, Florida

PATRICK M. GORDON _____ 2700 Vandiver Dr. Apt 14 D, West Palm Beach, Fla

GERALDINE R. BELL _____ 503 Robert Drive, Jupiter, Florida

ARTICLE VI

OFFICERS

The affairs of the Association shall be administered by the officers designated in the By-Laws. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Association and shall serve at the pleasure of the Board of Directors. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are listed on sunbiz.org from time to time. as follows:

President _____ FREDERICK T. DE PALMA _____ 245 Puritan Road
_____ West Palm Beach, Florida

Vice President _____ PATRICK M. GORDON _____ 2700 Vandiver Dr. Apt 14 D
_____ West Palm Beach, Florida

Secretary-Treasurer _____ GERALDINE R. BELL _____ 503 Robert Drive
_____ Jupiter, Florida

ARTICLE VII

INDEMNIFICATION

Every director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding or any settlement of any proceeding to which he may be a party or in which he may become involved by reason of his being or having been a director or officer of the Association, whether or not he is a director or officer at the time such expenses are incurred, except when the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interests of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such directors or officers may be entitled.

ARTICLE VIII

BY-LAWS

The first By-Laws of the Association shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the By-Laws.

ARTICLE IX

AMENDMENTS

Amendments to the Articles of Incorporation shall be approved either by written consent or by a vote at a members' meeting, by the approval of at least seventy-five percent (75%) of the Board of Directors and seventy-five percent (75%) of the votes of the entire membership. ~~proposed and adopted in the following manner:~~

- ~~A. Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is considered.~~
- ~~B. A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by the members of the Association. Directors and members not present in person or by proxy at the meeting considering the amendment may express their approval in writing, providing such approval is delivered to the secretary at or prior to the meeting. Except as elsewhere provided,
 - ~~1. Such approvals must be by not less than 75% of the entire membership of the Board of Directors and by not less than 75% of the votes of the entire membership of the Association; or~~
 - ~~2. By not less than 80% of the votes of the entire membership of the Association.~~~~
- C. Provided, however, that no amendment shall make any changes in the qualifications for membership nor the voting rights of members, nor any change in Section C of Article III without approval in writing by all members and the joinder of all record owners of mortgages upon the condominium. No amendment shall be made that is in conflict with the Condominium Act or the Declaration of Condominium.
- D. A copy of each amendment shall be recorded in the Public Records of Palm Beach County, Florida.

ARTICLE X

TERM

The term of the Association shall be perpetual.

ARTICLE XI

SUBSCRIBERS

The names and addresses of the original subscribers to these Articles of Incorporation ~~are~~ were as follows:

FREDERICK T. DE PALMA

245 Puritan Road, West Palm Beach, Florida

PATRICK M. GORDON

2700 Vandiver Dr. Apt 14-D, West Palm Beach, Fla

GERALDINE R. BELL

503 Robert Drive, Jupiter, Florida

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
MARINA VIEW CONDOMINIUM ASSOCIATION, INC.
(Document Number 720268)**

WHEREAS, the Articles of Incorporation of Marina View Condominium Association, Inc. were recorded in Official Records Book 1882, Page 1506, of the Public Records of Palm Beach County, Florida and were subsequently amended (referred to herein as the "Articles of Incorporation"); and

WHEREAS, the Articles of Incorporation provide for amendments, as set forth herein; and

NOW THEREFORE, the Articles of Incorporation are hereby amended as follows:

1. It is hereby certified that the attached Amended and Restated Articles of Incorporation of Marina View Condominium Association, Inc. were approved by not less than 75% of the Board of Directors and not less than 75% of the members of the Association, via written consent, pursuant to Article IX of the Articles of Incorporation and pursuant to 617.0701(4), *Florida Statutes*.

2. The attached Amended and Restated Articles of Incorporation of Marina View Condominium Association, Inc. are hereby filed and shall replace and supersede all prior versions of the Articles of Incorporation. Said Amended and Restated Articles of Incorporation of Marina View Condominium Association, Inc. shall run with the real property subject to the Declaration 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 and burden of each owner and occupant thereof, subject to any amendments recorded hereafter.

[The remainder of this page intentionally left blank
Signatures and notarizations appear on following pages]

MARINA VIEW CONDOMINIUM ASSOCIATION.
INC., a Florida not-for-profit corporation

[Signature]
Witness #1 Signature

Evan Bachiove
Witness #1 Printed Name

4440 PGA Blvd Ste 305, PB6 FL 33410
Witness #1 Address

By: [Signature]
Print Name: Craig M. Beynon
Print Title: PRESIDENT

[Signature]
Witness #2 Signature

Cecilia Schaefer
Witness #2 Printed Name

4440 16th Hld., Ste 305, PB6
Witness #2 Address FL 33410

STATE OF Florida
COUNTY OF Palm Beach

The foregoing instrument was acknowledged before me this 28th day of August, 2024, by Craig Beynon, as President of Marina View Condominium Association, Inc., a Florida Not For Profit Corporation, on behalf of the corporation, who is ☐ personally known to me or ☒ has produced Driver's License as identification. If no type of identification is indicated, the above-named person is personally known to me.

Physical Presence: ☒ x
OR
Online Notarization: _____



CHRIS LOSQUADRO
Commission # HH 537826
Expires July 22, 2028

[Signature]
Notary Public HH 537826
Printed Name Chris Losquadro
State of Florida

My Commission Expires:

MARINA VIEW CONDOMINIUM
ASSOCIATION, INC., a Florida not-for-profit
corporation

[Signature]
Witness #1 Signature

Evan Bachore
Witness #1 Printed Name

4440 PGA Blvd Ste 305, PBE, FL 33410
Witness #1 Address

Attest: [Signature]

Print Name: Constance Chabot

Title: Secretary

[Signature]
Witness #2 Signature

Carla Schotzen
Witness #2 Printed Name

4440 PGA Blvd Ste 305, PBE FL 33410
Witness #2 Address

STATE OF Florida
COUNTY OF Palm Beach

The foregoing instrument was acknowledged before me this 28th day of August, 2024, by Constance Chabot, as Secretary of Marina View Condominium Association, Inc., a Florida Not For Profit Corporation, on behalf of the corporation, who is [] personally known to me or [✓] has produced Drivers License as identification. If no type of identification is indicated, the above-named person is personally known to me.

Physical Presence: x

OR

Online Notarization: _____

[Signature]
Notary Public HH 537826
Printed Name Chris Losquadro
State of Florida

My Commission Expires:



CHRIS LOSQUADRO
Commission # HH 537826
Expires July 22, 2028

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
MARINA VIEW CONDOMINIUM ASSOCIATION, INC.
(Document Number 720268)**

WHEREAS, the Articles of Incorporation of Marina View Condominium Association, Inc. were recorded in Official Records Book 1882, Page 1506, of the Public Records of Palm Beach County, Florida and were subsequently amended (referred to herein as the "Articles of Incorporation"); and

WHEREAS, the Articles of Incorporation provide for amendments, as set forth herein; and

NOW THEREFORE, the Articles of Incorporation are hereby amended as follows:

1. It is hereby certified that the attached Amended and Restated Articles of Incorporation of Marina View Condominium Association, Inc. were approved by not less than 75% of the Board of Directors and not less than 75% of the members of the Association, via written consent, pursuant to Article IX of the Articles of Incorporation and pursuant to 617.0701(4), *Florida Statutes*.

2. The attached Amended and Restated Articles of Incorporation of Marina View Condominium Association, Inc. are hereby filed and shall replace and supersede all prior versions of the Articles of Incorporation. Said Amended and Restated Articles of Incorporation of Marina View Condominium Association, Inc. shall run with the real property subject to the Declaration 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 and burden of each owner and occupant thereof, subject to any amendments recorded hereafter.

[The remainder of this page intentionally left blank
Signatures and notarizations appear on following pages]

MARINA VIEW CONDOMINIUM ASSOCIATION, INC., a Florida not-for-profit corporation

[Signature]
Witness #1 Signature

Evan Bachove
Witness #1 Printed Name

4440 PGA Blvd Ste 305, PBL FL 33410
Witness #1 Address

By: [Signature]
Print Name: Craig M. Beynon
Print Title: PRESIDENT

[Signature]
Witness #2 Signature

Cecilia Schaefer
Witness #2 Printed Name

4440 PGA Blvd, Ste 305, PBL
Witness #2 Address FL 33410

STATE OF Florida
COUNTY OF Palm Beach

The foregoing instrument was acknowledged before me this 28th day of August, 2024, by Craig Beynon, as President of Marina View Condominium Association, Inc., a Florida Not For Profit Corporation, on behalf of the corporation, who is [] personally known to me or [x] has produced Driver's License as identification. If no type of identification is indicated, the above-named person is personally known to me.

Physical Presence: x
OR
Online Notarization: _____



CHRIS LOSQUADRO
Commission # HH 537826
Expires July 22, 2028

[Signature]
Notary Public HH 537826
Printed Name Chris Losquadro
State of Florida

My Commission Expires:

MARINA VIEW CONDOMINIUM
ASSOCIATION, INC., a Florida not-for-profit
corporation

[Signature]
Witness #1 Signature

Evan Bachore
Witness #1 Printed Name

4440 PGA Blvd Sk 308, PBL, FL 33410
Witness #1 Address

Attest: [Signature]

Print Name: Constance Chabot

Title: Secretary

[Signature]
Witness #2 Signature

Crystal Schaefer
Witness #2 Printed Name

4440 PGA Blvd, Sk 308, PBL FL 33410
Witness #2 Address

STATE OF Florida
COUNTY OF Palm Beach

The foregoing instrument was acknowledged before me this 28th day of August, 2024, by Constance Chabot as Secretary of Marina View Condominium Association, Inc., a Florida Not For Profit Corporation, on behalf of the corporation, who is [] personally known to me or [✓] has produced Driver's License as identification. If no type of identification is indicated, the above-named person is personally known to me.

Physical Presence: x

OR

Online Notarization: _____

[Signature]
Notary Public HH 537826
Printed Name Chris Losquadro
State of Florida

My Commission Expires:



CHRIS LOSQUADRO
Commission # HH 537826
Expires July 22, 2028

AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

MARINA VIEW CONDOMINIUM ASSOCIATION INC.
(a condominium association)

FILED
2024 SEP -3 PM 12:44
CLERK OF THE CIRCUIT COURT
PALM BEACH COUNTY, FLORIDA

The undersigned by these Articles associate themselves for the purposes of forming a corporation not for profit under Chapter 617, Florida Statutes ~~1967~~ and as amended from time to time, and certify as follows:

ARTICLE I

NAME

The name of the corporation shall be MARINA VIEW CONDOMINIUM ASSOCIATION, INC. (a condominium association). For convenience the corporation shall be referred to in this instrument as the Association. The office of the Association shall be located at the address indicated on sunbiz.org from time to time ~~6000 Georgia Avenue, West Palm Beach, Palm Beach County, Florida.~~

ARTICLE II

PURPOSE

A. The purpose for which the Association is organized is to provide an entity pursuant to ~~Section 12 of the~~ Condominium Act, which is Chapter 718~~1~~, Florida statutes ~~1967~~ as amended from time to time, for the operation of MARINA VIEW CONDOMINIUM APARTMENTS, located upon the following lands in Palm Beach County, Florida;

Lot 7, MARINA ADDITION TO VILLAGE OF NORTH PALM BEACH, according to the plat thereof on file in the Office of the Clerk of the Circuit Court in and for Palm Beach County, Florida; recorded in Plat Book 27, page 98.

B. The Association shall make no distributions of income to its members, directors or officers.

ARTICLE III

POWERS

The powers of the Association shall include and be governed by the following provisions:

A. The Association shall have all of the common-law and statutory powers of a corporation not for profit not in conflict with the terms of these Articles.

B. The Association shall have all of the powers and duties set forth in the Condominium Act, as amended from time to time, except as limited by these Articles and the Declaration of Condominium, and all of the powers and duties reasonably necessary to operate the condominium pursuant to the Declaration and as it may be amended from time to time, including but not limited to the following:

1. To make and collect assessments against members as dwelling unit owners to defray the costs, expenses and losses of the condominium.
2. To use the proceeds of assessments in the exercise of its powers and duties.
3. The maintenance, repair, replacement and operation of the condominium property.
4. The purchase of insurance upon the condominium property and insurance for the protection of the Association and its members as dwelling unit owners.
5. The reconstruction of improvements after casualty and the further improvements of the property.
6. To make and amend reasonable regulations, respecting the use of the property and the units in the condominium; ~~provided, however, that all such regulations and their amendments shall be approved by not less than 75% of the votes of the entire membership of the Association before such shall become effective.~~
7. To approve or disapprove the transfer, mortgage and ownership of dwelling units as may be provided by the Declaration of Condominium and the By-Laws.
8. To enforce by legal means the provisions of the Condominium Act, the Declaration of Condominium, these Articles, the By-Laws of the Association and the Regulations for the use of the property in the condominium.
9. To contract for the management of the condominium and to delegate to such contractors all powers and duties of 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.
10. To contract for the management or operation of portions of the common elements susceptible to separate management or operation, and to lease such portions.
11. To employ personnel to perform the services required for proper operation of the condominium.

C. The Association shall not have the power to purchase a dwelling unit of the condominium except at sales in foreclosure of liens for assessments for common expenses, at which sales the Association shall bid no more than the amount secured by its lien. This provision shall not be changed without unanimous approval of the members and the joinder of all records owners of mortgages upon the condominium.

D. All funds and the titles of all properties acquired by the Association and their proceeds shall be held in trust for the members in accordance with the provisions of the Declaration of Condominium, these Articles of Incorporation and the By-Laws.

E. The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the Declaration of Condominium and the By-Laws.

ARTICLE IV

MEMBERS

- A. The members of the association shall consist of all of the record owners of dwelling units in the condominium; and after the termination of the condominium shall consist of those who are members at the time of such termination and their successors and assigns.
- B. After receiving approval of the Association required by the Declaration of Condominium, change of membership in the Association shall be established by recording in the Public Records of Palm Beach County, Florida, a deed or other instrument establishing a record title to a dwelling unit in the condominium and the delivery to the Association of a certified copy of such instrument. The owner designated by such instrument thus becomes a member of the Association and the membership of the prior owner is terminated.
- C. The share of a member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner except as an appurtenance to his dwelling unit.
- D. The owner of each dwelling unit shall be entitled to at least one vote as a member of the Association. The exact number of votes to be cast by owners of a dwelling unit and the manner of exercising voting rights shall be determined by the By-Laws of the Association.

ARTICLE V

DIRECTORS

- A. The affairs of the Association will be managed by a board consisting of the number of directors determined by the By-Laws, but not less than three directors, ~~and in the absence of such determination shall consist of five directors.~~ Directors need not must be members of the Association.
- B. Directors of the Association shall be elected at the annual meeting of the members in the manner determined by the By-Laws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the By-Laws.
- ~~C. The first election of directors shall not be held until after the developer has closed the sales of all of the dwelling units of the condominium or until the developer elects to terminate its control of the condominium, or until two years from the date of the recording of the Declaration of Condominium for MARINA VIEW CONDOMINIUM APARTMENTS in the Public Records of Palm Beach County, Florida, whichever first occurs. The directors named in these Articles shall serve until the first election of directors, and any vacancies in their number occurring before the first election shall be filled by the remaining directors.~~
- ~~D. The names and addresses of the members of the first Board of Directors who shall hold office until their successors are elected and have qualified or until removed, are as follows:~~

FREDERICK T. DE PALMA 245 Puritan Road, West Palm Beach, Florida

PATRICK M. GORDON 2700 Vandiver Dr. Apt 14 D, West Palm Beach, Fla

GERALDINE R. BELL 503 Robert Drive, Jupiter, Florida

ARTICLE VI

OFFICERS

The affairs of the Association shall be administered by the officers designated in the By-Laws. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Association and shall serve at the pleasure of the Board of Directors. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are listed on sunbiz.org from time to time, as follows:

President FREDERICK T. DE PALMA 245 Puritan Road
West Palm Beach, Florida

Vice President PATRICK M. GORDON 2700 Vandiver Dr. Apt 14 D
West Palm Beach, Florida

Secretary-Treasurer GERALDINE R. BELL 503 Robert Drive
Jupiter, Florida

ARTICLE VII

INDEMNIFICATION

Every director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding or any settlement of any proceeding to which he may be a party or in which he may become involved by reason of his being or having been a director or officer of the Association, whether or not he is a director or officer at the time such expenses are incurred, except when the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interests of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such directors or officers may be entitled.

ARTICLE VIII

BY-LAWS

The first By-Laws of the Association shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the By-Laws.

ARTICLE IX

AMENDMENTS

Amendments to the Articles of Incorporation shall be approved either by written consent or by a vote at a members' meeting, by the approval of at least seventy-five percent (75%) of the Board of Directors and seventy-five percent (75%) of the votes of the entire membership. ~~proposed and adopted in the following manner:~~

- ~~A. Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is considered.~~
- ~~B. A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by the members of the Association. Directors and members not present in person or by proxy at the meeting considering the amendment may express their approval in writing, providing such approval is delivered to the secretary at or prior to the meeting. Except as elsewhere provided,~~

~~1. Such approvals must be by not less than 75% of the entire membership of the Board of Directors and by not less than 75% of the votes of the entire membership of the Association; or~~

~~2. By not less than 80% of the votes of the entire membership of the Association.~~

C. Provided, however, that no amendment shall make any changes in the qualifications for membership nor the voting rights of members, nor any change in Section C of Article III without approval in writing by all members and the joinder of all record owners of mortgages upon the condominium. No amendment shall be made that is in conflict with the Condominium Act or the Declaration of Condominium.

D. A copy of each amendment shall be recorded in the Public Records of Palm Beach County, Florida.

ARTICLE X

TERM

The term of the Association shall be perpetual.

ARTICLE XI

SUBSCRIBERS

The names and addresses of the original subscribers to these Articles of Incorporation ~~are~~ were as follows:

FREDERICK T. DE PALMA	245 Puritan Road, West Palm Beach, Florida
PATRICK M. GORDON	2700 Vandiver Dr. Apt 14-D, West Palm Beach, Fla
GERALDINE R. BELL	503 Robert Drive, Jupiter, Florida