

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P970000 14525

300002315863--4
-10/09/97-01009-017
*****96.25 *****96.25

CC Apartments, Inc

- ___ Art of Inc. File
- ___ LTD Partnership File
- ___ Foreign Corp. File
- ___ L.C. File
- ___ Fictitious Name File
- ___ Trade/Service Mark
- ___ Merger File
- ☒ Art. of Amend. File
- ___ RA Resignation
- ___ Dissolution / Withdrawal
- ☒ Annual Report / Reinstatement
- ___ Cert. Copy
- ___ Photo Copy
- ☒ Certificate of Good Standing
- ___ Certificate of Status
- ___ Certificate of Fictitious Name
- ___ Corp Record Search
- ___ Officer Search
- ___ Fictitious Search
- ___ Fictitious Owner Search
- ___ Vehicle Search
- ___ Driving Record
- ___ UCC 1 or 3 File
- ___ UCC 11 Search
- ___ UCC 11 Retrieval
- ___ Courier

FILED
97 OCT -9 PM 2:19
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RECEIVED
97 OCT -9 AM 10:20
DIVISION OF CORPORATION

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

DR 10/9 9:27

10/9/97
P. Hend
CC &
CWS

AMENDMENT TO ARTICLES OF INCORPORATION OF
CC APARTMENTS, INC.

FILED

97 OCT -9 PM 2:19

CC APARTMENTS, INC., a Florida corporation, herewith amends its ARTICLES OF INCORPORATION as follows:

SECRETARY OF STATE
TALLAHASSEE FLORIDA

1. ARTICLE III, PURPOSE, is amended to read as follows:

"ARTICLE III. PURPOSE. The Corporation's business and purpose shall consist solely of the following:

(i) To own, operate and manage a real estate project known as COCONUT CREEK APARTMENTS located in Coconut Creek, Broward County, Florida (the "Property"), pursuant to and in accordance with these Articles of Incorporation; and

(ii) to engage in such other lawful activities permitted to corporations by the General Corporation Laws of the State of Florida as are incidental, necessary or appropriate to the foregoing."

2. ARTICLE XI, LIMITATIONS. is added to read as follows:

"ARTICLE XI, LIMITATIONS. Notwithstanding any other provision of these Articles and any provision of law that otherwise so empowers the Corporation, the Corporation shall not, without the unanimous consent of the Board of Directors, do any of the following:

(i) engage in any business or activity other than those set forth in Article One;

(ii) incur any indebtedness or assume or guaranty any indebtedness of any other entity, other than the first lien mortgage indebtedness incurred in connection with the acquisition of the Property from Column Financial, Inc., in the original principal amount of \$1,760,000.00 (the "First Mortgage") and normal trade accounts payable in the ordinary course of business;

(iii) dissolve or liquidate, in whole or in part;

(iv) consolidate or merge with or into any other entity or convey or transfer or lease its property and assets substantially as an entirety to any entity;

(v) institute proceedings to be adjudicated bankrupt or insolvent, or consent to the institution or bankruptcy or insolvency proceedings against it, or file a petition seeking or consenting to reorganization or relief under any applicable federal or state law relating to bankruptcy, or consent to the appointment of a receiver, liquidator, assignee, trustee, sequestrator (or other similar official) of the Corporation or a substantial part of property of the Corporation, or make any

assignment for the benefit of creditors, or admit in writing its inability to pay its debts generally as they become due, or take corporate action in furtherance of any such action; or

(vi) amend the Articles of Incorporation or the Bylaws of the Corporation.

In addition to the foregoing, the Corporation shall not, without the written consent of the holder of the First Mortgage so long as it is outstanding, take any action set forth in items (i) through (iv) and item (vi).

3. ARTICLE XII, SEPARATENESS PROVISIONS is added to read as follows:

"ARTICLE XII: SEPARATENESS PROVISIONS. The Corporation shall:

(a) maintain books and records and bank accounts separate from those of any other person;

(b) maintain its assets in such a manner that it is not costly or difficult to segregate, identify or ascertain such assets;

(c) hold itself out to creditors and the public as a legal entity separate and distinct from any other entity; and


(d) hold regular Board of Director and stockholder meetings, as appropriate, to conduct the business of the Corporation, and observe all other corporate formalities.

The Corporation shall not:

(aa) commingle its assets or funds with those of any other person; or

(bb) guarantee or pay the debts or obligations of any other person.

IN WITNESS WHEREOF, the undersigned incorporator, sole shareholder and sole member of the Board of Directors has executed these amendments to the Articles of Incorporation of the Corporation on October 7, 1997, and further certifies that the above Amendments to the Articles of Incorporation were duly approved unanimously by the shareholders and Board of Directors of the corporation, namely CC APARTMENTS, INC., a Florida corporation on October 7, 1997 at duly constituted meetings of same.


KENNETH SUHANDRON, as incorporator,
as sole shareholder, as sole member
of the Board of Directors.

STATE OF FLORIDA

COUNTY OF PALM BEACH

BE IT KNOWN that on this 7th day of October, 1997 KENNETH SUHANDRON personally appeared before me, was sworn, produced adequate identification, and he acknowledged before me that he is the sole shareholder and sole member of the Board of Directors of CC Apartments, Inc., a Florida corporation, and that he executed the foregoing Amendments to the Articles of Incorporation of CC Apartments, Inc., as his voluntary act and deed with the authority of the shareholders and Board of Directors of said corporation and for the uses therein set forth, and he further sworn before me that the contents of same were true and correct and based upon his own knowledge.

Joel J. [Signature]
NOTARY PUBLIC, STATE OF FLORIDA
My Commission expires:

*personally
known*

 **LOUIS J. ALFONSO**
COMMISSION # CC 358232
EXPIRES MAR 15, 1998
BONDED THRU
ATLANTIC BONDING CO., INC.