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SECRETARY OF STATE
TALLAHASSEE FLORIDA
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January 28, 1997

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

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-01/30/97--01045--004
*****35.00 *****35.00

Re: Articles of Amendment to Articles of Incorporation for Country Club Towers Association, Inc./Certificate of Resolution of the Board of Directors

Dear Sir/Madam:

Enclosed herewith please find an original and one copy of the Articles of Amendment and Certificate of Resolution for the above-referenced Association together with check no. 6012 in the amount of \$35.00 for filing of same.

Please return a "Filed" copy of these documents to me at your earliest convenience. Thank you for your attention to this matter.

Very truly yours,

Robert Rubinstein
ROBERT RUBINSTEIN
For the Firm

RR/pah
Enclosures
cc: Board of Directors

Amend

VS FEB 5 1997

BECKER & POLIAKOFF, P.A.

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
FOR
COUNTRY CLUB TOWERS ASSOCIATION, INC.

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TALLAHASSEE FLORIDA

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted:

See Amendments attached hereto and incorporated herein by reference.

SECOND: The date of adoption of the amendment(s) was:

November 19, 1996

THIRD: Adoption of Amendment:

The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.

Dated 1-25-97, 1996:

Country Club Towers Association, Inc.

Martha Griffith
(Chairman, Vice-Chairman, President or other officer)

Martha Griffith
Typed or printed name

President
Title

**CERTIFICATE
OF
RESOLUTION OF THE BOARD OF DIRECTORS**

The undersigned, being the Secretary of Country Club Towers Association, Inc., a not-for-profit Florida corporation, hereby certifies that on the 19th day of November, 1996, at a duly called meeting of the Board of Directors of said Corporation, in which a quorum was present, a majority of the Board, in accordance with Florida Statute, Section 617.1002(1) (a), approved and adopted the following resolution and directed that said resolution be submitted to a vote at a meeting of members:

BE IT RESOLVED, that Article II, Paragraph C and Article VI, Sections 1 and 3 of the Articles of Incorporation were amended as follows:

1. Article II, Paragraph C of the Articles of Incorporation is amended to read as follows:

C. To establish By-Laws for the operation of the Condominium Property, provide for the administration of the Association and ~~rules and regulations~~ Rules We Live By for governing the same, and enforce the provisions of the Condominium Act, the Declaration, these Articles of Incorporation and the By-Laws of the Association.

2. Article VI, Sections 1 and 3 of the Articles of Incorporation are amended to read as follows:

Section 1. The affairs and property of the Association shall be managed and governed by a Board of Directors composed of not less than ~~four (4)~~ three (3) nor more than Nine (9) persons. The first Board of Directors shall have three (3) members and in the future, the number will be determined from time to time in accordance with the Corporation's By-Laws.

Section 3. All officers shall be elected by the Board of Directors in accordance with the By-Laws at the regular annual meeting of the Board as established by the By-Laws. The Board of Directors shall elect from among the Members Board of Directors, a President, Vice President, Secretary, Treasurer, and such other officers as it shall deem advisable. ~~The President shall be elected from among the membership of the Board of Directors but no other officer need be a Director.~~

Dated: January 25, 1997

Philip G. Taylor
Philip Taylor, Secretary