

758055
LAW OFFICES
BECKER & POLIAKOFF, P.A.

500 Australian Avenue South, 9th Floor
West Palm Beach, Florida 33401

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Internet: <http://www.becker.poliakoff.com>
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FILED

01 APR 23 AM 9:15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Florida Offices

Administrative Office
3111 Stirling Road
Ft. Lauderdale, FL 33312
FL Toll Free: (800) 432-7712

Boca Raton*

Clearwater

Ft. Myers

Hollywood

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Tampa

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International Offices:

Beijing,
People's Republic
of China

Prague,
Czech Republic

Bern, Switzerland*

April 19, 2001

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

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-04/23/01--01120--003
*****43.75 *****43.75

RE: Beach Walk East Condominium 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 **Beach Walk East 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 (ebd)

KENNETH S. DIREKTOR
For the Firm

*Amend
5-14-01
KSD*

KSD/ebd
Enclosures

cc: Beach Walk East Condominium Association, Inc.

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International Offices:

Beijing,
People's Republic
of China

Prague,
Czech Republic

Bern, Switzerland*

Reply To:
Kenneth S. Direktor, Esq.
(561) 820-2880
kdirekto@becker-poliakoff.com

May 8, 2001

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

RE: Beach Walk East Condominium Association, Inc.;
Amendment to Articles of Incorporation

Dear Sir/Madam:

Pursuant to your letter of May 3, 2001, I am re-submitting an **original** and **one copy** of a Certificate of Amendment to the Articles of Incorporation of **Beach Walk East Condominium Association, Inc.**, along with a copy of your May 3 2001 letter, and written acceptance by the registered agent.

Please record the enclosed and return a stamped copy to me. Thank you for your attention to this matter.

Very truly yours,



KENNETH S. DIREKTOR
For the Firm

KSD/ebd
Enclosures

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RECEIVED
01 MAY 11 AM 7:33
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 3, 2001

BECKER & POLIAKOFF, P.A.
ATTN: KENNETH S. DIREKTOR
500 AUSTRALIAN AVENUE SOUTH, 9TH FLOOR
WEST PALM BEACH, FL 33401

SUBJECT: BEACH WALK EAST CONDOMINIUM ASSOCIATION, INC.
Ref. Number: 758055

We have received your document for BEACH WALK EAST CONDOMINIUM ASSOCIATION, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

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) 487-6957.

Doug Spitler
Document Specialist

Letter Number: 701A00026396

FILED

01 APR 23 AM 9:15

CERTIFICATE OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
BEACH WALK EAST CONDOMINIUM ASSOCIATION, INC.

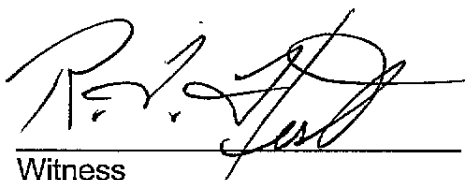
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

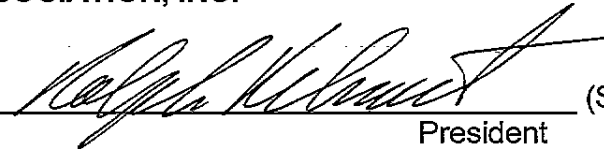
The undersigned officers of **Beach Walk East Condominium Association, Inc.** do hereby certify that the following amendments to the Articles of Incorporation of said corporation are a true and correct copy as amended, pursuant to Article XII thereof, by the membership at a duly called and noticed meeting of the members held **February 15, 2001**, and by the Board of Directors at a duly called and noticed meeting held **March 1, 2001**. The amendments were adopted by the members and the Board of Directors and the number of votes cast for the amendment was sufficient for approval.

SEE ATTACHED

WITNESS my signature hereto this 29 day of March, 2001,
at Highland Beach, Palm Beach County, Florida.

BEACH WALK EAST CONDOMINIUM
ASSOCIATION, INC.


Witness

BY:  (SEAL)
President

 ATTEST:  (SEAL)
Witness Secretary

STATE OF FLORIDA :

COUNTY OF PALM BEACH :

The foregoing instrument was acknowledged before me this 29 day of March, 2001, by Ralph Rehmet and Milton Foman, as President and Secretary, respectively, of Beach Walk East 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.



David R Evans
My Commission CC943570
Expires July 21, 2004

 (Signature)

David R Evans (Print Name)

**AMENDMENTS TO THE
ARTICLES OF INCORPORATION
OF
BEACH WALK EAST CONDOMINIUM ASSOCIATION, INC.**

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

In order to form a corporation under and in accordance with the provisions and the laws of the State of Florida for the formation of corporations not for profit, We, the undersigned, hereby associate ourselves into a corporation for the purpose and the powers hereinafter mentioned; and to that end We do, by these Articles of Incorporation, set forth the following:

* * *

**ARTICLE III
POWERS**

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

* * *

2. 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:

(a) the irrevocable right to access to each Condominium unit from time to time during reasonable hours, as is necessary for inspection, maintenance, repair or replacement of the common elements therein or accessible therefrom, or for making emergency repairs therefrom or therein necessary to prevent damage to the common elements or to any unit or units.

(b) To collect regular or special assessments, charges and other monies necessary for the proper maintenance and operation and common good of the Condominium, and recreation facilities area.

(c) To enter into contracts and agreements with third parties for the management, control and operation of the Condominium buildings, the common elements, the common areaways, and all recreational facilities and all other properties over which the corporation shall have any rights, title, interest or control. To delegate by contract to the Developer, or to an Operation Manager or Management Company, all powers and duties

of this corporation, except as are specifically prohibited by the Declaration, the By-Laws of the laws of the State of Florida. ~~For purposes of this sub-paragraph and all other paragraphs of these Articles, the word "Developer" shall mean the developer and builder of BEACH WALK EAST CONDOMINIUM.~~

* * *

(f) To make and amend regulations governing the use of the Condominium property and recreation facilities and to enforce, in any manner necessary and proper the provisions of all Condominium documents, including these Articles, Bylaws and other rules and regulations from time to time existing which relate to the condominium property. Specifically, the Association, through the board of Directors, can establish house rules which are enforceable against the general membership until and unless seventy-five (75%) percent of said general membership, at a special or annual meeting of members or by written agreement in lieu of a meeting in accordance with the Bylaws, shall reject and disapprove all or any part thereof.

* * *

ARTICLE IV MEMBERS

The qualification of members, the manner of their admission to membership, the termination of such membership and voting by members shall be as follows:

* * *

~~5. Until BEACH WALK EAST CONDOMINIUM is submitted to condominium ownership by the recordation of a Declaration of Condominium, the membership of this Association shall be comprised of the subscribers to these Articles, and in the event of the resignation or termination of membership by voluntary agreement by any such subscriber, then the remaining subscribers may nominate and designate a successor subscriber. Each of these subscribers and their successors shall be entitled to cast one vote on all matters which the membership shall be entitled to vote.~~

* * *

ARTICLE VII BOARD OF DIRECTORS

1. The affairs of the Association will be managed by a board consisting of the number of directors determined by the Bylaws, ~~but not less than three (3) Directors.~~ Directors shall be members of the Association or the spouse of members or live-in companion of the member.

2. 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.

3. ~~(a) The first election of directors by Association members shall not be held until unit owners other than the Developer own fifteen (15%) percent or more of the units that will be operated ultimately by the Association, at which time unit owners other than the Developer shall be entitled to elect not less than one third (1/3) of the members of the Board of Directors of the Association. Until said first (1st) election, Developer shall have the right to designate all the Directors.~~

~~(b) After said first election Developer shall have the right to designate two thirds (2/3) of the Board of Directors until three (3) years after fifty (50%) percent of the units that will be ultimately operated by the Association have been sold and closed, or until three (3) months after sales have been closed by the Developer of ninety (90%) percent of the units that will ultimately be operated by the Association, whichever is first, at which time unit owners other than the Developer shall have the right to elect a majority of the Board of Directors.~~

~~(c) The Developer shall be entitled to elect not less than one (1) member of the Board of Directors as long as the Developer holds for sale in the ordinary course of business five (5%) percent of the units.~~

~~(d) Developer shall have the right to earlier terminate its control of the Board of Directors.~~

4. ~~The names and addresses of the members of the first Board of Directors who shall hold office until their successors are elected or designated, are as follows:~~

| Name | Address |
|-------------------|---|
| TARMO PURRE | 3200 N. Federal Highway Suite 106 Boca Raton, Florida |
| G. EBEN MEDLICOTT | 3200 N. Federal Highway Suite 106 Boca Raton, Florida |
| WILLIAM SILVERMAN | 3200 N. Federal Highway Suite 106 Boca Raton, Florida |

* * *

~~ARTICLE IX~~
~~FIRST OFFICERS~~

~~The names of the officers who are to serve until the first election of officers by the Board of Directors are as follows:~~

| | |
|-----------|------------------------------|
| President | TARMO PURRE |
| Secretary | G. EBEN MEDLICOTT |
| Treasurer | G. EBEN MEDLICOTT |

~~ARTICLE X~~ IX
~~INDEMNIFICATION~~

Every Director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees reasonably incurred by or imposed upon him in connection with the proceeding to which he may become involved, by reason of his being a Director or officer of the Association, or any settlement thereof, whether or not he is a Director or officer at the time such expenses are incurred, except in such cases wherein the Director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement, the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interest of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all right to which such Director or officer may be entitled. The Association shall have the right to secure insurance for the foregoing.

~~ARTICLE XI~~
~~BYLAWS~~

~~The Bylaws of the Association shall be adopted by the First Board of Directors and may be altered, amended or rescinded in the manner provided for by the Bylaws.~~

~~ARTICLE XII~~ X
~~AMENDMENTS~~

1. ~~Prior to relinquishment of control by the Developer, these Articles of Incorporation may be amended by an instrument, in writing, signed by all of the subscribers to these Articles of Incorporation, or their successors to these Articles of Incorporation, or their successors, stating the Article Number and the manner of its amendment and filed in the office of the Secretary of State of the State of Florida with a certified copy of each such amendment attached to these Articles of Incorporation upon its recordation with the Declaration, or the filing and recording of an entire amended Articles of Incorporation~~

2.1. Subsequent to relinquishment of control by Developer, these ~~These~~ Articles of Incorporation may be amended in the following manner:

(a) Notice of the subject matter of the proposed amendment shall be included in the notice of any meeting at which such proposed amendment is considered.

(b) ~~A resolution approving a proposed amendment may be proposed by either the Board of Directors or by the membership of the Association, and after being proposed and approved by one of said bodies, it must be submitted for approval and thereupon receive such approval of the other. Such approval must be by seventy five (75%) percent of the members of the Board of Directors. These Articles of Incorporation may be amended at any regular or special meeting of the unit owners of this Condominium called or convened in accordance with the By-Laws or by written agreement in lieu of a meeting in accordance with the procedure set forth in the Bylaws, by the affirmative vote of 75% of the total votes of the membership of the Association. All amendments shall be recorded and certified, as required by the Condominium Act.~~

(c) No amendment may be made to the Articles of Incorporation which shall in any manner reduce, amend, affect or modify the provisions and obligations set forth in the Declaration of Condominium.

(d) A copy of each amendment shall be certified by the Secretary of State.

~~(e) Notwithstanding the provisions of this Article, for so long as the Developer holds BEACH WALK EAST units for sale in the ordinary course of business, no amendment of these Articles of Incorporation shall be made without the prior written approval of the Developer, which would:~~

~~(1) Assess the Developer as a unit owner for capital improvements;~~

~~(2) Be detrimental to the sales of units by the Developer; however, an increase for common expenses without discrimination against the Developer shall not be deemed detrimental to the sale of units; and~~

~~(3) Abridge, amend, or alter the rights of the Developer to designate and select members of the Board of Administration of the Association as provided herein.~~

~~(f) Amendments to bring this document into compliance with changes in local, State or Federal Statutes may be made, from time to time, by majority vote of the Board of Directors alone. Said amendments shall be properly recorded and distributed to all voting members in the same manner as any other amendment.~~

ARTICLE XIII ~~XII~~ XI
REGISTERED AGENT

The ~~initial~~ Registered Agent of the corporation, for purposes of accepting service of process, shall be ~~TARMO-PURRE BECKER & POLIAKOFF, P.A.~~, whose address within the State of Florida is ~~Suite 106, 3200 N. Federal Highway, Boca Raton, Florida~~ 500 Australian Avenue South, 9th Floor, West Palm Beach, Florida 33401. The corporation shall have the right to designate subsequent registered agents without amending these Articles.

* * *

**ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT**

FILED

01 APR 23 AM 9:15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I hereby am familiar with and accept the duties and responsibilities as registered agent for Beach Walk East Condominium Association, Inc.

BECKER & POLIAKOFF, P.A.

By: 

KENNETH S. DIREKTOR, ESQ.