

739784

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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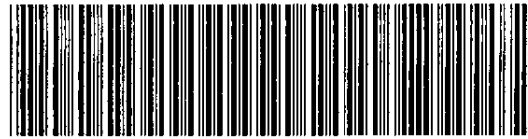
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11 MAY 26 PM 3:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Restated*  
C.COULLIETTE  
MAY 26 2011  
EXAMINER

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: Palm Beach Biltmore Condominium Association, Inc.

DOCUMENT NUMBER: 739784

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

David St. John, Esq.

(Name of Contact Person)

St. John Rossin Burr & Lemme, PLLC

(Firm/ Company)

1601 Forum Place, Suite 701

(Address)

West Palm Beach, Florida 33401

(City/ State and Zip Code)

generalmanager@pbbiltmore.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

David St. John

(Name of Contact Person)

at ( 561 ) 655-8994

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &  
Certificate of Status

☐ \$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)

☐ \$52.50 Filing Fee  
Certificate of Status  
Certified Copy  
(Additional Copy  
is enclosed)

**Mailing Address**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

February 8, 2011

DAVID ST JOHN, ESQ  
ST. JOHN ROSSIN BURR & LEMME, PLLC  
1601 FORUM PLACE, STE 701  
WEST PALM BEACH, FL 33401

SUBJECT: PALM BEACH BILTMORE CONDOMINIUM ASSOCIATION, INC.  
Ref. Number: 739784

We have received your document for PALM BEACH BILTMORE CONDOMINIUM ASSOCIATION, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

As per phone call on 02-08-11, please remove verbage of "Declaration" from your amendment filing and return for filing.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6903.

Cheryl Coulliette  
Regulatory Specialist II

Letter Number: 911A00003270

RECEIVED

11 MAY 26 AM 9:43

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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Clifton Building  
2661 Executive Center Circle  
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Articles of Amendment  
to  
Articles of Incorporation  
of

Palm Beach Biltmore Condominium Association, Inc.

(Name of Corporation as currently filed with the Florida Dept. of State)

739784

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

**A. If amending name, enter the new name of the corporation:**

*The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.*

**B. Enter new principal office address, if applicable:**

*(Principal office address MUST BE A STREET ADDRESS)*

**C. Enter new mailing address, if applicable:**

*(Mailing address MAY BE A POST OFFICE BOX)*

**D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:**

Name of New Registered Agent:

New Registered Office Address:

*(Florida street address)*

*(City)*

*Florida*

*(Zip Code)*

**New Registered Agent's Signature, if changing Registered Agent:**

*I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.*

*Signature of New Registered Agent, if changing*

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11 MAY 26 PM 3:57  
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TALLAHASSEE, FLORIDA

**If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:**

*(Attach additional sheets, if necessary)*

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove
		_____	
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove
		_____	
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove
		_____	

**E. If amending or adding additional Articles, enter change(s) here:**

(attach additional sheets, if necessary). (Be specific)

Typo's corrected and attached as Restated Articles of Incorporation

[illegible]

The date of each amendment(s) adoption: January 14, 2011  
(date of adoption is required)

Effective date if applicable: \_\_\_\_\_  
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- ☐ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- ☒ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated

1-14-11

Signature

(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Robb Allan

(Typed or printed name of person signing)

President

(Title of person signing)

FILED  
11 MAY 26 PM 3:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## **RESTATED ARTICLES OF INCORPORATION**

### **OF**

### **PALM BEACH BILTMORE CONDOMINIUM ASSOCIATION, INC.**

The undersigned subscribers, desiring to form a corporation not for profit under Chapter 617, Florida Statutes, as amended, hereby adopt the following Articles of Incorporation:

#### **ARTICLE I**

The name of the corporation shall be PALM BEACH BILTMORE CONDOMINIUM ASSOCIATION, INC., hereinafter referred to as the "Association."

#### **ARTICLE II**

Terms used herein shall have the meanings ascribed to them in the Declaration referred to below, unless the context indicates otherwise.

#### **ARTICLE III**

The purposes for which the Association is formed are:

(a) The specific and primary purposes are to administer, operate, manage and supervise the property and affairs of the PALM BEACH BILTMORE CONDOMINIUM, located in the Town of Pam Beach, Palm Beach County, Florida.

(b) The general purposes and powers are:

1. To promote the common good, health, safety and general welfare of all of the residents of the Condominium;

2. To exercise all of the powers and privileges and to perform all of the duties and obligations of the Association arising from the Declaration of Condominium (the "Declaration"), as amended from time to time, and recorded or to be recorded in the Public Records of Palm Beach County, Florida;



3. To enforce applicable provisions of the Declaration, the By-Laws and the Rules and Regulations of the Association; to fix, levy, collect and enforce payment by any lawful means of all charges or assessments pursuant to the terms of the Declaration; to contract for and pay all expenses in connection with the maintenance, gardening, utilities, materials, supplies and services relating to the Recreation Facilities and other Common Elements (as defined in the Declaration); to employ personnel reasonably necessary for administration and control of the Condominium and Recreation Facilities, including lawyers and accountants where appropriate; and to acquire approximately 26,250 square feet of vacant land located to the south of the property, as described in Exhibit H to the Declaration; and to pay all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes and special assessments which are or would become a lien on any portion of the Recreation Facilities or other Common Elements;

4. To have and to exercise any and all powers, rights and privileges, including the right to hold title to property, real or personal, and the right to delegate powers as permitted by law, which a corporation organized under Chapter 617, Florida Statutes, may now or hereafter have or exercise.

The foregoing statement of purposes shall be construed as a statement both of purposes and of powers, and purposes and powers in each clause shall not be limited or restricted by reference or inference from the terms or provisions of any other clause, but shall be broadly construed as independent purposes and powers. Notwithstanding any of the above statements of purposes and powers, the Association shall not, to a substantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of the Association.

#### **ARTICLE IV**

The qualifications for membership in the Association are as follows: Every person or entity who is a record owner of a fee or undivided fee interest in any Unit which is subject under the Declaration to assessment by the Association, including contract sellers, but excluding persons or entities holding title merely as security for performance of an obligation, shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership to a Unit which is subject to assessment by the Association. The Declarant shall also be a member for a period set forth in the Declaration and the By-Laws of the Association. The manner of admission of members shall be automatic if the qualifications for membership are met as aforesaid.

#### **ARTICLE V**

The Association shall have perpetual existence.

## **ARTICLE VI**

The affairs of the Association shall be managed by a Board of Directors as provided in the By-Laws, but not less than three (3) nor more than nine (9).

The names and addresses of the members of the first Board of Directors of the Association (which shall be three), who shall hold office until the first election thereafter are as follows:

Stanley J. Harte	249 Royal Palm Way, Palm Beach, Fla. 33480
Leon Katz	249 Royal Palm Way, Palm Beach, Fla. 33480
Eugene Lawrence	205 Worth Avenue, Palm Beach, Fla. 33480

Except for the first Board of Directors and unless otherwise provided in the By-Laws or in the Declaration, Directors shall be elected by the members of the Association at the annual meeting of the membership as provided by the By-Laws of the Association, and the By-Laws may provide for the method of voting in the election and for the removal from office of Directors. Only members of the Association, or authorized representatives, officers or employees of corporate members may be Directors.

Members elected to the Board of Directors shall hold office until the next succeeding annual meeting of members, and thereafter until qualified successors are duly elected and have taken office.

If a Director elected by the general membership shall for any reason cease to be a Director, the remaining Directors so elected may elect a successor to fill the vacancy for the balance of the unexpired term.

## **ARTICLE VII**

The Association shall have a President, a Vice President, a Secretary and a Treasurer, and such other officers as the Board of Directors may from time to time elect.

The officers of the Association, in accordance with applicable provisions of the By-Laws, shall be elected by the Board of Directors for terms of one year and until qualified successors are duly elected and have taken office.

The names and addresses of the first officers of the Association, who shall hold office until successors are duly elected and have taken office, shall be as follows:

---

Stanley J. Harte	President	249 Royal Palm Way Palm Beach, Fla. 33480
Leon Katz	Vice President	249 Royal Palm Way Palm Beach, Fla. 33480
Sol Spiegel	Secretary and Treasurer	221 El Dorado Lane Palm Beach, Fla. 33480

### **ARTICLE VIII**

The By-Laws of the Association may be made, altered, or rescinded at any annual meeting of the Association, or any special meeting duly called for such purpose, upon the vote of the members as provided in the By-Laws, except that the initial By-Laws of the Association shall be made and adopted by the first Board of Directors.

### **ARTICLE IX**

Amendments to these Articles of Incorporation may be proposed by a member of the Association. These Articles may be amended at any annual meeting of the Association, or at any special meeting duly called and held for such purpose, on the affirmative vote of two-thirds (2/3rds) of the members entitled to vote at the time of such amendment.

### **ARTICLE X**

The names and addresses of the subscribers to these Articles of Incorporation are:

Olga P. Burnes  
977 A1A Highway  
Hillsboro Beach, Florida 33062

Estra R. Pillau  
977 A1A Highway  
Hillsboro Beach, Florida 33062

Dana J. Wilson  
905 Lake Shore Drive  
Lake Park, Florida 33403

## **ARTICLE XI**

The initial registered office of this corporation shall be c/o Wien, Lane & Malkin, 249 Royal Palm Way, Palm Beach, Florida 33480, with the privilege of having its office and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be James A. Burnes.

- END OF ARTICLES OF INCORPORATION -