

ND1205

(Requestor's Name)

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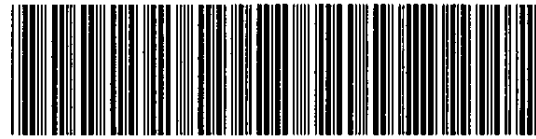
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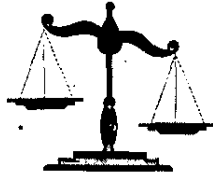


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08 JUN -9 AM 10:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ND1205-
Amended Petition
#12
6/11/08



*Law Offices
of*

NATALIE C. CHIN-LENN

2300 Palm Beach Lakes Blvd.
Suite 308
West Palm Beach, FL 33409
(561) 640-3377
fax (561) 640-4640

May 21, 2008

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

***Re: Articles of Amendment-
Whitehall Condominiums at Camino Real Association,
Inc.***

To Whom it may concern:

Enclosed please find an original Articles of Amendment and check number 3234 in the amount of \$45.75. Please file the Articles of Amendment and return a certified copy of amendment to the undersigned in the enclosed envelope. If you have any questions regarding the same, Please do not hesitate to contact me.

Very Truly Yours,

A large, stylized handwritten signature in black ink, appearing to be 'Natalie C. Chin-Lenn'.

Natalie C. Chin-Lenn

Enclosures as Stated/
C: N: Corporation/filing/letter



FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 2, 2008

NATALIE C. CHIN-LENN
2300 PALM BEACH LAKES BLVD.
SUITE 308
WEST PALM BEACH, FL 33409

SUBJECT: WHITEHALL CONDOMINIUMS AT CAMINO REAL ASSOCIATION,
INC.

Ref. Number: N01205

We have received your document for WHITEHALL CONDOMINIUMS AT CAMINO REAL ASSOCIATION, INC. and your check(s) totaling \$45.75. 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) 245-6916.

Carol Mustain
Regulatory Specialist II

Letter Number: 908A00034239



Law Offices
of

NATALIE C. CHIN-LENN

2300 Palm Beach Lakes Blvd.
Suite 308
West Palm Beach, FL 33409
(561) 640-3377
fax (561) 640-4640

June 9, 2008

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Whitehall Condominium at Camino Real Association, Inc.
Ref Number: N01205
Letter Number: 908A00034239

Dear Carol Mustain:

Enclosed please find Original Certificate of Amendment and the Amended and Restated Articles which has an new last page with the registered agents acceptance and signature as you require. If you have any questions concerning the same, Please do not hesitate to contact me. Please file and return clerk stamped copy in the enclosed envelope.

Very Truly Yours,

A handwritten signature in black ink, appearing to read "Natalie Caterina Chin-Lenn", written over a horizontal line.

Natalie Caterina Chin-Lenn

Enclosures as Stated/

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF

WHITEHALL CONDOMINIUMS AT CAMINO REAL ASSOCIATION, INC.

The Articles of Incorporation of Whitehall Condominiums at Camino Real Association, Inc., a Florida Corporation not for profit, are hereby amended and restated in their entirety. The Amended and Restated Articles of Incorporation of Whitehall Condominiums at Camino Real Association, Inc. shall henceforth be as follows:

ARTICLE I

NAME

The name of the corporation shall be the WHITEHALL CONDOMINIUMS AT CAMINO REAL ASSOCIATION, INC., which is hereinafter referred to as "the Association". The Corporate address is 6140 Balboa Circle, Boca Raton, FL 33433.

ARTICLE II

PURPOSES AND POWERS

The objects and purposes of the Association are those objects and purposes as are authorized by the Declaration of Covenants and Restrictions for WHITEHALL CONDOMINIUM recorded (or to be recorded) in the Public Records of Palm Beach, Florida, as hereafter amended and/or supplemented from time to time (the "Covenants"). The further objects and purposes of the Association are to preserve the values and amenities in The Properties and to maintain the Common Areas thereof for the benefit of the Members of the Association.

The Association is not organized for profit and no part of the net earnings, if any, shall inure to the benefit of any Member or individual person, firm or corporation.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Association shall have the power to contract for the management of the Association and to delegate to the party with whom such contract has been entered into, the powers and duties of the Association, except those which require specific approval of the Board of Directors or Members.

The Association shall have all of the common law and statutory powers of a corporation not for profit which are not in conflict with the terms of these Articles and the Covenants above identified. The Association shall also have all of the powers necessary to implement the purposes of the Association as set forth in the Covenants and to provide for the general health and welfare of its membership.

The Association shall not have the power to purchase units of the condominium except at a sales in foreclosures of liens for assessments for common expenses, at which sales the Association shall bid no more than the amount secured by it's lien.

Definitions set forth in the Covenants are incorporated herein by this reference.

ARTICLE III

MEMBERS

Section 1. Membership. Every person or entity who is a record owner of a fee or undivided fee interest in any unit shall be a Member of the Association, provided that any such person or entity who holds such interest merely as security for the performance of an obligation shall not be a Member. Membership in the Association shall be divided into Classes ("Class Members") with the unit owners of each Whitehall Condominium constituting a separate class. Each class shall be designated by the same designation used to denote that particular Whitehall Condominium. For example, unit owners in Condominium 1 of Whitehall Condominiums at Camino Real are "Class 1 Members".

Section 2. Voting Rights. The owners of each unit, collectively shall be entitled to one vote in Association matters. The following provisions shall apply:

- (a) A determination must be made whether the entire membership shall vote or a class of members shall vote.

(1) Matters substantially pertaining to a particular Whitehall Condominium shall be voted upon only by the Class members of that Whitehall Condominium and shall be determined by the majority of those class members at any meeting having a proper quorum as determined in accordance with the Bylaws; and

(2) Matters pertaining to the Association or Whitehall Condominiums at Camino Real as a whole shall be voted on by the membership and shall be determined by a vote of the majority of the Membership in attendance at any meeting having a quorum as determined in accordance with the Bylaws).

(b) Any decision as to whether a matter substantially pertains to a particular Whitehall Condominium for purpose of class member voting or the Association or Whitehall Condominiums at Camino Real as a whole for purposes of Membership voting shall be determined solely by the Board, but any matter material to the Recreation Areas cannot be allocated by the Board to the vote of other than the full Membership. Notwithstanding the foregoing, no action or resolution affecting a particular Whitehall Condominium which the Board determines to require the vote of membership shall be effective with regard to that particular Whitehall Condominium unless the Class members of that Whitehall Condominium shall be given the opportunity to vote on said action or resolution.

Section 3. Meetings of Members. The By-Laws of the Association shall provide for an annual meeting of Members, and may make provisions for regular and special meetings of Members other than the annual meeting. A quorum for the transaction of business at any meeting of the Members shall exist if thirty percent (30%) of the total number of Members in good standing shall be present or represented by proxy at the meeting.

Section 4. General Matters. When reference is made herein, or in the Covenants, By-Laws, Rules and Regulations, management contracts or otherwise, to a majority or specific percentage of Members, such reference shall be deemed to be reference to a majority or specific percentage of the votes of Members and not of the Members themselves.

ARTICLE IV

CORPORATE EXISTENCE

The Association shall have perpetual existence; provided that if it is even dissolved, its assets shall be conveyed to another association or public agency having a similar purpose.

ARTICLE V

BOARD OF DIRECTORS

Section 1. Management by Directors. The property, business and affairs of the Association shall be managed by a Board of Directors of no more than seven (7) people as provided for in the By-Laws. A majority of the directors in office shall constitute a quorum for the transaction of business. The By-Laws shall provide for meetings of directors, including an annual meeting.

Section 2. Election of Members of Board of Directors. Except as otherwise provided herein directors shall be elected by a plurality vote of the Members of the Association at the annual meeting of the membership as provided by the By-Laws of the Association, and the By-Laws may provide for the method of voting in the election and for removal from office of directors. All directors shall be members of the Association residing in The Properties or shall be authorized representatives, officers, or employees of corporate members of the Association.

Section 3. Duration of Office. Members elected to the Board of Directors shall hold office until the next succeeding annual meeting of Members, and thereafter until qualified successors are duly elected and have taken office.

Section 4. Vacancies. If a director elected by the general membership shall for any reason cease to be a director, the remaining directors so elected may elect a successor to fill the vacancy for the balance of the term.

ARTICLE VI

OFFICERS

Section 1. Officers Provided For. The Association shall have a President, a Vice President, a Secretary and a Treasurer, and such other officers as the Board of Directors may from time to time elect.

Section 2. Election and Appointment of Officers. The officers of the Association, in accordance with any applicable

provision of the By-Laws, shall be elected by the Board of Directors for terms of two (2) years and thereafter until qualified successors are duly elected and have taken office. The By-Laws may provide for the method of voting in the election, for the removal from office of officers, for filling vacancies and for the duties of the officers.

ARTICLE VII BY-LAWS

The Board of Directors shall adopt By-Laws consistent with these Articles of Incorporation. Such By-Laws may be altered, amended or repealed in the manner set forth in the By-Laws.

ARTICLE VIII

AMENDMENTS AND PRIORITIES

Section 1. Amendments to these Articles of Incorporation shall be proposed and approved by the majority of the Board of Directors and thereafter submitted to a meeting of the membership of the Association for adoption or rejection (by affirmative vote of majority) , all in the manner provided in, and in accordance with the notice provisions of Florida Statutes.,,

Section 2. In case of any conflict between these Articles of Incorporation and the By-Laws, these Articles shall control; and in case of any conflict between these Articles of Incorporation and the Covenants, the Covenants shall control.

ARTICLE IX

INDEMNIFICATION

Section 1. The Association shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or contemplated action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he is or was a director, employee, officer or agent of the Association, against all expenses (including attorneys' fees and appellate attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceeding, unless (a) it is determined by a court of competent jurisdiction, after all available appeals have been exhausted or not pursued by the proposed indemnitee, that he did not act in good faith or that he acted in a manner he believed to be not in or opposed to the best interest of the Association, and, with respect to any criminal

action or proceeding, that he had reasonable cause to believe his conduct was unlawful, and (b) such court further determines specifically that indemnification should be denied. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith or did act in a manner which he believed to be not in or opposed to the best interest of the Association, and with respect to any criminal action or proceeding, that he had reasonable cause to believe that his conduct was unlawful.

Section 2. To the extent that a director, officer, employee or agent of the Association has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in Section 1 above or in defense of any claim, issue or matter therein, he shall be indemnified against expenses (including attorneys' fees and appellate attorneys' fees) actually incurred by him in connection therewith.

Section 3. The indemnification provided by this Article shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under any by-law, agreement, vote of Members or otherwise, both as to action in his official capacity while holding such office or otherwise, and shall continue as to a person who has ceased to be director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such person.

Section 4. The Association shall have the power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Association, or is or was serving at the request of the Association as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against any liability asserted against him and incurred by him in any such capacity, or arising out of his status as such, whether or not the Association would have the power to indemnify him against such liability under the provisions of this Article.

ARTICLE X

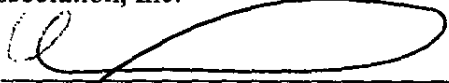
REGISTERED AGENT

Natalie C. Chin-Lenn, Esquire shall be the registered agent of the Association and the registered office shall be at 2300 Palm Beach Lakes Boulevard, Suite 308, West Palm Beach, FL 33409. The

Registered agent may be changed from time to time by the Board of Directors.

Registered Agent Acceptance:

I hereby am familiar with and accept the duties and responsibilities as registered agent for Whitehall Condominiums at Camino Real Association, Inc.



Natalie Caterina Chin-Lenn, Esquire

Prepared by and return to:
Natalie C. Chin-Lenn, Esquire
2300 Palm Beach Lakes Boulevard
Suite 308
West Palm Beach, FL 33409

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**CERTIFICATE OF AMENDMENT TO THE ARTICLES OF
INCORPORATION OF WHITEHALL CONDOMINIUMS AT CAMINO
REAL ASSOCIATION, INC.**

WHEREAS, the Articles of Incorporation of WHITEHALL CONDOMINIUMS AT CAMINO REAL ASSOCIATION was recorded in Official Record Book 4281, Page 0864, Public Records of Palm Beach County, Florida;

WHEREAS, Article XII provides that the Articles of Incorporation shall be amended by receiving the majority vote of the Board of Directors and the majority vote of the members present at a meeting.

WHEREAS, a meeting of the Board of Directors was held on MAR 25, 2008, was duly noticed and at which time there was a quorum and at which time there was a majority approval of the Board of Directors who voted to amend the Articles of Incorporation in the various particulars as set forth in the attached exhibit to this certificate;

WHEREAS, a meeting of the membership was held on MAR 25, 2008, was duly noticed and at which time there was a quorum and the majority of the members at a meeting voted to amend the Articles of Incorporation in the various particulars as set forth in the attached Exhibit "1" to this certificate;

WHEREAS, the Amended and Restated Articles of Incorporation and this Certificate shall be filed with the Secretary of State and then recorded in the Public Records of Palm Beach County, Florida;

NOW THEREFORE, the Articles of Incorporation of WHITEHALL CONDOMINIUMS AT CAMINO REAL ASSOCIATION is hereby amended in the particulars as stated in Exhibit "1" attached hereto; said amendments shall run with the real property known as WHITEHALL CONDOMINIUMS AT CAMINO REAL, and shall be binding on all parties, having any right, title or interest in the said real property or any part thereof, their heirs, successors and assigns, and shall inure to the benefit of each

owner thereof; and except as otherwise amended hereby, the Articles of Incorporation shall remain unchanged and in full force and effect.

CERTIFICATE OF ADOPTION OF AMENDMENTS

We hereby certify that the Amended and Restated Articles of Incorporation attached to this certificate were duly adopted as amendments to the above-referenced Articles of Incorporation; and the required percentage of owners' votes and Board of Directors votes at meetings with quorums present did approve same.

DATED this 6TH day of May 2008.

WITNESSES:

Sign

[Signature]

Print

GODOLIA DELEO

Sign

[Signature]

Print

MICHAEL CARUSO

WHITEHALL CONDOMINIUMS AT
CAMINO REAL ASSOCIATION, INC.

By:

[Signature]
PRESIDENT

Print

LAURENCE LENTOL

Current Address

157 BALBOA CIR
BOCA RATON, FL 33433

Attest

[Signature]
SECRETARY

Print

MARIE GALLEY

(CORPORATE SEAL)

STATE OF FLORIDA
COUNTY OF PALM BEACH

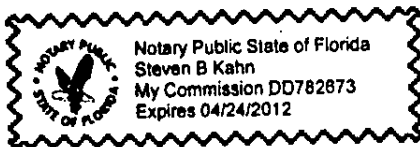
The foregoing instrument was acknowledged before me this 6TH day of MAY, 2008 by LAURENCE LENTOL President of WHITEHALL CONDOMINIUMS AT CAMINO REAL ASSOCIATION, INC., who is personally known to me or who has produced _____ (if left blank), personal knowledge existed) as identification and who did take an oath.

NOTARY PUBLIC



Sign Steven B Kahn
Print STEVEN B. KAHN
State of Florida at Large (seal)
My Commission Expires: 4-24-2012

The foregoing instrument was acknowledged before me this 6TH day of MAY, 2008 by MARIE BAILEY Secretary of WHITEHALL CONDOMINIUMS AT CAMINO REAL ASSOCIATION, INC., who is personally known to me or who has produced _____ (if left blank), personal knowledge existed) as identification and who did take an oath.



NOTARY PUBLIC
Sign Steven B Kahn
Print STEVEN B. KAHN
State of Florida at Large (seal)
My Commission Expires: 4-24-2012

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