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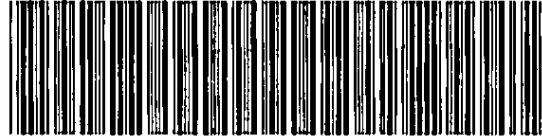
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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: El Viento at Boca Pointe Condominium Association No. 1, Inc.

DOCUMENT NUMBER: 770513

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

Please return all correspondence concerning this matter to the following:

Joe Arena, Esq.

(Name of Contact Person)

Becker & Poliakoff, P.A.

(Firm/ Company)

759 SW Federal Hwy, Suite 213

(Address)

Stuart, FL 34994

(City/ State and Zip Code)

Elvientomail@gmail.com

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

For further information concerning this matter, please call:

Joe Arena

772-403-8960

(Name of Contact Person)

at (Area Code) (Daytime Telephone Number)

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

- | | | | |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$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
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

FILED

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SECRETARY OF STATE
TALLAHASSEE, FL

EXHIBIT "B"

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF

EL VIENTO AT BOCA POINTE CONDOMINIUM ASSOCIATION NO. 1, INC.

At a meeting of the Board of Directors of El Viento at Boca Pointe Condominium Association No. 1, Inc. (sometimes hereinafter referred to as the "Association") held on May 20, 2022, not less than two-thirds of all the members of the Board of Directors approved these Amended and Restated Articles of Incorporation of El Viento at Boca Pointe Condominium Association No. 1, Inc. (sometimes hereinafter referred to as the "Articles"). At a special meeting of the members of the Association held on October 10, 2022, not less than two-thirds of the Association's members present in person or by proxy approved these Amended and Restated Articles of Incorporation. These Amended and Restated Articles of Incorporation shall become effective when recorded in the Public Records of Palm Beach County, Florida and shall amend, supersede, and replace, in their entirety, the original Articles of Incorporation that were recorded in the Public Records of Palm Beach County, Florida at Official Records Book 4178, Page 283, et seq., as they have been amended from time to time.

Terms used in these Amended and Restated Articles of Incorporation shall have the same definitions and meaning as set forth in the Association's Amended and Restated Declaration of Condominium, as amended from time to time, except where the context clearly indicates otherwise.

The Association's original Declaration of Condominium was recorded in the Public Records of Palm Beach County, Florida at Official Records Book 4178, Page 245, et seq.

I

The name of the corporation is EL VIENTO AT BOCA POINTE CONDOMINIUM ASSOCIATION NO. 1, INC.

II

The purpose for which the corporation is organized as a non-profit corporation in accordance with the provisions of Chapter 617, Part I, Florida Statutes, is to operate a condominium known as El Viento at Boca Pointe Condominium No. 1, upon real property lying and being in Palm Beach County, Florida, and being more particularly described in the Declaration.

III

The members of El Viento at Boca Pointe Condominium Association No. 1, Inc., shall be the record title holders of the Apartments in El Viento at Boca Pointe Condominium No. 1, more particularly described in the Declaration, and all such record holders of title shall automatically be and become a member of this corporation. A member will be entitled to one (1) vote for each Apartment owned by him or her; however, only one (1) vote may be cast by the record title holders of any one Apartment if there is more than one (1) record title holder for any individual Apartment. Voting may be in person or by written proxy.

IV

The term for which the corporation is to exist is perpetual unless the Condominium is terminated pursuant to the terms of the Declaration or any applicable provision of Florida Statutes.

V

The names and address of the subscribers who created the corporation were:

Robert B. Albright
44A Bow Circle
Palmetto Bay Center
Hilton Head Island,
South Carolina 29928

Perry M. Parrott, Jr.
44A Bow Circle
Palmetto Bay Center
Hilton Head Island,
South Carolina 29928

Marilyn P. Fraser
44A Bow Circle
Palmetto Bay Center
Hilton Head Island,
South Carolina 29928

VI

The affairs of the corporation are to be managed by a President, a Vice-President, a Secretary, a Treasurer, and such other officers as the Bylaws of the corporation may provide for from time to time. All officers shall be elected at the first meeting of the Board of Directors following the annual meeting of the corporation.

VII

Directors shall be elected as set forth in the Association's Bylaws.

VIII

The corporation shall be governed by a Board of Directors consisting of seven (7) persons up until the 2023 annual meeting of the members. At the 2023 annual meeting of the members, five (5) persons shall be elected to the Board of Directors, and the Board of Directors shall thereafter have five (5) members.

IX

Amended and Restated Bylaws have been adopted concurrently with these Amended and Restated Articles.

X

The Articles of Incorporation may be amended, altered, rescinded, or added to by resolution adopted by a two-thirds (2/3) vote of the Board of Directors of this corporation at any duly called meeting of said Board and accepted by a two-thirds (2/3) vote of the members present in person or by proxy at any duly convened meeting of the members; provided, however, that no meeting shall take place to consider or amend, alter, rescind or add to these Articles of Incorporation unless prior written notice of said meeting specifying the proposed change has been given to all directors and members at least ten (10) days prior to the meeting or said notice is appropriately waived by written waiver.

XI

Each member of the Board of Directors must be a member of the corporation and an Apartment Owner.

XII

The corporation shall never have or issue shares of stock, nor will it ever have nor provide for non-voting membership. No part of the earnings of the corporation shall inure to the private benefit of any member, officer, or director.

XIII

The corporation shall have all the powers set forth and described in Chapter 617, Part I, Florida Statutes, as presently existing or as may be amended from time to time, together with those powers conferred by the aforesaid Declaration of Condominium, these Articles of Incorporation and all lawful Bylaws of the corporation and Chapter 718, Florida Statutes, as amended from time to time.

XIV

The corporation shall indemnify any and all persons who may serve or who have served at any time as directors, officers, or committee members and their respective heirs, personal representatives, successors and assigns against any and all expenses, including amounts paid upon

judgments, counsel fees, and amounts paid in settlement (before or after suit is commenced), actually and necessarily incurred by such persons in connection with the defense or settlement of any claim, action suit or proceeding in which they or any of them are made parties, or a party, or which may be asserted against them or any of them, by reason of having been directors, officers, or committee members of the corporation, except in such cases wherein the directors, officers, or committee members are adjudged to be guilty of gross negligence or willful misconduct in the performance of his or her duties. Such indemnification shall be in addition to any rights to which those indemnified may be entitled under any law, Bylaw, agreement, vote of members, or otherwise.

EXECUTED this 28 day of October, 2022.

Witnesses

Kathleen O'Donovan
Signature

Kathleen O'Donovan
Printed Name

Yvonne Rivera
Signature

Yvonne Rivera
Printed Name

**EL VIENTO AT BOCA POINTE
CONDOMINIUM ASSOCIATION NO. 1, INC.**

By: [Signature]
Marc Gardner, as President

By: [Signature]
Adriene Fern, as Secretary

STATE OF FLORIDA)

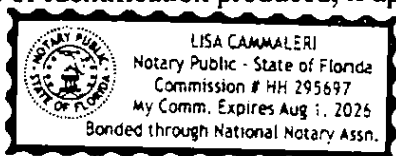
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 28 day of October, 2022, by Marc Gardner, as President, and by Adriene Fern, as Secretary, of El Viento at Boca Pointe Condominium Association No. 1, Inc., a Florida not-for-profit corporation, on behalf of the corporation, by means of ☒ physical presence or ☐ online notarization who are:

☒ Personally Known or

☐ Produced Identification.

Type of Identification produced, if applicable:



(SEAL)

Lisa Cammalleri
NOTARY PUBLIC, State of Florida