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Palm Beach County, Florida

PREPARED BY AND RETURN TO:  
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**CERTIFICATE OF AMENDMENT TO THE DECLARATION OF COVENANTS AND RESTRICTIONS OF CAPE POINTE BY AMENDING THE ARTICLES OF INCORPORATION AND BY-LAWS OF CAPE POINTE HOMEOWNERS ASSOCIATION, INC. WHICH ARE EXHIBITS TO THE DECLARATION**

**WHEREAS**, the Cape Pointe Declaration of Covenants and Restrictions and exhibits are recorded in Official Record Book 3354, Pages 685 through 712 inclusive, Public Records of Palm Beach County, Florida;

**WHEREAS**, Article XI.C.1 of the Articles of Incorporations provides that the Articles may be amended by the vote of not less than 51% of the entire membership of the Board of Directors and by not less than 51% of the voting interests of the members of the Association voting at the meeting;

**WHEREAS**, Article X.2 of the Articles of Incorporation and Article IX.2 of the By-Laws collectively provide that the By-Laws may be amended by the vote of a majority of the voting interests of the members of the Association voting at a members meeting;

**WHEREAS**, at a Board meeting held 2/13, 2002, not less than 51% of the entire membership of the Board of Directors voted to approve of the amendments to the Articles of Incorporation and By-Laws as set forth in Exhibits "1" and "2" to this certificate;

**WHEREAS**, at a membership meeting held on February 13, 2002, not less than 51% of the votes of the members of the Association voting at that meeting did vote to approve of the amendments to the Articles and By-Laws in the particulars as set forth in Exhibits "1" and "2" to this certificate;

**WHEREAS**, the certificate of the amendment to the Articles of Incorporation shall be filed with the Secretary of State and this certificate and Exhibits "1" and "2" shall be filed in the Public Records of Palm Beach County, Florida.

**NOW, THEREFORE**, the Declaration by amending the Articles of Incorporation and By-Laws shall be amended in the particulars as stated in Exhibits "1" and "2" attached hereto; these amendments shall run with the real property known as Cape Pointe, 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, assigns, tenants, guests and visitors, and except as otherwise amended hereby, shall remain unchanged and in full force and effect.



Exhibit "1"

FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF  
CAPE POINTE HOMEOWNERS ASSOCIATION, INC.**

As used herein the following shall apply:

A. Words in the text which are lined through with hyphens (---) indicate deletions from the present text.

B. Words in the text which are underlined indicate additions to the present text.

1. **Article VI.D of the Articles of Incorporation shall be amended to read as follows:**

~~"D. The first election of the Directors by members shall not be held until record fee title to all of the residential dwelling units in CAPE POINTE has been conveyed by the Developer, Jonathan's Landing, Inc., or until it, in its sole discretion, shall consent thereto. Until such time as the Developer, Jonathan's Landing, Inc., conveys of record all of the residential dwelling units in CAPE POINTE, it shall have the right to appoint all members of the Board of Directors. This right may be relinquished, in whole or in part, by the consent of the Developer in its sole discretion. Directors named in the Articles shall serve until the first election of Directors, by the members, and any vacancies in their number occurring before the first election of the Board of Directors by the members. Directors need not be members of the Corporation. Subsequent thereto, however, Directors must be members of this Corporation. The qualifications for Directors are as set forth in the By-Laws."~~

**CERTIFICATE OF ADOPTION OF AMENDMENT TO  
THE ARTICLES OF INCORPORATION**

THE UNDERSIGNED, being the duly elected and acting president of CAPE POINTE HOMEOWNERS ASSOCIATION, INC. hereby certifies that the foregoing was approved by not less than 51% of the entire membership of the Board of Directors on February 13, 2002, and was approved by not less than a majority of the voting interests of the members of the Association voting at a meeting held on February 13, 2002. **The number of votes was sufficient for approval.**



## Exhibit "2"

**AMENDMENTS TO THE BY-LAWS**  
**CAPE POINTE HOMEOWNERS ASSOCIATION, INC.**

As used herein the following shall apply:

A. Words in the text which are lined through with hyphens (---) indicate deletions from the present text.

B. Words in the text which are underlined indicate additions to the present text.

1. **Article IV, Section 1 of the By-Laws shall be amended to read as follows:**

"ARTICLE IV

"Section 1. Time. ~~The annual members' meeting shall be held at 3:00 p.m. on the third Thursday in the month of February of each year on such date and at such time as provided for by the Board of Directors in the notice of meeting,~~ for the purpose of electing Directors and transacted by the members. Special meetings shall be held on the date and the time stated in the notice hereof; ~~provided, however, that if that day is a legal holiday, the meeting shall be held at the same hour on the next succeeding day.~~

2. **Article V, Section 1 of the By-Laws shall be amended to read as follows:**

"ARTICLE V  
Directors

"Section 1. Number, Term and Qualifications. ~~Prior to the first meeting of the members as set forth in ARTICLE IV, Section 7, the affairs of the Corporation shall be managed by the Board of Directors composed of five (5) persons, who need not be members of this Corporation. Thereafter, the~~ The affairs of the Corporation shall be managed by a Board of Directors, composed of five (5) persons, who must be members of this Corporation, or any of the following: The spouse of a member; any director or officer of a corporate member; any partner of a business named partnership as member; and in the event of a trust as the member, then any trustee, or any beneficiary who is a permanent occupant of the lot. The Corporation shall be entitled to receive such documentation as it reasonably requires evidencing such representative capacity in order for the person to be eligible to serve as a Director. ~~All officers of a corporation owning property within~~

~~CAPE POINTE shall be deemed to be members of this Corporation so as to qualify as a Director herein. The third (1987) Board of Directors duly elected by the members of the Corporation shall have three (3) Directors with a term of two (2) years and two (2) Directors with a term of one (1) year. Thereafter, Staggered Board terms were previously created, such that each Director shall have a term of two (2) years and shall extend until the Annual Meeting of the members or until a successor is duly elected and qualified, or until removal in the manner provided for below.~~

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