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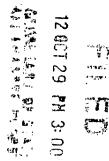
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GELFAND & ARPE, P.A.

MICHAEL J. GELFAND* MARY C. ARPE

ILISA L[®]CAPILTON TANIQUE G. LER

* BOARD CERTIFIED REAL ESTATE LAWYER

A T T O R N E Y S A T L A W REGIONS FINANCIAL TOWER 1555 PALM BEACH LAKES BLVD, SUITE 1220 WEST PALM BEACH, FL 3340;

> (561) 655-6224 FACSIMILE (561) 655-1361 www.gelfandarpe.com

BY APPOINTMENT:

COMPSON FINANCIAL CENTER 980 NORTH FEDERAL HIGHWAY SUITE 434 BOCA RATON, FL

REPLY TO WEST PALM BEACH

October 24, 2012

Florida Department of State, Division of Corporations Corporate Filings P.O. Box 6327 Tallahassee, FL 32314

Re: Boca Del Mar Improvement Association, Inc.

/Amendments (Director Election)

To Whom It May Concern:

Enclosed is Boca Del Mar Improvement Assoc's check no. 001725 in the amount of \$43.75 payable to Florida Dept of State Division of Corporations. Also enclosed are the Articles of Amendment to the Articles of Incorporation of Boca Del Mar Improvement Association, Inc.

Please accept the Articles of Amendment for filing. <u>Please provide the undersigned a certified copy of the Articles of Amendment.</u>

If there are any questions or comments, then please contact me or my assistant Tammy at 561-655-6224. Thank you in advance for your considerations.

Very truly yours,

Michael J. Gelfand For the Firm

MJG/sg Enclosures

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Boca Del Mar Improvement Association, Inc. via e-mail

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF BOCA DEL MAR IMPROVEMENT ASSOCIATION, INC.

FIRST: The name of the corporation is: BOCA DEL MAR IMPROVEMENT ASSOCIATION, INC.

SECOND: The corporation adopted amendments to its Articles of Incorporation, specifically to Article V entitled "Directors," Section "2" (the language added is underlined; the language deleted is struck out):

> Subsequent to the transition meeting, Directors of the ASSOCIATION shall be elected as provided in the ASSOCIATION's By-Laws in the month of January of each year at a time and place to be determined by the Board of Directors. Ninety days prior to the election of directors, the Board of Directors shall appoint a nominating committee comprised of seven (7) members, none of whom shall be directors or candidates for the Board. The committee shall nominate one person for each director seat up for election. Additional nominations may be submitted to the nominating committee by petition of 10% of the unit owners at least 60 days prior to the date of the election.

THIRD: The date of the adoption of the amendment by the corporation's board of directors was August 8, 2012.

FOURTH: The date of the adoption of the amendment by the corporation's members was October 8, 2012, and the number of votes cast for the amendment was sufficient for approval.

Dated: //e day of October, 2012.

Frank Lewis, President

STATE OF FLORIDA

COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this / day of October, 2012 by Frank Lewis and Anne Nebenzhal who are personally known to me or who has produced personally known is identification and who did take an oath that the matters contained therein were true and correct.



Notary Public, State of Florida

Serial Number:

My Commission Expires: