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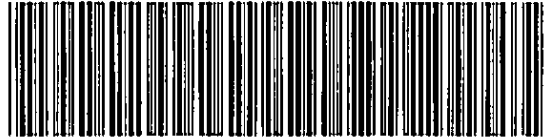
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SECRETARY OF STATE
TALLAHASSEE, FL

Amend

FEB 15 2022
I ALBRITTON

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
3200, INC.

FILED
2022 FEB - 4 PM 1:46
SECRETARY OF STATE
TALLAHASSEE, FL

The undersigned officers of **3200, 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 X thereof, by the membership at a duly called and noticed meeting of the members held December 2, 2021. The amendments were adopted by the members and the number of votes cast for the amendments was sufficient for approval.

SEE ATTACHED

WITNESS my signature hereto this 10 day of January, 2022, at
3200, Inc.

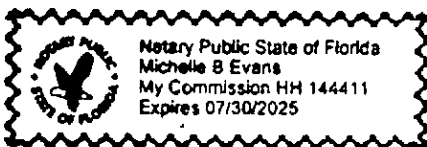
[Signature]
Witness
Gustavo Toranzo
(PRINT NAME)

3200, INC.

By: [Signature]
Michael Fierstein, President

STATE OF FL:
COUNTY OF Palm Beach:

The foregoing instrument was acknowledged before me by means of ☒ physical presence or ☐ online notarization this 10 day of January, 2022, by Michael Fierstein as President of **3200, Inc.**, a Florida not-for-profit corporation, on behalf of the corporation. He is personally known to me or has produced Personally Known as identification and did take an oath.



[Signature] (Signature)
Michelle Evans (Print Name)

Notary Public, State of FL at Large

WITNESS my signature hereto this 6th day of January, 2022, at
400 Broadhollow Rd Melville, NY.

E Indelli
Witness
Eric Indelli
(PRINT NAME)

3200, INC.

By: Susan Lipman
Susan Lipman, Secretary

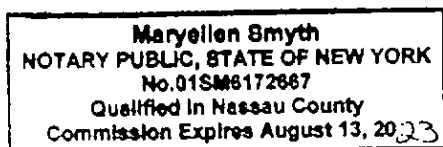
STATE OF NY :
COUNTY OF SUFFOLK :

The foregoing instrument was acknowledged before me by means of ☒ physical presence or ☐ online notarization this 6 day of January, 2022, by Susan Lipman as Secretary of **3200, Inc.**, a Florida not-for-profit corporation, on behalf of the corporation. She is personally known to me or has produced _____ as identification and did take an oath.

Maryellen Smyth (Signature)

MARYELLEN SMYTH (Print Name)

Notary Public, State of NY at Large



PROPOSED AMENDMENTS TO THE
ARTICLES OF INCORPORATION
OF
3200, INC.

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

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2021 FEB -14 PM 1:46
SECRETARY OF STATE
TALLAHASSEE, FL

WE, the undersigned, hereby associate ourselves together for the purpose of forming a non-profit corporation under the laws of the State of Florida, pursuant to Florida Statutes 617 Et Seq., and hereby certify as follows:

ARTICLE I.
NAME

The name of this corporation shall be: 3200, INC. For convenience, the Corporation shall be referred to in this instrument as the "Association" or the "Corporation," these Articles of Incorporation as the "Articles," and the By-Laws of the Association as the "By-Laws."

ARTICLE II.
PURPOSE

The general purpose of this non-profit Corporation shall be as follows: - To be the "Association": (as defined in the Condominium Act of the State of Florida, F.S. 711-718 Et Seq.), as amended from time to time, for the operation of ~~PATRIGIANS-OF-PALM BEACH-CONDOMINIUM-APARTMENTS~~ 3200, a Condominium, to be created pursuant to the provisions of the Condominium Act (the "Act"), and as such Association, to operate and administer said Condominium and carry out the functions and duties of said Condominium Association, as set forth in the Declaration of Condominium establishing said Condominium and Exhibits annexed thereto.

ARTICLE III.
DEFINITIONS

The terms used in these Articles shall have the same definitions and meaning as those set forth in the Declaration of Condominium ("Declaration") for the Condominium, and the By-Laws of the Association, unless herein provided to the contrary, or unless the context otherwise requires.

ARTICLE IV. POWERS

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

Section 1. General. The Association shall have all of the common law and statutory powers of a not-for-profit corporation under the laws of Florida, as amended from time to time, that are not in conflict with the provisions of these Articles or of the Act.

Section 2. Enumeration. The Association shall have all the powers and duties set forth in the Act (except as to variances in these Articles and the Declaration which are permitted by the Act), and all of the powers and duties reasonably necessary to operate the Condominium pursuant to its Declaration, and as they may be amended from time to time, including, but not limited to, the following:

A. To make and collect regular and special assessments and other charges against members as unit owners, and to use the proceeds thereof in the exercise of its powers and duties.

B. To buy, own, operate, lease, sell and trade both real and personal property as may be necessary or convenient in the administration of the Condominium and Association Property.

C. To maintain, repair, replace, reconstruct, add to, and operate the Condominium and other property acquired or leased by the Association for use by unit owners.

D. To purchase insurance upon the Condominium and Association Property and insurance for the protection of the Association, its officers, directors, and members as unit owners, and such other parties as the Association may determine in the best interest of the Association.

E. To make and amend reasonable rules and regulations for the maintenance, operation and use of the Condominium and Association Property and for all other lawful purposes.

F. To approve or disapprove the transfer, leasing, mortgaging, ownership, occupancy, and possession of units as may be provided by the Declaration.

G. To enforce by legal means the provisions of the Act, the Declaration, these Articles, the By-Laws, and the rules and regulations for the use of the Condominium and Association Property.

H. To contract for the management of the Condominium and Association Property, and to delegate to the party with whom such contract has been entered into all of the powers and duties of the Association, except (1) those which require specific approval of the Board of Directors or the membership of the Association; (2) those which are incapable of being delegated as same may be contrary to the Declaration or the By-Laws; (3) those which are contrary to the Statutes of the State of Florida; and (4) wherein a delegation is a power and duty which by its very nature is a decision or fiduciary responsibility to be made by the Board of Directors and is therefore not susceptible of delegation.

I. To employ personnel to perform the services required for proper operation of the Condominium and Association Property.

J. To enter into agreements with other parties for easements or sharing arrangements or recreational facilities as the Board of Directors may deem in the best interests of the Condominium and Association Property.

K. To borrow money on behalf of the Association, which must be approved by a majority of the entire Board, when required in connection with the operation, care, upkeep, alteration, and maintenance of the Common Elements and to allow assessments, special assessments, and lien rights to be used as collateral for the loan to the extent permitted by law, as amended from time to time.

Section 3. Assets of the Association. All funds and the titles of all properties acquired by the Association and their proceeds shall be held for the benefit and use of the members in accordance with the provisions of the Declaration, these Articles, and the By-Laws.

Section 4. Limitation. The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the Declaration and the By-Laws.

ARTICLE III V. MEMBERS

~~All persons who are owners of condominium parcels within said Condominium shall automatically be members of this Corporation. Such membership shall automatically terminate when such person is no longer the owner of a condominium parcel. Membership in this Corporation shall be limited to such condominium owners.~~

~~Subject to the foregoing, admission to and termination of membership shall be governed by the Declaration of Condominium that shall be filed for said Condominium among the Public Records of Palm Beach County, Florida.~~

Section 1. Membership. The members of the Association shall consist of all of the record owners of units in the Condominium; and, after termination of the Condominium, if same shall occur, the members of the Association shall consist of those who are members at the time of the termination, and their successors and assigns. Membership shall be established by the acquisition of ownership of fee title to, or fee interest in, a Condominium Parcel in the Condominium, whether by conveyance, devise, judicial decree, or otherwise subject to the provisions of the Declaration, and by the recordation amongst the Public Records of Palm Beach County, Florida, of the deed or other instrument establishing the acquisition and designating the parcel affected thereby, and by the delivery to the Association of a true copy of such deed or other instrument. The new owner designated in such deed or other instrument shall thereupon become a member of the Association, and the membership of the prior owner as to the parcel designated shall be terminated.

Section 2. Assignment. The share of a member in the funds and assets of the Association, in its common elements and its common surplus, and membership in this Association, cannot be assigned, hypothecated or transferred in any manner except as an appurtenance to the unit for which that share is held.

Section 3. Voting. On all matters upon which the membership shall be entitled to vote, the vote for each unit shall be as specified in the Declaration. Said votes shall be exercised or cast in the manner provided by the Declaration and By-Laws. Any person or entity owning more than one (1) unit shall be entitled to the cumulative total of votes allocated to units owned.

Section 4. Meetings. The By-Laws shall provide for an annual meeting of members, and may make provision for regular and special meetings of members other than the annual meeting.

ARTICLE VIV. TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VII. SUBSCRIBERS

The names and residences of the Subscribers to these Articles of Incorporation are as follows:

WILLIAM DONNER	1663 South State Road 7, Pompano Beach, Florida 33068
EDWARD DONNER	3545 South Ocean Boulevard, Palm Beach, Florida
JOHN C. WEBER	245 Gleneagle Drive, Atlantis, Florida

ARTICLE VIII.
DIRECTORS

Section 1. The affairs of the Corporation shall be managed and governed by a Board of Directors composed of the number of Directors determined by the By-Laws, not less than three (3) nor more than the number specified by the By-Laws, and in the exact number of persons as specified in said By-Laws. ~~The Directors, subsequent to the first Board of Directors, shall be elected at the annual meeting of the membership, for a term of one (1) year, or until their successors shall be elected and shall qualify. Provisions for such election, and provisions respecting the removal, disqualification and resignation of Directors, and for filling vacancies on the Directorate, shall be established by the By-Laws.~~ 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.

Section 2. Duties and Powers. All of the duties and powers of the Association existing under the Act, the Declaration, these Articles and the By-Laws shall be exercised exclusively by the Board of Directors, its agents, contractors or employees, subject only to approval by unit owners when that is specifically required.

Section 2. ~~The principal Officers of the Corporation shall be:~~

~~_____ President
_____ Vice President
_____ Secretary
_____ Treasurer~~

~~(the last two officers may be combined), who shall be elected from time to time, in the manner set forth in the By-Laws adopted by the Corporation.~~

ARTICLE VII IX.
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 of the Association 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 By-Laws may provide for the removal from office of officers, for filling vacancies, and for the duties of the officers. The names of the Officers who are to serve until the first election of Officers, pursuant to the terms of the Declaration of Condominium and By-Laws, are as follows:

~~_____ WILLIAM DONNER _____ President
_____ EDWARD DONNER _____ Vice President
_____ JOHN C. WEBER _____ Secretary~~

~~_____EUGENE MAYER_____Treasurer~~

~~ARTICLE VIII.~~

~~_____The following persons shall constitute the first Board of Directors, and shall serve until the first election of the Board of Directors at the first regular meeting of the membership.~~

~~WILLIAM DONNER_____1663 South State Road 7, Pompano Beach, Florida
33068
EDWARD DONNER_____3545 South Ocean Boulevard, Palm Beach, Florida
JOHN C. WEBER_____245 Gleneagle Drive, Atlantis, Florida~~

~~ARTICLE IX.~~

~~_____The By-Laws of the Corporation shall initially be made and adopted by its first Board of Directors.~~

~~_____Prior to the time the property described in Article II hereinabove has been submitted to Condominium ownership by the filing of the Declaration of Condominium, said first Board of Directors shall have full power to amend, alter or rescind said By-Laws by a majority vote.~~

~~_____After the property described in Article II hereinabove has been submitted to Condominium ownership by the filing of the Declaration of Condominium, the By-Laws may be amended, altered, supplemented or modified by the membership at the Annual Meeting, or at a duly convened special meeting of the membership, attended by a majority of the membership, by vote, as follows:~~

~~A._____If the proposed change has been approved by the unanimous approval of the Board of Directors, then it shall require only a majority vote of the total votes of the membership to be adopted.~~

~~B._____If the proposed change has not been approved by the unanimous vote of the Board of Directors, then the proposed change must be approved by three-fourths (3/4ths) of the total vote of the membership;~~

~~Provided, however, that (1)_____prior to the first Annual Meeting of the membership, the By-Laws may not be amended without a prior resolution requesting said Amendment by the Board of Directors of the Association; (2)_____subsequent to the first Annual Meeting of the membership, the By-Laws may not be amended without the approval of the Board of Directors of the Association, unless the proposed Amendment shall be filed in writing with the Secretary or President, not less than ten (10) days prior to the membership meeting at which such Amendment is to be voted upon. The By-Laws may only be amended with~~

~~the written approval of the Management Firm referred to in the said Declaration of Condominium, as long as the Management Agreement remains in effect, and the written approval of the Lessor under the Long Term Lease referred to in said Declaration, and the written approval of the Developer referred to in said Declaration, where said Amendment changes the rights and privileges of the aforesaid Management Firm, Lessor and Developer.~~

ARTICLE X. AMENDMENTS

Section 1. Adoption. Amendments to these Articles of Incorporation may be proposed by any member or director, and shall be adopted in the same manner as is provided for the amendment of the By-Laws, ~~as set forth in Article IX above.~~

Section 2. Limitation. No amendment shall make any changes in the qualifications for membership nor in the voting rights or property rights of members.

Section 3. Scrivener's Errors. Scrivener's errors may be corrected by a vote of the Board without the necessity of membership approval.

Section 4. Recording. Said amendment(s) shall be effective when a copy thereof, together with an attached certificate of its approval by the membership, sealed with the Corporate Seal, signed by the Secretary or an Assistant Secretary, and executed and acknowledged by the President or Vice President, has been filed with the Secretary of State, and all filing fees paid.

ARTICLE XI.

~~This corporation shall have all of the power set forth in Florida Statute 617.021, all of the powers set forth in the Condominium Act of the State of Florida, and all powers granted to it by the Declaration of Condominium and Exhibits annexed thereto.~~

ARTICLE XI. INDEMNIFICATION

Section 1. Indemnity. To the fullest extent permitted by Florida law:

(A) The Association shall indemnify any person who is or was a party to any proceeding by reason of the fact that he or she is or was a Director, officer, committee member or employee of the Association against liability incurred in connection with such proceeding.

(B) The Association shall indemnify any person who is a party to any proceeding brought by or in the right of the corporation, by reason of the fact that he or

she is or was a Director, officer, committee member or employee of the Association against liability incurred in connection with such proceeding.

(C) The foregoing indemnity shall include, without limitation, costs and attorney's fees incurred and amounts paid in settlement not exceeding, in the judgment of the Board of Directors, the actual and reasonable expenses incurred in connection with the defense or settlement of such proceeding, including appeal thereof.

Section 2. Limitations. The foregoing indemnity obligations shall be subject to such limitations and restrictions as are now or hereafter set forth in the applicable Statutes.

Section 3. Inclusions. The indemnification provided for herein shall include any threatened, pending or contemplated action, suit or proceeding, whether civil, criminal, administrative or investigative, whether formal or informal, any appeal in any such action, suit or proceeding, and any inquiry or investigation that might lead to such an action, suit or proceeding.

Section 4. Recovery of Expenses. Expenses incurred by any person entitled to indemnification hereby shall be paid in advance of the final disposition of the proceeding upon receipt of any undertaking acceptable to the Association, by on or behalf of such person to repay such amount if he or she is ultimately found not to be entitled to indemnification pursuant to law.

Section 5. Non-exclusive. The indemnification and advancement of expenses provided pursuant to this section are not exclusive, and, to the extent permitted by law, the Association may make any other or further indemnification or advancement of expenses if approved by a majority of the disinterested Directors or vote of the members, or as permitted under any By-Law or agreement, to the extent permitted by law.

Section 6. Application for Indemnity. Nothing herein is intended to restrict a party's authority, as provided by law, to apply for indemnification or advancement of expenses, or both, to the court conducting the proceeding, to the circuit court, or to another court of competent jurisdiction.

ARTICLE XII.

There shall be no dividends paid to any of the members, nor shall any part of the income of the corporation be distributed to its Board of Directors or Officers. In the event there are any excess receipts over disbursements, as a result of performing services, such excess shall be applied against future expenses, etc. The Corporation may pay compensation in a reasonable amount to its members, directors and officers, for services rendered, may confer benefits upon its members in conformity with its purposes, and upon dissolution or final liquidation, may make distribution to its members as is permitted

by the Court having jurisdiction thereof, and no such payment, benefit or distribution shall be deemed to be a dividend or distribution of income.

This Corporation shall issue no shares of stock of any kind or nature whatsoever. Membership in the Corporation and the transfer thereof, as well as the number of members, shall be upon such terms and conditions as provided for in the Declaration of Condominium and By-Laws. The voting rights of the owners of parcels in said Condominium property shall be as set forth in the Declaration of Condominium and/or By-Laws.

ARTICLE XIII.
REGISTERED OFFICE ADDRESS
AND NAME OF REGISTERED AGENT

The street address of the initial registered office of this corporation is ~~4663 South State Road 7, Pompano Beach, Florida 33068~~ 3200 S. Ocean Boulevard, C504, Palm Beach, Florida 33480-2657 and the name of the initial registered agent of this corporation at that address is ~~William Donner~~ Michael Fierstein.