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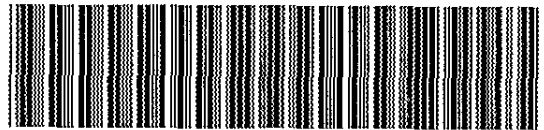
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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2003 NOV 17 PM 2:00

Amendment
LJ
11-25-03

Law Offices
WATSON, SOILEAU, DeLEO, BURGETT & PICKLES

A PROFESSIONAL ASSOCIATION
3490 NORTH US HIGHWAY 1
COCOA, FLORIDA 32926

VICTOR M. WATSON†
JOHN L. SOILEAU†
JOSEPH E. DeLEO
STACY L. BURGETT
TIMOTHY F. PICKLES†
DANIEL W. BLOUGOURAS

†BOARD CERTIFIED IN REAL PROPERTY LAW

TELEPHONE
(321) 631-1550

FACSIMILE
(321) 631-1567

November 11, 2003

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

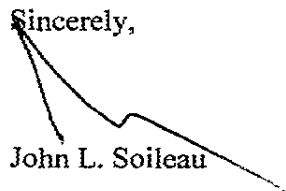
Re: *Champenae Condominium Association, Inc.*
Our File No: 02-2327

Gentlemen:

Enclosed herewith please find the original executed and one copy of the Articles of Amendment for the above-referenced corporation. Also enclosed is this firm's check in the amount of \$35.00 to cover the applicable fees associated with this filing.

Should you have any questions regarding this corporation, please do not hesitate to contact the undersigned.

Sincerely,


John L. Soileau

JLS/lcj

Enclosures as stated

ARTICLES OF AMENDMENT
OF
CHAMPENAE CONDOMINIUM ASSOCIATION, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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1. Article III, section 3 of the Articles of Incorporation of CHAMPENAE CONDOMINIUM ASSOCIATION, INC. are hereby amended to read:

Section 3. Subject to the provisions of Section 718.117, Fla. Stat., membership shall not be transferable, except as provided herein or in any Declaration of Condominium naming this Association as the association thereunder. The membership of any unit owner shall terminate upon transfer of ownership in the unit. The transferor's membership shall automatically transfer and be vested in the new owner succeeding to the ownership interest in the unit. The Association may rely on a recorded deed as evidence of transfer of a unit and thereupon terminate the transferor's membership and recognize as a member the transferee.

2. Article VII, section 4 of the Articles of Incorporation of CHAMPENAE CONDOMINIUM ASSOCIATION, INC. is hereby amended to read:

Article VII, Section 4. Subject to the provisions of Section 718.301, Fla. Stat., any member of the Board of directors may be recalled and removed from office with or without cause, by the vote or agreement in writing by a majority of all the voting interests, in the manner provided by Section 718.112 (2) (j), Fla. Stat.;

3. Article VII, section 6 of the Articles of Incorporation of CHAMPENAE CONDOMINIUM ASSOCIATION, INC. is hereby amended to read:

Article VI, Section 6. Annual meetings of the Board shall be held as provided in the Bylaws.

4. Article VII, section 7 of the Articles of Incorporation of CHAMPENAE

CONDOMINIUM ASSOCIATION, INC. is hereby amended to read:

Article VI, Section 7. Notwithstanding anything to the contrary herein, the following provisions of Section 718.301 Fla. Stat. shall control regarding turnover of control of the Association:

When unit owners other than the Developer own 15 percent or more of the units in the condominium, the unit owners other than the Developer shall be entitled to elect no less than one-third of the members of the Board of Directors. Unit owners other than the Developer are entitled to elect not less than a majority of the members of the Board of Directors:

- (a) Three years after 50 percent of the units that will be operated ultimately by the Association have been conveyed to purchasers;**
- (a) Three months after 90 percent of the units that will be operated ultimately by the Association have been conveyed to purchasers;**
- (b) When all the units that will be operated ultimately by the Association have been completed, some of them have been conveyed to purchasers, and none of the others are being offered for sale by the Developer in the ordinary course of business.**
- (c) When some of the units have been conveyed to purchasers and none of the others are being constructed or offered for sale by the Developer in the ordinary course of business; or**
- (d) Seven years after recordation of the Declaration of Condominium.**

2. The foregoing amendments were adopted by all of the members and directors of the corporation on March 13, 2003.

3. This amendment shall become effective upon the filing of the Articles of Amendment with the Secretary of State - State of Florida.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment this 13 day of March, 2003.

**CHAMPENAE CONDOMINIUM
ASSOCIATION, INC.**
_____, President

ACKNOWLEDGMENT

STATE OF Florida
COUNTY OF Brevard

The foregoing instrument was acknowledged before me this 13 day of March, 2003, by Roy Rossini, as president of **CHAMPENAE CONDOMINIUM ASSOCIATION, INC.**, who is personally known to me or who has produced _____ as identification and who did not take an oath.



Lora S. Jones
MY COMMISSION # DD138988 EXPIRES
August 5, 2006
BONDED THRU TROY FARM INSURANCE, INC.

Notary Public:

Lora S Jones

Name: Lora S Jones

State of Florida at Large (SEAL)

My Commission Expires: