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APR 15 2014

T. CARTER

**BECKER &  
POLIAKOFF**

**Kenneth S. Direktor, Esq.**  
**Shareholder**  
**Phone: (561) 820-2880 Fax: (561) 832-8987**  
**kdirektor@bplegal.com**

**Bank of America Centre**  
**625 N. Flagler Drive, 7th Floor**  
**West Palm Beach, Florida 33401**

March 21, 2014

**CORPORATE RECORDS BUREAU**  
**DIVISION OF CORPORATIONS**  
**Department of State**  
**P.O. Box 6327**  
**Tallahassee, FL 32301**

**RE: The Barrton Apartments, Inc.**

Dear Sir/Madam:

Enclosed herein please find an **original** and **one copy** of Articles of Amendment to the Articles of Incorporation of The Barrton Apartments, Inc., as well as a check in the amount of **\$43.75** to cover the cost of filing same and return of a stamped copy to my attention.

Thank you for your attention to this matter.

Very truly yours,



**Kenneth S. Direktor**  
For the Firm

KSD/ebd  
Enclosures

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

14 MAR 25 PM 1:05

**ARTICLES OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION OF  
THE BARRTON APARTMENTS, INC.**

The undersigned officers of **The Barrton Apartments, Inc.** do hereby certify that the following amendments to the Articles of Incorporation of said corporation are a true and correct copy as amended, pursuant to Article IX thereof, by the membership at a duly called and noticed meeting of the members held November 4, 2013 and adjourned to and reconvened on January 6, 2014. The amendments were adopted by the members on January 6, 2014 and the number of votes cast for the amendments was sufficient for approval.

**AMENDMENTS TO THE  
ARTICLES OF INCORPORATION OF  
THE BARRTON APARTMENTS, INC.**

(Additions shown by "underlining",  
deletions shown by "~~strikeout~~")

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, thereby associate themselves together to form a corporation not for profit under Chapter 617, Florida Statutes 1969, and certify as follows:

**ARTICLE I. NAME**

The name of this corporation shall be THE BARRTON APARTMENTS, INC., a condominium, and for convenience the corporation shall herein be referred to as the Association.

**ARTICLE II. PURPOSE**

The purpose for which the Association is organized is as follows:

1) A condominium known as THE BARRTON APARTMENTS being constructed upon the following lands in Palm Beach County, Florida:

Lot 12, Block 1, less the West 303.23 feet of the North 75.0 feet thereof, and less the West 5.0 feet thereof, together with Lots 1, 2, 3, 4, 5, 6, 7, 8, 9, 10 and 11, Block 12, less the West 5.0 feet thereof, all lying and being as shown in the Plat of Osceola Park, Delray Beach, Florida, as recorded in Plat Book 3, on Page 2,

Public Records of Palm Beach County, Florida, less the following described parcel: BEGIN at the Southwest corner of Lot 11, Block 12, Plat of Osceola Park, Delray Beach, Florida, as recorded in Plat Book 3, on Page 2, Public Records of Palm Beach County, Florida; thence run East along the South line of said Lot 11, a distance of 204.00 feet to a point; thence along a line, making an angle of 60°39'52" through the Northwest from the previous course, a distance of 229.35 feet to a point in the North line of Lot 4, said Block 12; thence run West, along the said North line of Lot 4, a distance of 90.0 feet to the Northwest corner of said Lot 4; thence run South, along the West line of said Block 12, a distance of 199.95 feet to the point of beginning, less the West 5.0 feet thereof.

A portion of Block 12, Osceola Park, Delray Beach, Florida, as follows: BEGIN at the Southwest corner of Lot 11, Block 12, Plat of Osceola Park, Delray Beach, Florida, as recorded in Plat Book 3 on page 2, Public Records of Palm Beach County, Florida; thence run East along the South line of said Lot 11, a distance of 204.00 feet to a point; thence along a line, making an angle of 60°39'52" through the Northwest from the previous course, a distance of 229.35 feet to a point on the North line of Lot 4, said Block 12; thence run West, along the said North line of Lot 4, a distance of 90.00 feet to the Northwest corner of said Lot 4; thence run South along the West line of said Block 12; a distance of 199.95 feet to the point of BEGINNING, less the West 5.0 feet thereof.

2) This Association is organized for the purpose of providing a legal entity and a convenient form for administering the condominium by the Owners.

3) This Association shall make no distribution of income to its members, directors or officers.

### ARTICLE III. POWERS

1) The Association shall have all the common law and statutory powers of a corporation not for profit which are not in conflict with these Articles.

2) The Association shall have all of the powers reasonably necessary to carry out the purpose of the Association, including but not limited to the following:

a. The maintenance repair, replacement and operation of the condominium property.

b. The construction of additions or further improvements or the replacement or reconstruction after damage or casualty.

c. To make, levy and collect assessments against members to defray the costs of the condominium.

d. To use the proceeds of such assessments in the exercise of its powers and duties.

e. To make and amend reasonable regulations respecting the use of the property in the condominium; ~~provided, however, that all such regulations and amendments thereto shall be approved by not less than 66-2/3% of the votes of the entire membership of the Association before such shall become effective, except for the initial rules and regulations which are approved prior to sales.~~

f. To approve or disapprove members or proposed purchasers, lessees and mortgagees of apartments.

g. To take appropriate action and enforce by legal procedures the regulations, rules and provisions of the condominium documents and the Articles and By-Laws of this Association.

h. To delegate or contract for the performance of its powers and duties where delegation is not specifically prohibited.

i. To contract for the management of the condominium, or operation of portions of the common elements and to delegate to such contractor all powers and duties of the Association except such as are specifically required by the Declaration to have approval of the Board of Directors or the membership of the Association.

3) 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.

4) All funds and the titles of all properties acquired by the Association and the proceeds thereof shall be held in trust for the benefit of the members in accordance with the provisions of the condominium documents.

#### ARTICLE IV. TERM

The term of the Association shall be the life of the condominium unless the Association shall be terminated sooner in accordance with the Declaration of Condominium.

#### ARTICLE V. MEMBERS

1) All owners of the apartments in the condominium shall be members of the Association provided however, there shall only be one vote for each apartment where there is more than one owner.

2) Membership in the Association shall be established by the recording of the Public Records of Palm Beach County, Florida, of a deed or other instrument establishing title to an apartment in the condominium by a qualified owner and the delivery of a certified copy of such instrument to the Association. The membership of the prior owner shall be thereby terminated.

3) The share of a member in the funds and assets of the Association cannot be assigned or transferred in any manner except as an appurtenance to the apartment in the condominium.

#### ARTICLE ~~IV~~ VI. DIRECTORS

1) The affairs of the Association shall be managed by a Board of nine (9) Directors. All members of the Board of Directors shall be Members or spouses of Members.

2) Directors of the Association will be elected or appointed at the Annual Meeting of the Members in the manner determined by the By-Laws. Directors shall be members or the spouses of members of the Association and they may be removed or vacancies filled in the manner provided by the By-Laws.

~~3) The names and addresses of the first Board of Directors who shall hold office until their successors are elected or have qualified are as follows:~~

##### NAME

##### ADDRESS

~~E. Jack Barnes~~

~~1000 Lowry Street  
Delray Beach, Fla. 33444~~

~~Chas. C. Barr~~

~~86 MacFarlane Drive  
Delray Beach, Fla. 33444~~

Fred B. Devitt, Jr.

30 Southeast 4<sup>th</sup> Avenue  
Delray Beach, Fla. 33444

#### ARTICLE VII. OFFICERS

The affairs of the Association shall be administered by officers elected by the Board of Directors at its first meeting following the annual meeting of the members of the Association, which officers shall serve at the pleasure of the Board of Directors. ~~The names and addresses of the officers who shall serve until their successors are elected are as follows:~~

	NAME	ADDRESS
President	E. Jack Barns	1000 Lowry Street Delray Beach, Florida 33444
Secretary	Chas C. Barr	86 McFarlane Drive Delray Beach, Florida 33444
Treasurer	Fred B. Devitt, Jr.	30 Southeast 4 <sup>th</sup> Avenue Delray Beach, Florida 33444

#### ARTICLE VIII. BY LAWS

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

#### ARTICLE IX VIII. AMENDMENTS

Amendments to the Articles of Incorporation shall be proposed and adopted in the following manner:

1) A notice of the subject matter of proposed amendment shall be included in the notice of any meeting at which a proposal amendment is considered.

2) A resolution approving a proposed amendment may be made by either the Board of Directors or by the membership of the Association and after approval by either such body it must be approved by the other. Such approval must be by a majority of all the Directors and by not less than 66-2/3% of the members of the Association. ~~Directors and members may give their approval in writing when not present at the meetings.~~

3) A copy of each amendment shall be certified by the Secretary of State and recorded in the Public Records of Palm Beach County, Florida.

ARTICLE ~~X~~ IX. 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 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, or any settlement thereof, whether or not he is a Director or Officer at the time such expense is incurred, except in such cases wherein the Director or Officer is adjudged guilty of misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement the indemnification herein shall only apply 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 Director or officer shall be entitled.

ARTICLE ~~XI~~ X. SUBSCRIBERS

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

NAME	ADDRESS
E. Jack Burns	1000 Lowry Street Delray Beach, Florida 33444
Charles C. Barr	86 MacFarlane Drive Delray Beach, Florida 33444
Fred B. Devitt, Jr.	30 Southeast 4 <sup>th</sup> Avenue Delray Beach, Florida 33444

WITNESS my signature hereto this 17<sup>th</sup> day of February, 2014, at Delray Beach, Palm Beach County, Florida.

Barbara Lederberg  
Witness  
Paul Lederberg  
Witness

THE BARRTON APARTMENTS, INC.

BY: [Signature] (SEAL)  
President

ATTEST: Bonnie Mercedes (SEAL)  
Secretary

[Notary page to follow]

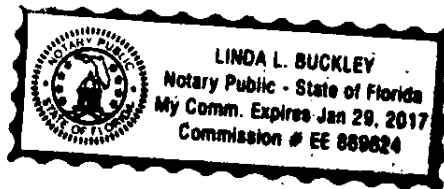


STATE OF FLORIDA :  
COUNTY OF PALM BEACH :

The foregoing instrument was acknowledged before me this 17<sup>th</sup> day of FEBRUARY 2014, by JAMES GRASSO and BERNICE MARCUS, as PRESIDENT and SECRETARY, respectively, of The Barrton Apartments, Inc., a Florida not-for-profit corporation, on behalf of the corporation. They are personally known to me, or have produced \_\_\_\_\_ identification and did take an oath. If no type of identification is indicated, the above-named persons are personally known to me.

Linda L Buckley (Signature)  
LINDA L BUCKLEY (Print Name)  
Notary Public, State of Florida at Large

My Commission Expires:



ACTIVE: 5409650\_1