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APPROVED
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12 APR -2 AM 8:46

SECRETARY OF REVENUE
TALLAHASSEE, FLORIDA

APR 04 2012
J. LEMUEUX
[Signature]



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BP@BECKER-POLIAKOFF.COM

March 30, 2012

Reply To:
West Palm Beach
Marty Platts, Esq.
Direct dial: (561) 820-2870
mplatts@becker-poliakoff.com

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

RE: Golden Lakes Master Corporation, Inc.

Dear Sir/Madam:

Enclosed herein please find an **original** and **one copy** of Articles of Amendment to the Articles of Incorporation of **Golden Lakes Master Corporation, 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,


Marty Platts
For the Firm

MP/ebd
Enclosures

ACTIVE: 3778591_1

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ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
GOLDEN LAKES MASTER CORPORATION, INC.

APPROVED
FILED
12 APR -2 AM 8:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned officers of **Golden Lakes Master Corporation, 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 XI thereof, by the Board of Directors at a duly called and noticed meeting of the Board of Directors held February 27, 2012. There are no members entitled to vote on the amendments. The amendments were adopted by the Board of Directors.

SEE ATTACHED

WITNESS my signature hereto this 2nd day of MARCH, 2012, at West Palm Beach, Palm Beach County, Florida.

**GOLDEN LAKES MASTER
CORPORATION, INC.**

Gina Moss
Witness

BY: Gloria Wolchan (SEAL)
Gloria Wolchan, President

Elaine Nunes
Witness

ATTEST: Elaine Nunes (SEAL)
Elaine Nunes, Secretary

STATE OF FLORIDA :

COUNTY OF PALM BEACH :

The foregoing instrument was acknowledged before me this 2nd day of MARCH, 2012, by Gloria Wolchan and Elaine Nunes, as President and Secretary, respectively, of Golden Lakes Master Corporation, Inc., a Florida not-for-profit corporation, on behalf of the corporation. They are personally known to me, or have produced DRIVER'S LICENSE identification and did take an oath. If no type of identification is indicated, the above-named persons are personally known to me.

Veronica Bucca (Signature)
Veronica Bucca (Print Name)
Notary Public, State of Florida at Large

ACTIVE: 3745715_1



VERONICA A. BUCCA
MY COMMISSION # DD 981633
EXPIRES: May 17, 2014
Bonded Thru Budget Notary Services

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION**

GOLDEN LAKES MASTER CORPORATION, INC.

ARTICLE I

NAME

The name of the Corporation shall be GOLDEN LAKES MASTER CORPORATION, INC. For convenience, the Corporation shall be referred to in this instrument as the "Corporation," these Amended and Restated Articles of Incorporation as the "Articles," and the Amended and Restated By-Laws of the Corporation as the "By-Laws."

ARTICLE II

PURPOSE

The purpose for which the Corporation was created is to operate and maintain the premises located in GOLDEN LAKES VILLAGE consisting of Golden Lakes Boulevard, Golden River Drive, all lakes and drainage facilities, and the entire right of ways.

ARTICLE III

PRINCIPAL OFFICE

The principal office of the Corporation is 1500 Golden Lakes Boulevard, West Palm Beach, Florida 33411. The office of the Corporation may thereafter be any such other place as the Board of Directors of the Corporation may designate from time to time.

ARTICLE IV

DEFINITIONS

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

ARTICLE V

POWERS

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

5.1 **General.** The Corporation shall have all of the common law and statutory powers of a not-for-profit corporation under the laws of Florida that are not in conflict with the provisions of these Articles or of Chapter 720, Florida Statutes.

5.2 **Enumeration.** The Corporation shall have all the powers and duties set forth in Chapter 720, Florida Statutes, (except as to variances in these Articles which are permitted by Florida Statutes), the By-Laws, and all of the powers and duties reasonably necessary to operate the Property and enforce the terms and conditions provided for in the By-Laws, and as they may be amended from time to time, which include, but not be limited to, the power to maintain a general operating reserve to defray expenses and costs of effectuating the operation and maintenance of the Corporation, as determined by the Board of Directors.

5.3 Assets of the Corporation. All funds and the titles of all properties acquired by the Corporation and their proceeds shall be held for the benefit and use of the Unit Owners in accordance with the provisions of these Articles and the By-Laws.

5.4 Limitation. The powers of the Corporation shall be subject to and shall be exercised in accordance with the provisions of the By-Laws.

ARTICLE VI

MEMBERS

Every person or entity who is the record owner of a fee or undivided fee interest in any Unit or Lot in Golden Lakes Village is a member of the Corporation. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of a Unit or Lot.

ARTICLE VII

OFFICERS

The affairs of the Corporation shall be administered by the Officers designated in the By-Laws. The officers shall be elected by the Board of Directors of the Corporation at its first meeting following the annual meeting of the members of the Associations, 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.

ARTICLE VIII

DIRECTORS

8.1 Number and Qualification. The affairs of the Corporation shall be managed by a board consisting of six (6) directors. The number of Directors may be increased from time to time by the By-Laws. All directors must be owners of property within Golden Lakes Village and who must reside (be a resident) within Golden Lakes Village.

8.2 Duties and Powers. All of the duties and powers of the Corporation existing under the laws of the State of Florida, these Articles, the By-Laws, and the Rules and Regulations shall be exercised exclusively by the Board of Directors, its agents, contractors or employees.

8.3 Election; Removal. Directors of the Corporation shall be elected 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.

ARTICLE IX

INDEMNIFICATION

To the greatest extent allowed by law, every Director and every officer and committee member of the Corporation shall be indemnified by the Corporation against all expenses and liabilities including counsel fees reasonably incurred by or imposed upon him in connection with any proceedings to which he may be a party, or in which he becomes involved, by reason of his being or having been a Director or officer or committee member of the Corporation, or any settlement thereof, whether or not he is a Director or officer or committee member at the time such expenses are incurred, except in such cases wherein the Director or officer or committee member 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 in the best interest of the Corporation. The foregoing right of indemnification shall be in addition to and not

exclusive of all other rights to which such Director or officer or committee member may be entitled.

ARTICLE X

AMENDMENTS

10.1 Amendments to these Articles shall be proposed and adopted by a majority of the votes of the Directors, present and voting, at a meeting at which a quorum is established.

10.2 Recording. A copy of each amendment shall be filed with and certified by the Secretary of State pursuant to the provisions of the applicable Florida Statutes, and a copy shall be recorded in the Public Records of Palm Beach County, Florida.

ARTICLE XI

TERM OF EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE XII

INCORPORATOR

SUBSCRIBERS TO ARTICLES OF INCORPORATION

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

NAME	ADDRESS
HYMAN SLUTSKY	132 Lake Dora Dr. West Palm Bch., Fla. 33411
DORA PORTE	439 Lake Dora Dr. West Palm Bch., FL 33411
ABE RUDOLPH	200 Lake Frances Dr. West Palm Bch., Fla. 33411
LOUIS COHEN	325 Golden River Dr. West Palm Bch., FL 33411
HELEN COOPERSMITH	127 Lake Gloria Dr. West Palm Bch., FL 33411
JOSEPH TOUB	110 Lake Meryl Dr. West Palm Bch., FL 33411

ARTICLE XIII

CORPORATE LIMITATIONS

Notwithstanding anything herein to the contrary, this Corporation shall not do or perform any act or fail to perform any act which would violate its agreements, obligations and servitudes as reflected in that certain easement filed in Palm Beach County, Florida, dated June 26, 1981 and recorded in O.R. Book 3659, Page 1271.

ARTICLE XIV

INITIAL REGISTERED OFFICE ADDRESS AND NAME OF REGISTERED AGENT

The registered agent of this Corporation shall be Becker & Poliakoff, P.A., 625 North Flagler Drive, 7th Floor, West Palm Beach, Florida 33401.

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED NON-PROFIT CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE XIV OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS DUTIES.

DATED THIS 30 DAY OF March, 2012.

BECKER & POLIAKOFF, P.A.

By: 
Marty Platts, Esq.

ACTIVE: 3115750_5

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
GOLDEN LAKES MASTER CORPORATION, INC.

The undersigned officers of **Golden Lakes Master Corporation, 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 XI thereof, by the Board of Directors at a duly called and noticed meeting of the Board of Directors held February 27, 2012. There are no members entitled to vote on the amendments. The amendments were adopted by the Board of Directors.

SEE ATTACHED

WITNESS my signature hereto this 22nd day of MARCH, 2012, at West Palm Beach, Palm Beach County, Florida.

**GOLDEN LAKES MASTER
CORPORATION, INC.**

Lisa Moss
Witness

BY: Gloria Wolchan (SEAL)
Gloria Wolchan, President

Elaine Nunes
Witness

ATTEST: Elaine Nunes (SEAL)
Elaine Nunes, Secretary

STATE OF FLORIDA :

COUNTY OF PALM BEACH :

The foregoing instrument was acknowledged before me this 22nd day of MARCH, 2012, by Gloria Wolchan and Elaine Nunes, as President and Secretary, respectively, of Golden Lakes Master Corporation, Inc., a Florida not-for-profit corporation, on behalf of the corporation. They are personally known to me, or have produced DRIVER'S LICENSE identification and did take an oath. If no type of identification is indicated, the above-named persons are personally known to me.

Veronica Bucca (Signature)

Veronica Bucca (Print Name)

Notary Public, State of Florida at Large

ACTIVE: 3745715_1



VERONICA A. BUCCA
MY COMMISSION # DD 981633
EXPIRES: May 17, 2014
Bonded Thru Budget Notary Services