

9/9/2020

NO7000002708

Division of Corporations

Florida Department of State
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Email Address: steve.helfman@glhomes.com

2020 SEP -9 P 2:58

FILED

**COR AMND/RESTATE/CORRECT OR O/D RESIGN
BERKELEY PROPERTY OWNERS ASSOCIATION, INC.**

| | |
|-----------------------|---------|
| Certificate of Status | 1 |
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| Page Count | 02 |
| Estimated Charge | \$52.50 |

4/29/20

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This instrument was prepared by:
JEFFREY REMBAUM, ESQUIRE
Kaye Bender Rembaum, P.L.
9121 N. Military Trail, Suite 200
Palm Beach Gardens, FL 33410

2020 SEP -9 P 2:58

FILED

**CERTIFICATE OF FILING
FIRST AMENDMENT TO THE
AMENDED AND RESTATED ARTICLES OF INCORPORATION OF
BERKELEY PROPERTY OWNERS ASSOCIATION, INC.**

WHEREAS, Berkeley Property Owners Association, Inc. (the "Association") is a Florida not-for-profit corporation pursuant to the Amended and Restated Articles of Incorporation of Berkeley Property Owners Association, Inc., filed January 20, 2017, Document Number N07000002708, as amended from time to time (the "Articles"); and

WHEREAS, pursuant to Article XIII, Section B of the Articles, after the "First Conveyance" (as such term is defined in the Articles) and prior to the "Turnover Date" (as such term is defined in the Articles), the Articles may be amended by a majority vote of the Association's Board of Directors (the "Board") at a duly called meeting of the Board, without the prior written consent of the "Members" (as such term is defined in the Articles); and

WHEREAS, pursuant to Section 4.15 of the Bylaws of Berkeley Property Owners Association, Inc. (the "Bylaws"), prior to the Turnover Date and except as to assessments, any action required or permitted to be taken at a meeting of the Board may be taken without a meeting if a consent in writing, specifically setting forth the action to be taken, is signed by all of the members of the Board entitled to vote with respect to the subject matter thereof, and such consent has the same force and effect as a unanimous vote of the Board; and

WHEREAS, the First Conveyance has occurred as of the date of this Certificate of Filing, and the Turnover Date has not occurred as of the date of this Certificate of Filing; therefore, Members are not entitled to vote on a proposed amendment to the Articles; and

WHEREAS, in accordance with Article XIII, Section B of the Articles, on August 5, 2020, the Board approved an amendment to the Articles, as further set forth herein, by unanimous written consent of the Board made in accordance with Section 4.15 of the Bylaws.

NOW, THEREFORE, the undersigned hereby certify that the following First Amendment to the Amended and Restated Articles of Incorporation of Berkeley Property Owners Association, Inc. (the "First Amendment") is a true and correct copy of the First Amendment approved by the Board.

(((H20000313638 3)))

**FIRST AMENDMENT TO THE
AMENDED AND RESTATED ARTICLES OF INCORPORATION OF
BERKELEY PROPERTY OWNERS ASSOCIATION, INC.**

*(new language shown by underline,
deleted language shown by ~~strikeout~~,
" * " shows unaffected language)*

C. The Members other than Declarant ("Purchaser Members") shall be entitled to elect one member of the Board after fifty percent (50%) of all Lots to be constructed with a Home thereon (the "Total Developed Lots") have been conveyed to Members. The election of such one (1) Purchaser Member to the Board shall occur at the annual meeting of the Members. A successor Purchaser Member shall be elected to the First Board at each Annual Members' Meeting thereafter, and the term of such Purchaser Member elected to the Board shall terminate upon the Turnover Date and the election of the "Initial Elected Board" (as such term is hereinafter defined).

IN WITNESS WHEREFORE, this Certificate of Filing has been signed by the Association on the date set forth below.

WITNESSES:

Cindy Huff
Printed Name: CINDY HUFF
Rick Cortez
Printed Name: RICK CORTEZ

**BERKELEY PROPERTY OWNERS
ASSOCIATION, INC.,**

a Florida corporation not-for-profit

By: Nicole Muscarella
Nicole Muscarella, its President

STATE OF FLORIDA)
) ss:
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me by means of ☒ physical appearance or ☐ online notarization, this 18th day of August, 2020, by Nicole Muscarella as President of **BERKELEY PROPERTY OWNERS ASSOCIATION, INC.**, a Florida not-for-profit corporation, who is personally known to me and did not take an oath.

[NOTARIAL SEAL]



JULIA CANADA
Commission # GG 987271
Expires April 8, 2024
Boasted True Budget Notary Services

Julia Canada
Print Name: Julia Canada
Notary Public, State of Florida

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