

721794

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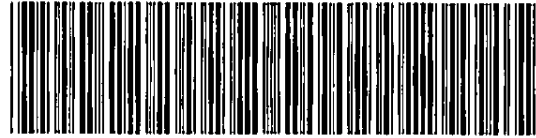
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AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
REALTORS® OF THE PALM BEACHES AND GREATER FORT LAUDERDALE, INC.

ENTITY NO. 721794

ARTICLE I

REALTORS® OF THE PALM BEACHES AND GREATER FORT LAUDERDALE, INC. (the "Corporation") hereby adopts these Amended and Restated Articles of Incorporation, pursuant to Florida Statute Section 617.1006.

ARTICLE II

The principal business address and mailing address of the Corporation is 1 Harvard Circle, Suite 102, West Palm Beach, FL 33409.

ARTICLE III

The Corporation is organized as a Florida not for profit corporation under Florida Statutes Chapter 617. The purpose of the Corporation is to provide professional services to its members in all matters pertaining to real estate, to promote the interests of the real estate industry and real estate professionals, and to promote the standards of conduct of the National Association of Realtors®. The territorial jurisdiction of the Corporation shall be the geographic area described in **Exhibit 'A'** attached hereto representing a combination of the territories of REALTORS® OF THE PALM BEACHES AND GREATER FORT LAUDERDALE, INC. and the SOUTH BROWARD BOARD OF REALTORS, INC. as a result of the merger of the operations of the companies pursuant to a Plan of Merger dated June 5th, 2019 (the "Plan of Merger").

Pursuant to the Plan of Merger, the SOUTH BROWARD BOARD OF REALTORS, INC. will be a wholly owned subsidiary of the Corporation as of the Effective Date, and all members of the SOUTH BROWARD BOARD OF REALTORS, INC. will be members of REALTORS® OF THE PALM BEACHES AND GREATER FORT LAUDERDALE, INC. as of the Effective Date.

ARTICLE IV

The officers of the Corporation, the number of directors, and the method of election of directors shall be stated in the bylaws of the Corporation.

ARTICLE V

The street address of the registered office of the Corporation is 100 N.E. Third Avenue, Suite 1000, Fort Lauderdale, Florida 33301, and the name of the registered agent of the Corporation at that address is Stephen J. Simmons.

ARTICLE VI

This Amended and Restated Articles of Incorporation amends and restates in their entirety the existing Articles of Incorporation of the Corporation as previously amended. This Amended and Restated Articles of Incorporation has been adopted pursuant to the Plan of Merger dated May 31, 2019 approved by the Board of Directors and the members of both the REALTORS® OF THE PALM BEACHES AND GREATER FORT LAUDERDALE, INC. and the SOUTH BROWARD BOARD OF REALTORS, INC.

ARTICLE VII

The effective date ("Effective Date") of these Amended and Restated Articles of Incorporation is June 5th, 2019.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of
Incorporation this 7th day of June, 2019.

REALTORS® OF THE PALM BEACHES AND
GREATER FORT LAUDERDALE, INC.

By: [Signature]
Name: Jeff Levine
Title: President

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 7th day of June, 2019, by
Jeff Levine, as President of REALTORS® OF THE PALM BEACHES AND GREATER FORT
LAUDERDALE, INC., who ✓ is personally known to me or who has produced a Florida
driver's license as identification.



[Signature]
Notary Public - State of Florida
My Commission Expires: 9-24-2021
Commission Number: GG 108666

I, STEPHEN J. SIMMONS, hereby accept the designation of Registered Agent for service of process upon REALTORS® OF THE PALM BEACHES AND GREATER FORT LAUDERDALE, INC., a corporation within the State of Florida, pursuant to Florida Statutes 617.0501. I am familiar with and accept the obligations of that position.

DATED this 7th day of June, 2019.



STEPHEN J. SIMMONS

EXHIBIT "A"

EXHIBIT A

COMBINED JURISDICTIONAL DESCRIPTION OF REALTORS® OF THE PALM BEACHES AND GREATER FORT LAUDERDALE, INC. AND SOUTH BROWARD BOARD OF REALTORS®, INC.

All communities within St. Lucie County, Florida, which in accord with §7.59, Florida Statutes, is more particularly described as follows:

Beginning on the eastern boundary of the State of Florida at a point where the north section line of section thirteen, township thirty-seven south, range forty-one east, produced easterly, would intersect the same; thence westerly on the north line of said section and other sections to the northwest corner of section eighteen, township thirty-seven south, range forty-one east; thence south along the range line between ranges forty east and forty-one east which is concurrent with the St. Lucie County and Martin County boundary lines to the intersection with the north line of the south 508.15 feet of the northeast quarter of section twenty-four, township thirty-seven south, range forty east; thence west along the south 508.15-foot line of the northeast quarter of section twenty-four, township thirty-seven south, range forty east and concurrent with the municipal boundary line of the City of Port St. Lucie to the intersection of the east 924.15-foot line of section twenty-four, township thirty-seven south, range forty east; thence south along the east 924.15-foot line of section twenty-four, township thirty-seven south, range forty east and continuing along the municipal boundary line of the City of Port St. Lucie, to the intersection of the south line of the northeast quarter of section twenty-four, township thirty-seven south, range forty east; thence west along the south line of the northeast quarter of section twenty-four, township thirty-seven south, range forty east to the intersection with the west edge of Howard Creek; thence southerly and along with the west edge of Howard Creek being concurrent with the municipal boundary line of the City of Port St. Lucie to the intersection of the north shore of the north fork of the St. Lucie River and the west edge of Howard Creek as concurrent with the City of Port St. Lucie municipal boundary; thence departing said north shore of the north fork of the St. Lucie River and the municipal boundary line of the City of Port St. Lucie, a bearing direction (State Plane Coordinate System, Florida East Zone) of south 45 degrees, 16 minutes west, 2,355 feet more or less, to a point within the body of water of the north fork of the St. Lucie River; thence departing said point a bearing direction (State Plane Coordinate System, Florida East Zone) of south 41 degrees, 4 minutes east, 6,155 feet more or less to a point located in the body of the north fork of the St. Lucie River which intersects with the west line of section thirty, township thirty-seven south, range forty-one east; thence south 6,459 feet along the west line of sections thirty and thirty-one, township thirty-seven south, range forty-one east, to the intersection with the township line between townships thirty-seven and thirty-eight south; also being the southwest corner of section thirty-one, township thirty-seven, range forty-one east; thence west on the said township line to the range line dividing ranges thirty-six and thirty-seven east; thence north on said range line, concurrent with the east boundary of Okeechobee County,

to the northwest corner of township thirty-four south, range thirty-seven east; thence east on the township line dividing townships thirty-three and thirty-four south, to the Atlantic Ocean; thence continuing easterly to the eastern boundary of the State of Florida; thence southerly along said east boundary, including the waters of the Atlantic Ocean within the jurisdiction of the State of Florida, to the place of beginning;

TOGETHER WITH:

The communities of Atlantis, Belle Glade, Briny Breezes, Boca Raton, Boynton Beach, Cloud Lake, Lox Grove, Delray Beach, Golfview, Greenacres City, Glenridge, Gulfstream, Haverhill, Highland Beach, Hypoluxo, Lake Clarke Shores, Lake Park, Lake Worth, Lantana, Manalapan, Mangonia Park, North Palm Beach, Ocean Ridge, Palm Beach Gardens, Palm Beach Shores, Palm Springs, Pahokee, Riviera Beach, Royal Palm Estates, South Bay, South Palm Beach, Village of Golf, Village of Royal Palm Beach, Wellington and West Palm Beach, lying within and including the rest and remainder of unincorporated Palm Beach County, Florida, which in accord with §7.50, Florida Statutes, is more particularly described as follows:

Beginning on the east boundary of Florida at a point where the south boundary of township forty-seven south, of range forty-three east, produced easterly would intersect the same; thence westerly on said township line to its intersection with the axis or center line of the Hillsborough State Drainage Canal as at present located and constructed; thence westerly along the center line of said canal to its intersection with the range line dividing ranges forty and forty-one east; thence south on the range line dividing ranges forty and forty-one, township forty-seven south, to the northeast corner of section twenty-five of township forty-seven south, range forty east; thence due west on the north boundary of the sections numbered from twenty-five to thirty, inclusive, of townships forty-seven south, ranges thirty-seven to forty east, inclusive, as the same have been surveyed or may hereafter be surveyed by the authority of the Board of Trustees of the Internal Improvement Trust Fund, to the northwest corner of section thirty, township forty-seven south, range thirty-seven east; thence continuing due west to the range line between ranges thirty-four and thirty-five east, and the east boundary of Hendry County; thence north on said range line, concurrent with the east boundary of Hendry County, to the south shore of Lake Okeechobee; thence continuing north on said range line to the northeast corner of section thirty-six, township forty south, range thirty-four east; thence easterly parallel to and one mile north from the township line dividing townships forty and forty-one south to where the south boundary of section twenty-six, township forty south, range thirty-seven east intersects the normal water level on the boundary of Lake Okeechobee; thence east on the south boundary line of said section twenty-six and other sections across ranges thirty-seven, thirty-eight and thirty-nine, forty, forty-one and forty-two east, to the east line of section twenty-eight, township forty south, range forty-two east; thence north on said east section line to the north line of said section twenty-eight; thence east on the section line between sections twenty-two and twenty-seven of township forty south, range forty-two east, and other sections to the waters of the Atlantic Ocean; thence easterly to the eastern boundary of Florida; thence southward along the coast,

including the waters of the Atlantic Ocean within the jurisdiction of the State of Florida, to the place of beginning;

LESS AND EXCEPT:

Any portion of the foregoing described lands which is situated, lying and being within the communities Tequesta, Jupiter, Juno Beach and the Town of Palm Beach.

TOGETHER WITH:

All communities within Broward County, Florida, which in accord with §7.06, Florida Statutes, is more particularly described as follows:

The boundary lines of Broward County are as follows: Beginning on the east boundary of the State of Florida at a point where the south boundary of township forty-seven south of range forty-three east, produced easterly, would intersect the same; thence westerly on said township boundary to its intersection with the axis or center line of Hillsborough State Drainage Canal, as at present located and constructed; thence westerly along the center line of said canal to its intersection with the range line dividing ranges forty and forty-one east; thence south on the range line dividing ranges forty and forty-one east, of township forty-seven south, to the northeast corner of section twenty-five of township forty-seven, south, of range forty east; thence due west on the north boundaries of the sections numbered from twenty-five to thirty, inclusive, of townships forty-seven south, of ranges thirty-seven to forty east, inclusive, as the same have been surveyed, or may hereafter be surveyed, by the authority of the Board of Trustees of the Internal Improvement Trust Fund, to the northwest corner of section thirty of township forty-seven south, of range thirty-seven east; thence continuing due west to the range line between ranges thirty-four and thirty-five east; thence southerly on the range line dividing ranges thirty-four and thirty-five east, to the southwest corner of township fifty-one south, of range thirty-five east; thence east following the south line of township fifty-one south, across ranges thirty-five, thirty-six, thirty-seven, thirty-eight, thirty-nine and forty, to the southwest corner of township fifty-one south of range forty-one east; thence north on the range line dividing ranges forty and forty-one to the northwest corner of section thirty-one of township fifty-one south, of range forty-one east; thence east on the north boundary of section thirty-one and other sections to the waters of the Atlantic Ocean; thence easterly to the eastern boundary of the State of Florida; thence northerly along said eastern boundary to the point of beginning. In addition, the boundary lines of Broward County include the following: Begin at the northwest corner of section thirty-five, township fifty-one south, range forty-two east, Miami-Dade County, Florida; thence, southerly following the west line of section thirty-five, township fifty-one south, range forty-two east to the intersection with a line which is two hundred and thirty feet south of and parallel to

the north line of section thirty-five, township fifty-one south, range forty-two east; thence, easterly following the line which is two hundred and thirty feet south of and parallel to the north line of section thirty-five, township fifty-one south, range forty-two east, to the intersection with the west boundary line of the Town of Golden Beach; thence, northerly following the west boundary line of the Town of Golden Beach to the intersection with the north line of section thirty-five, township fifty-one south, range forty-two east; thence, westerly following the north line of section thirty-five, township fifty-one south, range forty-two east to the point of beginning.