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July 20, 2006

**Reply To:
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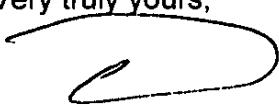
RE: Palm Beach Hotel Condominium Association, Inc.

Dear Sir/Madam:

Enclosed herein please find an **original** and **one copy** of a Certificate of Amendment to the Articles of Incorporation of **Palm Beach Hotel Condominium Association, Inc.**, as well as a check in the amount of **\$43.75** 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**

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**CERTIFICATE OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
PALM BEACH HOTEL CONDOMINIUM ASSOCIATION, INC.**

The undersigned officers of **Palm Beach Hotel Condominium 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 IX thereof, by the membership at a duly called and noticed meeting of the members held March 7, 2006, and adjourned to and reconvened on May 4, 2006. The amendments were adopted by the members and the number of votes cast for the amendment was sufficient for approval.

**AMENDMENTS TO THE
AMENDED AND RESTATED
ARTICLES OF INCORPORATION OF
PALM BEACH HOTEL CONDOMINIUM ASSOCIATION, INC.**

(Additions shown by "underlining",
deletions shown by "~~strikeout~~",
unaffected text indicated by "...")

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**ARTICLE VI
DIRECTORS**

Section 1. The affairs and property of this Association shall be managed and governed by a Board of Directors composed of ~~not less than three (3) nor more than ten (10)~~ five (5) directors, ~~all of whom must be members of the Association. The first Board of Directors shall have three (3) members, and the number of directors on subsequent Boards will be determined from time to time in accordance with the provisions of the By-laws of the Association.~~

Section 2. Directors shall be elected by the voting members in accordance with the By-laws at the annual meeting of the membership of the Association, in the manner set out in the By-laws. ~~Directors shall be elected to serve for a term of one (1) year. In the event of a vacancy, the remaining director(s) shall appoint a replacement director(s) to serve the balance of the term.~~

Section 3. ~~The Developer, its grantees, successors or assigns, shall have the right for the periods of time hereinafter provided to appoint directors of the Association as follows:~~

- ~~(1) Until the time that Developer has closed the sale of fifteen (15%) percent of the units in the Condominium, Developer may appoint all members of the Board of Directors.~~
- ~~(2) When unit owners other than Developer own fifteen (15%) percent or more of the units in the Condominium, the unit owners other than Developer shall be entitled to elect one-third of the members of the Board of Directors.~~
- ~~(3) Unit owners other than the Developer shall be entitled to elect not less than a majority of the members of the Board when the first of the following occurs:~~
 - a. ~~Three (3) years after the Developer has closed the sales of 50 percent of the units in the Condominium; or~~
 - b. ~~Three (3) months after sales have been closed by the Developer of ninety (90%) percent of the units in the Condominium;~~

or

c. ~~When all of the units in the Condominium have been completed, some of them sold, and none of the others are being offered for sale by the Developer in the ordinary course of business.~~

~~So long as the Developer holds for sale in the ordinary course of business 5% of the units in the Condominium, the Developer shall be entitled to appoint not less than one (1) member of the Board.~~

~~Section 4. Within sixty (60) days after unit owners other than the Developer are entitled to elect a member(s) of the Board of Directors, the Association shall call, and give not less than thirty (30) days or more than forty (40) days notice of a meeting of the unit owners for this purpose.~~

~~Section 5. The Developer may waive or relinquish in whole or in part any of its rights to appoint any one or more of the directors it is entitled to appoint.~~

~~Section 6. The directors herein named shall serve until the first election of directors and any vacancies in their number occurring before the first election shall be filled by the remaining directors.~~

~~Section 7. All officers shall be elected by the Board of Directors in accordance with the By-laws at the annual meeting of the Board of Directors as established by the By-laws, to be held immediately following the annual meeting of the membership. The Board of Directors shall elect a President, Vice President, Secretary, Treasurer, and such other officers as it shall deem desirable, consistent with the By-laws. The President shall be elected from among the Board of Directors; no other officer need be a director.~~

Section 8 3. The following persons shall constitute the Board of Directors, and...

ARTICLE VII

OFFICERS

Subject to the direction of the Board of Directors, the affairs of the Association shall be administered by the officers designated in the By-laws, who shall serve at the pleasure of said Board of Directors. ~~The names and titles of the officers who shall serve until the next election following the next annual meeting of the Board of Directors are as follows:~~

NAME	OFFICE
John R. Grace	President
Paul Christensen	Vice President
Allen Sherman	Secretary
Jack Blanchard	Treasurer

* * * * *

[Signature page to follow]

WITNESS my signature hereto this 17th day of July, 2006,
at Palm Beach, Palm Beach County, Florida.

**PALM BEACH HOTEL CONDOMINIUM
ASSOCIATION, INC.**

Randolph A. Jann
Witness

BY: Richard Spielberg
President

(SEAL)

Joanne M. Murphy
Witness

ATTEST: James R. Page
Secretary

(SEAL)

STATE OF FLORIDA :

COUNTY OF PALM BEACH :

The foregoing instrument was acknowledged before me this 17th day of July, 2006, by Richard Spielberg and James Page, as President and Secretary, respectively, of Palm Beach Hotel Condominium Association, Inc., a Florida not-for-profit corporation, on behalf of the corporation. They are personally known to me, or have produced _____ as identification and did take an oath. If no type of identification is indicated, the above-named persons are personally known to me.



Deborah Ann Muoio (Signature)

Deborah Ann Muoio (Print Name)
Notary Public, State of Florida at Large