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Reply To:

West Palm Beach

December 31, 1997

CORPORATE RECORDS BUREAU
DIVISION OF CORPORATIONS
Department of State
P.O. Box 6327
Tallahassee, FL 32301

RE: Brookfield Gardens North No. 2 Association, Inc.
Amendment to Articles of Incorporation

Dear Sir/Madam:

Enclosed herein please find an original and one copy of a Certificate of Amendment to the Articles of Incorporation of Brookfield Gardens North No. 2 Association, Inc., as well as a check in the amount of \$87.50 to cover the cost of filing same and return of a stamped copy to my attention.

Thank you for your attention to this matter.

Very truly yours,

KENNETH S. DIREKTOR
For the Firm

KSD/ebd
Enclosures

cc: Brookfield Gardens North No. 2 Association, Inc.

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98 JAN - 6 AM 10:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

700002390547--7
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*****87.50 *****87.50

Amend
748916
4 PB
Cert Copy
1-6-98

CERTIFICATE OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
BROOKFIELD GARDENS NORTH NO. 2 ASSOCIATION, INC.

The undersigned officers of Brookfield Gardens North No. 2 Association, 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 9 thereof, by the membership at a duly called and noticed meeting of the members held November 20, 1997. The amendment was adopted by the members and the number of votes cast for the amendment was sufficient for approval.

AMENDMENT TO
THE ARTICLES OF INCORPORATION OF
BROOKFIELD GARDENS NORTH NO. 2 ASSOCIATION, INC.

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

ARTICLE 3

POWERS

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

* * *

3.2 Enumeration. The Association shall have all of the powers and duties set forth in the Condominium Act except as limited by these Articles and the Declaration of Condominium, and all of the powers and duties reasonably necessary to operate the condominium pursuant to the Declaration and as it may be amended from time to time, including but not limited to the following:

* * *

g. To make and amend reasonable regulations respecting the use and appearance of the property in the condominium; provided, however, that all those regulations and their amendments shall be approved by not less than 75% a majority of the votes of the entire membership of the Association before they shall become effective.

* * *

ARTICLE 9

AMENDMENTS

Amendments to these Articles of Incorporation shall be proposed and adopted in the following manner:

* * *

9.2 Adoption. A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by the members of the Association. Directors and members not present in person or by proxy at the meeting considering the amendment may express their approval in writing, providing the approval is delivered to the secretary at or prior to the meeting. The approvals must be either by not less than a majority of the entire membership of the Association.

~~a. By not less than 75% of the entire membership of the Board of Directors and by not less than 75% of the votes of the~~

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 JAN -6 AM 10:17

APPROVED
AND
FILED

9.2 Adoption. A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by the members of the Association. Directors and members not present in person or by proxy at the meeting considering the amendment may express their approval in writing, providing the approval is delivered to the secretary at or prior to the meeting. The approvals must be either by not less than a majority of the entire membership of the Association.

a. ~~By not less than 75% of the entire membership of the Board of Directors and by not less than 75% of the votes of the entire membership of the Association; or~~

b. ~~By not less than 80% of the votes of the entire membership of the Association.~~

* * *

AMENDMENT TO
THE BY-LAWS OF
BROOKFIELD GARDENS NORTH NO. 2 ASSOCIATION, INC.

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

8. AMENDMENTS

Except as elsewhere provided otherwise, these Bylaws may be amended in the manner set forth in the Declaration, with any such amendment being approved by not less than a majority of the entire membership of the Association.

* * *

WITNESS my signature hereto this 23rd day of December, 1997, at Deerfield Beach, Broward County, Florida.

BROOKFIELD GARDENS NORTH NO. 2
ASSOCIATION, INC.

Charles Macedo
Witness

Charles Macedo

(PRINT NAME)

By: Melba R. Koushakgi
Melba R. Koushakgi President

Donna Denier
Witness

Donna Denier

(PRINT NAME)

Attest: Darcy Bruce
Darcy Bruce Secretary

STATE OF FLORIDA :

COUNTY OF BROWARD :

The foregoing instrument was acknowledged before me this 23rd day of December 1997, by Melba R. Koushaki and Darcy Bruce, as President and Secretary, respectively, of Brookfield Gardens North No. 2 Association, Inc., a Florida not-for-profit corporation, on behalf of the corporation. They are personally known to me, or have produced drivers' licenses as identification and did take an oath.

Lenora C. Harris

(Signature)

Lenora Harris

(Print Name)

Notary Public, State of Florida at Large



LENORA C HARRIS
My Commission CC385836
Expires Jun. 22, 1998
Bonded by HAI
800-422-1555