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COR AMND/RESTATE/CORRECT OR O/D RESIGN  
DARTMOUTH INVESTMENTS, INC.

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ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
DARTMOUTH INVESTMENTS, INC.

# H11000066026

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2011 MAR 14 PM 3:37

FILED

The following provisions of the Articles of Incorporation of DARTMOUTH INVESTMENTS, INC., a Florida corporation (the "Corporation"), filed with the Department of State on February 7, 1990, document number L48140, be and they are hereby, amended as shown below:

1. The following article XIX. SPECIAL PURPOSE ENTITY is hereby added to the Articles of Incorporation of this Corporation:

"XIX. SPECIAL PURPOSE ENTITY

Notwithstanding anything contained in these Articles of Incorporation to the contrary, for so long as the indebtedness secured by the mortgage (the "Mortgage") with City National Bank of Florida (the "Lender") and evidenced by that certain Promissory Note from the Corporation in favor of Lender in the original principal amount of \$2,500,000 (the "Promissory Note") remains outstanding and unpaid, the Corporation shall maintain its existence as a Single Purpose Entity as such term is hereinafter defined. A Single Purpose Entity is an entity that does not and by virtue of its Articles of Incorporation shall not:

- a. engage in any business or activity other than the ownership, operation and maintenance of the property described on attached Exhibit "A" (the "Property") and activities incidental thereto;
- b. acquire or own any material assets other than the Property and such incidental personal property as may be necessary for the operation of the Property;
- c. merge into or consolidate with any entity or dissolve, terminate or liquidate in whole or in part, transfer or otherwise dispose of all or substantially all of its assets or change its legal structure, without in each case Lender's consent;
- d. own any subsidiary or make any investment in any entity without the consent of Lender;
- e. hold itself out to the public as a combined legal entity with any other person or entity, or conduct business in the name of any other person or entity; and/or
- f. incur any indebtedness other than the indebtedness represented by the Promissory Note and other than credit indebtedness incurred in the ordinary course of business which is not evidenced by a promissory note or similar debt instrument.

So long as the Indebtedness in favor of Lender remains outstanding and unpaid, this Article XIX shall not be amended without the prior written consent of Lender, and the Corporation shall have no authority to amend this Article XIX without such prior written consent of Lender."

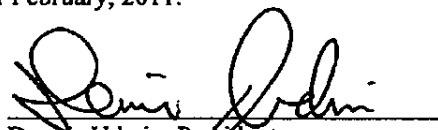
2. These Articles of Amendment shall be effective at the time of their filing with the Department of State.

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3. The foregoing amendment was adopted by a Joint Consent Action of the Shareholders and the Board of Directors of the Corporation, dated the 8th day of February, 2011. The number of votes cast by the shareholders in favor of the foregoing amendment was sufficient to approve the foregoing amendment.

IN WITNESS WHEREOF, the undersigned being the President of this Corporation, has executed these Articles of Amendment on this 9th day of February, 2011.

  
Dennis Udwin, President

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**EXHIBIT "A"****PARCEL 1: (FEE SIMPLE ESTATE)**

Tract 1. A parcel of land as designated by "NOT INCLUDED" on the Plat of KOKOMO TRAILER SUBDIVISION as recorded in Plat Book 25, Page 127, of the Public Records of Palm Beach County, Florida, said parcel being bounded on the North by the northerly boundary of said KOKOMO TRAILER SUBDIVISION extended Easterly on the West by Apache Drive, on the South by Kokomo Drive, and on the East by Military Trail (State Road 809), all as shown on said plat of KOKOMO TRAILER SUBDIVISION, said parcel of land being more particularly described as follows: Commence at the South 1/4 corner of Section 16, Township 44 South, Range 47 East, Palm Beach County, Florida, thence run N2° 11' 24" E along the East line of the SW 1/4 of said Section 36, a distance of 1108.04 feet to a point of intersection with the Easterly extension of the Northerly boundary of said KOKOMO TRAILER SUBDIVISION; thence run N87° 42' 06" W along the Easterly extension of the Northerly boundary of said KOKOMO TRAILER SUBDIVISION a distance of 49.72 feet to a point on the Westerly right of way line of said Military Trail, said point being the Point of Beginning of the following described parcel of land thence continue N87° 42' 08" W along the last mentioned course a distance of 163.90 feet to a point on the Easterly right of way line of said Apache Drive said point being a Northeast corner of said KOKOMO TRAILER SUBDIVISION thence run S2° 19' 21" W along the Easterly right of way line of said Apache Drive and along an Easterly boundary of said KOKOMO TRAILER SUBDIVISION a distance of 95.34 feet to a point on the Northerly right of way line of said Kokomo Drive, thence run S87° 40' 39" E along the Northerly right of way line of said Kokomo Drive and along a Northerly boundary of said KOKOMO TRAILER SUBDIVISION, a distance of 166.99 feet to a point on the Westerly right of way line of said Military Trail said right of way line being the arc of a curve concave to the East and having a radius of 2914.93 feet; thence run Northwardly along the Westerly right of way line of said Military Trail and along the arc of said curve to the right having for its elements a radius of 2914.93 feet, a central angle of 1° 52' 34" and a chord bearing of N0° 27' 53" E an arc distance of 95.45 feet to the Point of Beginning.

Tract 2. That portion of a parcel of land as designated by "NOT INCLUDED" on the Plat of KOKOMO TRAILER SUBDIVISION as recorded in Plat Book 25, Page 127, of the Public Records of Palm Beach County, Florida, lying West of the East line of the SW 1/4 of Section 36, Township 44 South, Range 42 East, Palm Beach County, Florida, and being bounded on the North by Kokomo Drive, on the West by Apache Drive, on the South by Lantana Road (State Road 812) and bounded partially on the East by Military Trail (State Road 809) all as shown on Plat of KOKOMO TRAILER SUBDIVISION said parcel of land being more particularly described as follows: Commence at the South 1/4 corner of said Section 36, thence run N2° 11' 24" E along the East line of the SW 1/4 of said Section 36, a distance of 85 feet to a point on the Northerly right of way line of said Lantana Road, said point being the Point of Beginning of the following described parcel of land; thence run N88° 09' 16" W along the northerly right of way line of said Lantana Road a distance of 0.83 feet to a point of curvature of a curve to the left having a radius of 2904.93 feet; thence run Westwardly along the Northerly right of way line of said Lantana Road and along the arc of said curve to the left arc distance of 215.44 feet through a central angle of 4° 14' 57" to a point on the Easterly right of way line of said Apache Drive; thence run N2° 19' 21" E along the Easterly right of way line of said Apache Drive 10.03 feet to the most Southeasterly corner of said KOKOMO TRAILER SUBDIVISION; thence continue N2° 19' 21" E along the Easterly right of way line of said Apache Drive and along an Easterly boundary of said KOKOMO TRAILER SUBDIVISION a distance of 887.36 feet to a point on the Southerly right of way line of said Kokomo Drive; thence run S87° 40' 19" E along the Southerly right of

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way line of said Kokomo Drive and along a boundary line of said KOKOMO TRAILER SUBDIVISION a distance of 169.21 feet to a point on the Westerly right of way line of said Military Trail, said right of way line being the arc of a curve concave to the East and having a radius of 2914.93 feet thence run Southeastwardly along the Westerly right of way line of said Military Trail and along the arc of said curve to the left, having for its elements a radius of 2914.93 feet, a central angle of  $7^{\circ} 10' 36''$  and a chord bearing of  $S4^{\circ} 50' 57''$  E an arc distance of 365.11 feet to a point of intersection with the East line of the SW 1/4 of said Section 36, thence run  $S2^{\circ} 11' 24''$  W along the East line of the SW 1/4 of said Section 36, a distance of 525.60 feet to the Point of Beginning.

Less and except the following described parcel:

A part of that portion of a parcel of land as designated by "Not Included" on the plat of Kokomo Trailer Subdivision as recorded in Plat Book 25 at page 127 of the Public Records of Palm Beach County, Florida, lying West of the East line of the Southwest quarter (S.W. 1/4) of Section 36, Township 44 South, Range 42 East, Palm Beach County, Florida, said part being more particularly described as follows:

Commence at the South quarter section corner of said Section 36, thence run  $N2^{\circ} 11' 24''$  E, an assumed bearing, along the said East line of the Southwest quarter (S.W. 1/4) of said Section 36, a distance of 85.00 feet to a point on the Northerly right-of-way line of State Road 812 (Lantana Road) as shown in Road Plat Book 1 at page 234 of the Public Records of Palm Beach County, Florida, thence continue  $N 2^{\circ} 11' 24''$  E, along said East line, a distance of 14.00 feet to an intersection with a line 14.00 feet North of, as measured at right angles, and parallel with the said Northerly right-of-way line of State Road 812 (Lantana Road), said intersection being the Point of Beginning; thence  $N88^{\circ} 09' 16''$  W, along said parallel line, a distance of 0.91 feet to the beginning of a curve concave to the South, said curve having a radius of 2918.93 feet and a central angle of  $4^{\circ} 13' 35''$ ; thence Westerly, along the arc of said curve, being 14.00 feet North of and concentric with the said Northerly right of way line of State Road 812 (Lantana Road), a distance of 215.31 feet to an intersection with the East right-of-way line of Apache Drive as shown on said plat of Kokomo Trailer Subdivision, thence  $N2^{\circ} 19' 21''$  E, along said East right-of-way line of Apache Drive, a distance of 208.15 feet; thence  $S 87^{\circ} 40' 39''$  E, parallel with the right-of-way of Kokomo Drive as shown on said plat, a distance of 215.50 feet to an intersection with the said East line of the Southwest quarter (S.W. 1/4) of Section 36, thence  $S 2^{\circ} 11' 24''$  W, along said East line, a distance of 198.42 feet to the Point of Beginning.

Also Less And Except that certain right-of-way as contained in those certain Right of Way Warranty Deeds to Palm Beach County, recorded in Official Records Book 4716 Page 595, and Official Records Book 6007 Page 1173, of the Public Records of Palm Beach County, Florida.

#### PARCEL 2: (NON-EXCLUSIVE EASEMENT ESTATE)

Together with a non-exclusive easement for pedestrian and vehicular ingress and egress contained in Agreement Creating Mutual Easements by and between The Southland Corporation, a Texas corporation and Lantana West Plaza Associates, Ltd., a Florida limited partnership, recorded may 8, 1987 in Official Records Book 5273, Page 1065, over and upon the following described property:

A part of that portion of a parcel of land as designated by "Not Included" on the plat of Kokomo Trailer Subdivision as recorded in Plat Book 25 at page 127 of the Public records of Palm Beach County, Florida, lying west of the east line of the southwest quarter (S.W. 1/4)

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of said Section 36, Township 44 South, Range 42 East, Palm Beach County, Florida, said part being more particularly described as follows:

Commence at the south quarter section corner of said Section 36; thence run North  $02^{\circ}11'24''$  East, on a assumed bearing, along the said east line of the southwest quarter (S.W. 1/4) of said Section 36, a distance of 85.00 feet to a point on the northerly right-of-way line of State Road 812 (Lantana Road) as shown in Road Plat Book 1 at page 234 of the Public Records of Palm Beach County, Florida; thence continue North  $02^{\circ}11'24''$  east, along said east line, a distance of 14.00 feet to an intersection with a line 14.00 feet north of, as measured at right angles, and parallel with the said northerly right-of-way line of State Road 812 (Lantana Road), said intersection being the point of Beginning; thence North  $88^{\circ}09'16''$  West, along said parallel line, a distance of 0.91 feet to the beginning of a curve concave to the south, said curve having a radius of 2918.93 feet and a central angle of  $04^{\circ}13'35''$ ; thence westerly, along the arc of said curve, being 14.00 feet north of and concentric with the said northerly right-of-way line of State Road 812 (Lantana Road), a distance of 215.31 feet to an intersection with the east right-of-way line of Apache Drive as shown on said plat of Kokomo Trailer Subdivision; thence North  $02^{\circ}19'21''$  East, along said east right-of-way line of Apache Drive, a distance of 208.15 feet; thence South  $87^{\circ}40'39''$  East, a distance of 215.50 feet to an intersection with the said east line of the southwest quarter (S.W. 1/4) of Section 36; thence South  $02^{\circ}11'24''$  West, along said east line, a distance of 198.42 feet to the point of beginning.

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