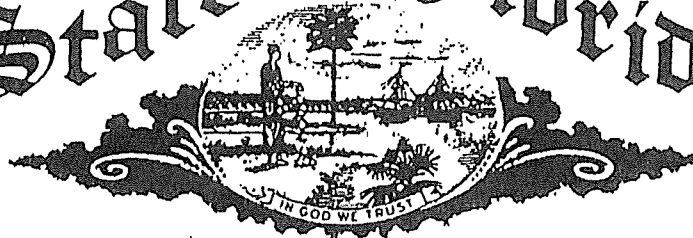


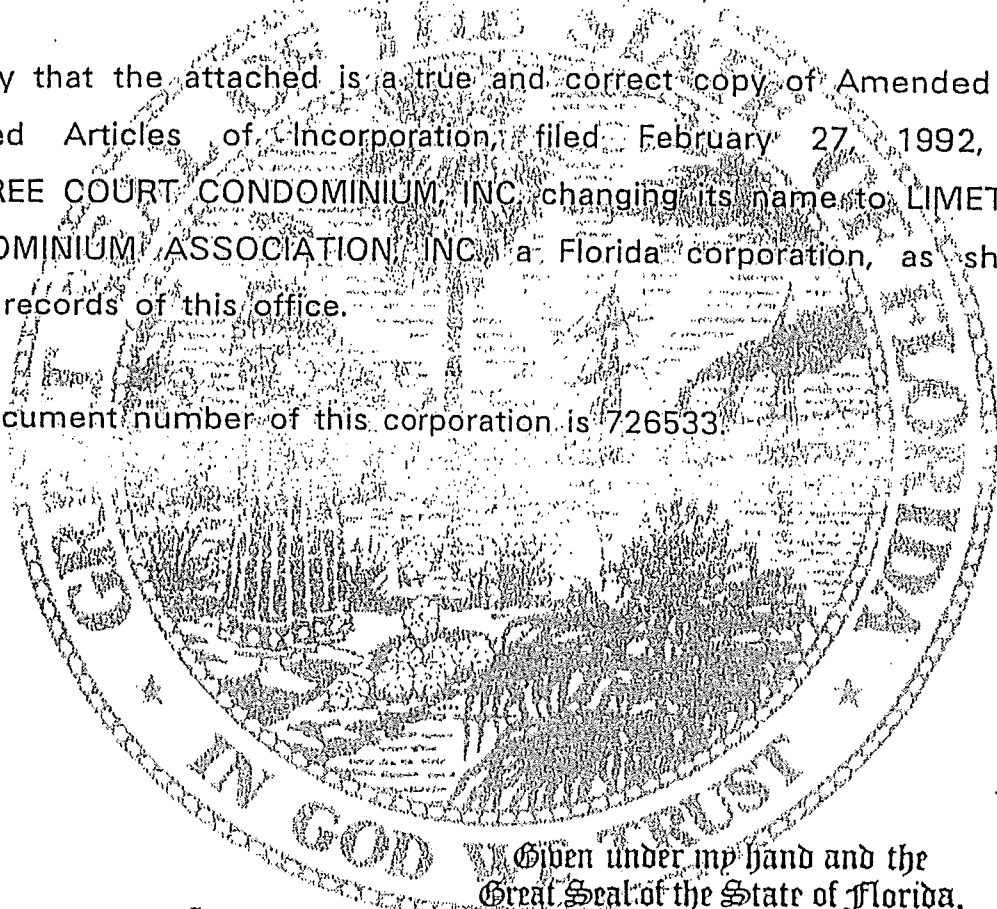
# State of Florida



## Department of State

I certify that the attached is a true and correct copy of Amended and Restated Articles of Incorporation, filed February 27, 1992, for LIMETREE COURT CONDOMINIUM, INC. changing its name to LIMETREE CONDOMINIUM ASSOCIATION, INC. a Florida corporation, as shown by the records of this office.

The document number of this corporation is 726533.



Given under my hand and the Great Seal of the State of Florida, at Tallahassee, the Capital, this the

27th day of February, 1992.

Jim Smith  
Secretary of State



AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

LIMETREE COURT CONDOMINIUM, INC.

(whose name is changing to Limetree Condominium Association, Inc.)

Pursuant to Section 617.1007(4), Florida Statutes, the Articles of Incorporation of LIMETREE COURT CONDOMINIUM, INC., a Florida corporation not for profit, which was originally incorporated under the same name on May 29, 1973 are hereby amended and restated in their entirety. All amendments included herein have been adopted pursuant to Section 617.1007(4), Florida Statutes, and there is no discrepancy between the corporation's Articles of Incorporation and the provisions of these Amended and Restated Articles other than the inclusion of amendments adopted pursuant to Section 617.1007(4), the omission of matters of historical interest, and a change in corporate name. The Amended and Restated Articles of Incorporation of LIMETREE COURT CONDOMINIUM, INC. shall henceforth be as follows:

FILED  
FEB 27 PM 2:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

NAME AND ADDRESS

The name of the corporation is changed to LIMETREE CONDOMINIUM ASSOCIATION, INC., and its mailing address is 10128 43rd Drive South, Boynton Beach, Florida 33436.

ARTICLE II

DEFINITIONS

For convenience, the corporation shall be referred to in this instrument as the "Association"; the Amended and Restated Declaration of Condominium for PINE RIDGE SOUTH III CONDOMINIUM, as the "Declaration"; these Amended and Restated Articles of Incorporation as the "Articles"; and the Amended and Restated By-Laws of the Association as the "By-Laws". All other definitions contained in the Declaration are incorporated by reference into these Articles.

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THIS INSTRUMENT PREPARED BY:

LEVINE AND FRANK, P.A.  
3300 PGA Blvd., Suite 800  
Palm Beach Gardens, FL 33410  
(407)626-4700

ARTICLE IIIPURPOSE AND POWERS

Section 3.1. Purpose. The purpose for which the Association is organized is to provide an entity pursuant to the Condominium and Corporate Acts for the operation of Limetree Court Condominium to be known as Limetree Condominium, located in Palm Beach County, Florida. The Association is organized and shall exist on a non-stock basis as a corporation not for profit under the laws of the State of Florida.

Section 3.2. Powers and Duties.

- A. General. For the accomplishment of its purposes, the Association shall have all of the common law and statutory powers and duties of a corporation not for profit under the laws of the State of Florida, except as limited or modified by these Articles, the Declaration, the By-Laws or the Florida Condominium and Corporate Acts.
- B. Powers. The Association shall have all of the powers reasonably necessary to operate the Condominium pursuant to the Declaration and By-Laws as they may hereafter be amended, including, but not limited to:
1. To make and collect assessments against members of the Association to defray the costs, expenses and losses of the Association, and to use the funds in the exercise of its powers and duties; and to levy and collect Charges.
  2. To protect, maintain, repair, replace and operate the Properties pursuant to the Condominium Documents.
  3. To purchase insurance upon the Properties for the protection of the Association and its members, as required by law.
  4. To make improvements of the Properties, subject to any limitations contained in the Declaration, and to reconstruct improvements after casualty.
  5. To make, amend, and enforce reasonable rules and regulations governing the use of the Properties, including the Units and the operation of the Association, and including the frequency, time, location, notice and manner of the inspection and copying of official records.
  6. To enforce the provisions of the Condominium and Corporate Acts, the Condominium Documents and any Rules and Regulations of the Association.

7. To contract for the management and maintenance of the Condominium and the Properties, and to delegate any powers and duties of the Association in connection therewith except such as are specifically required by the Declaration to be exercised by the Board of Directors or the membership of the Association.
8. To employ accountants, attorneys, architects, and other professional personnel to perform the services required for proper operation of the Condominium.
9. To borrow money without limit as to amount if necessary to perform its other functions hereunder.
10. To purchase Units at foreclosure sales resulting from the Association's foreclosure of its Claim of Lien for unpaid assessments or charges, and/or to take title by deed in lieu of foreclosure.
11. To contract for bulk rate cable television service for the Condominium, subject to the rights of owners to cancel same if and as provided in the Condominium Act from time to time.
12. To contract for and maintain and implement facilities and services which the Board in its discretion deems necessary for this Community to qualify for EXEMPTION THREE of the ACT, as more fully explained in the ADMINISTRATIVE RULES.

C. Duties.

1. The Association shall adopt a Rule and Regulation concerning the posting of notices of Board meetings and the annual meeting.
2. The Association shall prepare a Question and Answer Sheet if and as required by the Condominium Act and Administrative Rules and shall update it annually.
3. The Association shall maintain an adequate number of copies of the Condominium Documents and Rules and Regulations, and all amendments to the foregoing, as well as the Question and Answer Sheet referred to above, on the Properties, to ensure their availability to Owners and prospective purchasers. The Association may charge its actual costs for preparing and furnishing the foregoing to those requesting same.
4. The Association shall ensure that the following contracts shall be in writing:
  - (a) Any contract for the purchase, lease or renting of materials or equipment, which is not to be fully performed within one year from the date of execution

of the contract.

(b) Any contract, regardless of term, for the provision of services; other than contracts with employees of the Association, and contracts for attorneys and accountants services, and any other service contracts exempted from the foregoing requirement by the Condominium Act or Administrative Rules as amended from time to time.

5. The Association shall obtain competitive bids for materials, equipment and services where required by the Condominium Act and Administrative Rules as amended from time to time. This provision shall not require the Association to accept the lowest bid.
6. The Association shall obtain and maintain fidelity bonding as required by the Condominium Act and Administrative Rules.

All powers of the Association conferred by the Declaration and By-Laws are incorporated into these Articles by reference.

**Section 3.3. Emergency Powers.** The following shall apply to the extent not viewed to be in conflict with the Condominium Act:

- A. In anticipation of or during any emergency defined in Section 3.3.E below, the Board of Directors of the Association may:
  1. Modify lines of succession to accommodate the incapacity of any Director, Officer, employee or agent of the Association; and
  2. Relocate the principal office or designate alternative principal offices or authorize the Officers to do so.
- B. During any emergency defined in Section 3.3.E below:
  1. Notice of a meeting of the Board of Directors need be given only to those Directors whom it is practicable to reach and may be given in any practicable manner, including by publication and radio;
  2. One or more Officers of the Association present at a meeting of the Board of Directors may be deemed to be Directors for the meeting, in order of rank and within the same rank in order of seniority, as necessary to achieve a quorum; and
  3. The Director or Directors in attendance at a meeting shall constitute a quorum.

- C. Corporate action taken in good faith during an emergency under this Section 3.3 to further the ordinary affairs of the Association:
1. Binds the Association; and
  2. May not be used to impose liability on a Director, Officer, employee, or agent of the Association.
- D. An Officer, Director, or employee of the Association acting in accordance with any emergency By-Laws is only liable for willful misconduct.
- E. An emergency exists for purposes of this section if a quorum of the Association's Directors cannot readily be assembled because of some catastrophic event.

Section 3.4. Condominium property. All funds and the title to all property acquired by the Association and their proceeds shall be held for the benefit of the members in accordance with the provisions of the Condominium Documents.

#### ARTICLE IV

##### MEMBERSHIP AND VOTING IN THE ASSOCIATION

Section 4.1. Membership. The members of the Association shall be as provided in Section 2.1 of the By-Laws.

Section 4.2. Voting. The Owners of each Unit, collectively, shall be entitled to that vote as set forth in the By-Laws. Fractional voting is absolutely prohibited. The manner of exercising voting rights shall be as set forth in the By-Laws.

Section 4.3. Quorum. The quorum for voting at members' meetings shall be a majority of the voting interests of the entire membership.

Section 4.4. Special Meetings of the Membership. The minimum percentage of voting interests of the membership enabled to require the Board of Directors to call a special meeting of the membership is 25%; refer to Section 3.2 of the By-Laws for further provisions on this subject.

Section 4.5. Action by Members Without a Meeting. Action permitted or required to be taken at an annual or special meeting of the members may be taken without a meeting, as is more fully set forth in Section 3.15 of the By-Laws.

#### ARTICLE V

##### DIRECTORS

Section 5.1. Number and Qualifications. The property, business and affairs of the Association shall be managed by a Board in the manner and accordance

with the relevant provisions specified in the By-Laws. Each Director must be a member of the Association or a spouse of a member, and must have attained the age of eighteen (18) years. Other provisions regarding qualifications of Directors are contained in the By-Laws.

Section 5.2. Duties and Powers. All of the duties and powers of the Association existing under Chapters 718, 617 and 607, Florida Statutes and the Condominium Documents shall be exercised exclusively by the Board of Directors, its agents, contractors, or employees, subject only to:

- A. approval by Owners, when such approval is specifically required in the Law or Condominium Documents; and/or
- B. action by the Executive Committee, if any.

Section 5.3. Election; Removal. Subject to the provisions contained in Section 5.4 next below, Director(s) of the Association shall be elected in the manner determined by and subject to the terms and provisions set forth in the By-Laws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the By-Laws.

Section 5.4. Current Directors (In Office as of the Date of Filing these Articles). The names and addresses of the members of the current Board of Directors who shall hold office until their successors are elected and have taken office, as provided in the By-Laws, are as follows:

George Murphy  
10137 44th Avenue South  
Boynton Beach, Florida 33436

Gloria Stockton  
10076 40th Drive South  
Boynton Beach, FL 33436

Roy O'Brien  
10124 45th Avenue South  
Boynton Beach, FL 33436

Patricia Hart  
10144 44th Way South  
Boynton Beach, FL 33436

Larry Ballard  
10146 41st Terrace South  
Boynton Beach, FL 33436

William Koppelman  
10124 45th Way South  
Boynton Beach, FL 33436

Robert Zall  
10166 44th Drive South  
Boynton Beach, FL 33436

ARTICLE VI

OFFICERS

Section 6.1. Offices. The affairs of the Association shall be administered by the Officers holding the offices designated in the By-Laws.

Section 6.2. Duties and Powers. The powers and duties of the officers are as provided in the By-Laws.

Section 6.3. Election; Removal. The Officers shall be elected by the Board of Directors of the Association at its first meeting after the election meeting of the members of the Association and shall serve at the pleasure of the Board of Directors.

Section 6.4. Current Officers (In Office as of the Date of Filing these Articles). The names and addresses of the current Officers who shall serve until their successors are designated by the Board of Directors are as follows:

George Murphy, President  
10137 44th Avenue South  
Boynton Beach, Florida 33436

Gloria Stockton, Vice President  
10076 40th Drive South  
Boynton Beach, FL 33436

Roy O'Brien, Treasurer  
10124 45th Avenue South  
Boynton Beach, FL 33436

Patricia Hart, Secretary  
10144 44th Way South  
Boynton Beach, FL 33436

#### ARTICLE VII

#### INDEMNIFICATION

Section 7.1. To the fullest extent permitted by Florida law, the Association shall indemnify and hold harmless every Director, every officer, and every member of a committee of the Association against all expenses and liabilities, including attorneys' fees, actually and reasonably incurred by or imposed on him/her in connection with any legal proceeding (or settlement or appeal of such proceeding) (and including administrative proceeding) to which he/she may be a party because of his/her being or having been a Director, officer or member of a committee of the Association. The foregoing right of indemnification shall not be available if a judgment or other final adjudication establishes that his/her actions or omissions to act were material to the cause adjudicated and involved:

- A. Willful misconduct or a conscious disregard for the best interests of the Association, in a proceeding by or in the right of the Association to procure a judgment in its favor; or



- B. A violation of criminal law, unless the Director or officer had no reasonable cause to believe his/her action was unlawful or had a reasonable cause to believe his action was lawful; or
- C. A transaction from which the Director or officer derived an improper personal benefit.

In the event of a settlement, the right to indemnification shall not apply unless the Board of Directors approves such settlement as being in the best interest of the Association. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which a Director or office may be entitled.

Section 7.2. Provisos.

- A. It is specifically recognized and agreed that the protections of Section 7.1 above shall fully apply in connection with the decisions of the Directors and officers to disapprove transfers by reason of age, in which any action arises or is threatened under the ACT.
- B. The protections of Section 7.1 above shall fully apply to protect any committee members of the Association, as if they were specifically referred to in Section 7.1, in connection with the member(s) decisions to disapprove or recommend disapproval of transfers by reason of age, in which any action arises or is threatened under the ACT.
- C. Exception. The Provisos and Section 7.1 above shall not apply to protect Directors, officers or committee persons where they know or had reason to know that the Community was not exempted from the ACT by EXEMPTION THREE.

ARTICLE VIII

BY-LAWS

The Amended and Restated By-Laws of the Association are as approved by the membership of the Association, and may be altered, amended or rescinded by the vote of both the Board of Directors and members of the Association in the manner provided in the By-Laws; with the vote of the Board alone permitted only if and as permitted in the By-Laws.

ARTICLE IXAMENDMENTS TO THE ARTICLES OF INCORPORATION

Amendments to these Articles shall be proposed and adopted in the following manner:

Section 9.1. Proposal. Amendments to these Articles may be proposed by resolution of the Board of Directors or by written petition signed by the owners of one-fourth (1/4) of the Units. If any Amendment is proposed by written petition, a majority of the entire Board of Directors shall adopt a resolution approving the Amendment.

Section 9.2. Procedure; Notice and Format. Upon any amendment or amendments to these Articles being proposed as provided above, the proposed amendment or amendments shall be submitted to a vote of the members not later than the next annual meeting, unless insufficient time to give proper notice remains before that meeting. The full text of any amendment to the Articles shall be included in the notice of the Owners' meeting of which a proposed amendment is considered by the Owners. New words shall be inserted in the text by underlining and words to be deleted shall be lined through with hyphens; however, if the proposed change is so extensive that this procedure would hinder, rather than assist, the understanding of the proposed amendment, it is not necessary to use underlining and hyphens as indicators of words added or deleted, but, instead, a notation must be inserted immediately preceding the proposed amendment in substantially the following language: "Substantial rewording of Articles. See provision \_\_\_\_\_ for present text."

Section 9.3 Vote Required. Except as otherwise provided by Florida Law, or by specific provision of the Condominium Documents, this Declaration may be amended by concurrence of not less than 60% of the entire Board of Directors and not less than 75% of the voting interests of all members of the Association.

Section 9.4. Provisos. Notwithstanding any provision contained in the Condominium Documents to the contrary:

- A. No amendment shall operate to unlawfully discriminate against any Unit or class or group of Units.
- B. An Amendment to these Articles that adds, changes, or deletes a greater or lesser quorum or voting requirement must meet the same quorum requirement and be adopted by the same vote required to take action under the quorum and voting requirements then in effect or proposed to be adopted, whichever is greater.
- C. Article XI of these Articles may be amended by the vote of a majority of the entire Board of Directors, without the need for membership approval, if a statement of change of registered agent and/or office is on file with the Department of State.

Section 9.5. Recording and Effective Date. A copy of each Amendment shall be filed with the Department of State pursuant to the provisions of applicable Florida law, and a copy certified by the Department of State shall be recorded in the Public Records of Palm Beach County, Florida. The Certificate of Amendment shall, on the first page, state the book and page of the Public Records where the Declaration is recorded. The Certificate shall be executed with the formalities required for the recording of a deed. The Amendment shall be effective upon recording in the Public Records of Palm Beach County, Florida. Exception. As to any Amendment to Article XI of these Articles, this Section 9.5 shall not apply.

ARTICLE X

TERM

The term of the Association shall be perpetual.

ARTICLE XI

REGISTERED AGENT AND REGISTERED OFFICE

The Registered Agent for the Association is Jay Steven Levine, Esquire, Levine and Frank, P.A., and the Registered Office is 3300 PGA Blvd., Suite 800, Palm Beach Gardens, Florida 33410.

CERTIFICATE OF ADOPTION OF THE AMENDED AND RESTATED ARTICLES OF INCORPORATION

THE UNDERSIGNED, being the duly elected and acting President and Secretary of LIMETREE CONDOMINIUM ASSOCIATION, INC. hereby certify that the foregoing was approved by not less than 60% of the entire Board of Directors on February 11 1992 at a special Board Meeting called for the purpose, with quorum present; and was approved by not less than 75% of the voting interests of the members of the Association, voted on February 11 1992 at a meeting of the members called for the purpose, with quorum present. The number of votes was sufficient for approval. The foregoing both amend and restate the Articles of Incorporation in their entirety.

EXECUTED this 13 day of February, 1992.

WITNESSES:

[Signature]  
[Signature]

LIMETREE COURT CONDOMINIUM, INC.

BY: [Signature]  
President

ATTEST: [Signature]  
Secretary

STATE OF FLORIDA )  
 )ss  
COUNTY OF PALM BEACH )

I HEREBY CERTIFY that on this 13 day of February, 1992, before me personally appeared George Murphy and Patricia S. Hart, President and Secretary, respectively of LIMETREE COURT CONDOMINIUM, INC., a Florida Corporation not for profit, to me known to be the individuals and officers described in and who executed the aforesaid Certification as their free acts and deeds as such duly authorized officers; and that the official seal of the Corporation is duly affixed and the instrument is the act and deed of the Corporation.

WITNESS my signature and official seal at Boynton Beach in the County of Palm Beach, State of Florida, the day and year last aforesaid.

Blanche Jacobson  
NOTARY PUBLIC, State of Florida at Large

My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA  
MY COMMISSION EXP JUNE 23, 1994  
BONDED THRU GENERAL INS. UND.

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent to accept service of process of LIMETREE COURT CONDOMINIUM, INC., at the place designated in these Articles, I agree to act in the capacity and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

DATED THIS 13 day of February, 1992

Jay Steven Levine  
REGISTERED AGENT - JAY STEVEN LEVINE, ESQUIRE

LIMEEXB