

ARTICLES OF INCORPORATION

We, the undersigned, jointly and severally agree with each other to associate ourselves and our successors together as a corporation not for profit under the laws of the State of Florida and do hereby subscribe, acknowledge and file in the office of the Secretary of State of the State of Florida the following Articles of Incorporation:

FILED
1939 FEB 25 PM 2:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I.

The name of the corporation shall be:

PORT BELLEAIR NO. 2, INC., a Condominium.

II.

The purpose for which the corporation is organized shall be to buy, sell, lease or sub-lease, and to acquire, maintain or operate as fee owner or as owner of a leasehold interest, or solely to maintain or operate without any interest in real property, a certain multi-unit residential building and the land upon which said building shall be situated in Pinellas County, Florida, a condominium, which multi-unit residential building shall be known as PORT BELLEAIR NO. 2, a condominium; the land on which said building shall be situated being legally described as follows:

TRACT "B", being a part of Lot 24, Sunset Bluff Subdivision, as recorded in Plat Book 25, pages 28 and 29, public records of Pinellas County, Florida and the land lying 190.00 feet to the East of and adjacent to said Lot 24, and being more particularly described as follows:

Begin at the Southwest corner of the Northeast 1/4 of Section 32, Township 29 South, Range 15 East, Pinellas County, Florida,

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Parker, Battaglia and Ross
3825 Central Avenue
Post Office Box 42078
St. Petersburg, Florida 33733

thence run South 89° 03' 57" East 300.00 feet; thence run North 01° 23' 52" East, 335.00 feet to the Point or Beginning; continue thence North on the West right-of-Way line of Sunset Boulevard North 01° 23' 52" East, 100.00 feet to a point; thence run North 89° 03' 57" West, 353.35 feet to a point on the East right-of-way line of Bluff View Drive; thence along said right-of-way on a curve concave to the East of radius 1115.78 feet, arc length 21.57 feet, chord length 21.57 feet, bearing South 19° 21' 44" West to a point; thence continue along said right-of-way South 18° 48' 30" West, 83.57 feet to a point; thence run South 89° 03' 57" East, 385.01 feet to the point of beginning, containing therein 0.85 acres, more or less, and

Subject to such easements that may be noted for utilities and access which are dedicated for the use of Bay Management, Inc., a Florida Corporation, for such use as may be required and for the use of the telephone, power and gas companies as they may require.

And to erect such additional buildings and structures on said real estate as the corporation may deem best, and to transact all business necessary and proper in connection with the operation of said property for the mutual benefit of its members; to operate said property for the sole use and benefit of its members, without attempting to make any profit or other gains for the corporation, and to perform any other act for the well-being of member residents, without partiality or undue inconvenience as between member residents; and to perform any other act in maintaining an atmosphere of congeniality and high standard of the physical

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 St. Petersburg, Florida 33733

appearance of the buildings, to formulate By-Laws, rules or regulations, and to provide for the enforcement thereof. The Corporation shall also have such other power and authority to do and perform every act and thing necessary and proper in the conduct of its business for the accomplishment of its purposes as set forth herein and as permitted by Chapter 617, Florida Statutes, entitled Corporations Not For Profit.

III.

PORT BUILDERS, INC., a Florida Corporation, hereinafter referred to as the Developer, shall make and declare a certain Declaration of Condominium submitting the property described herein to condominium ownership under the restrictions, reservations, covenants, conditions and easements set out therein, which shall be applicable to said property and all interests therein, to-wit:

(a) Legal description as more fully set forth in Article II herein.

(b) All improvements erected or installed on said land, including one (1) building containing thirty-two (32) condominium units and related facilities.

Initially, such three (3) persons as the Developer may name shall be the members of the corporation who shall be the sole voting members of the corporation until such time as the Developer has conveyed twenty-eight (28) condominium units to the individual grantees, as said condominium units are defined in the Declaration of Condominium, or for a period of five (5) years after completion of improvements upon the property hereinabove described in Article II, whichever event shall occur first. Thereafter,

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St. Petersburg, Florida 33733*

such three (3) persons named shall cease to be members of the corporation, unless they are either the Developer or a grantee of the Developer, and the individuals to whom the condominium units have been conveyed shall be voting members of the corporation. The By-Laws of the corporation may not change or alter this Article.

IV.

The term for which this Corporation shall exist shall be perpetual.

V.

The names and post office addresses of the subscribers to these Articles of Incorporation are as follows:

Dave Zimring	3100 West Bay Drive Belleair Bluffs, Florida
William B. Axelrod	3100 West Bay Drive Belleair Bluffs, Florida
Carol Ford	3100 West Bay Drive Belleair Bluffs, Florida

VI.

The affairs of the Corporation shall be managed by a President, Vice President, Secretary and Treasurer. The officers of the Corporation shall be elected annually by the Board of Directors of the Corporation in accordance with the provisions provided therefor in the By-Laws of the Corporation.

VII.

The business of the Corporation shall be conducted by a Board of Directors which shall consist of not less than five (5) members, as the same shall be provided for by the By-Laws of the

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3835 Central Avenue
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St. Petersburg, Florida 33733*

Corporation. The members of the Board of Directors shall be elected annually by the majority vote of the members of the Corporation. The names and post office addresses of the first Board of Directors and officers, who shall serve as Directors and officers until the first election of Directors and officers, are as follows:

Dave Zimring	3100 West Bay Drive Belleair Bluffs, Florida President and Director
William B. Axelrod	3100 West Bay Drive Belleair Bluffs, Florida Vice President and Director
Carl Forc	3100 West Bay Drive Belleair Bluffs, Florida Secretary-Treasurer and Director
Carl G. Parker	3835 Central Avenue St. Petersburg, Florida Director
Jean L. Willson	3835 Central Avenue St. Petersburg, Florida Director

VIII.

The By-Laws of the Corporation are to be made, altered or rescinded by a three-fourths (3/4ths) vote of the members of this Corporation.

IX.

Amendments to the Articles of Incorporation may be proposed by the Board of Directors or by a majority vote of the members of the Corporation, provided, however, that no such amendments to the Articles of Incorporation shall be effective unless adopted pursuant to Article XI hereinafter.

*Law Offices
Dunham, Prattigler and Press
3835 Central Avenue
Post Office Box 42078
St. Petersburg, Florida 33733*

X.

Section 1. No officer, Director or member shall be personally liable for any debt or other obligation of the corporation, except as provided in the Declaration of Condominium.

Section 2. Each member shall be restricted to one (1) vote, except in all elections for Directors, each member shall have the right of cumulative voting; that is to say, each member shall have the right to vote, in person or by proxy, for as many persons as there are Directors to be elected, or to distribute them on the same principle among as many candidates as he shall see fit.

Section 3. A membership may be owned by more than one owner, provided that membership shall be held in the same manner as title to the unit. In the event ownership is in more than one person, all of the owners of such membership shall be entitled collectively to only one (1) vote or ballot in the management of the affairs of the Corporation in accordance with the Declaration of Condominium, and the vote may not be divided between plural owners of a single membership.

Section 4. The members of this Corporation shall be subject to assessment for the costs and expenses of the corporation in operating the multi-unit building, in accordance with the Declaration of Condominium, these Articles of Incorporation and the By-Laws of the corporation. The By-Laws of the Corporation may not change or alter this Section 4, Article X.

Section 5. The Corporation shall not be operated for profit, no dividends shall be paid, and no part of the income of the

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corporation shall be distributed to its members, Directors or officers.

Section 6. The members of the Corporation, individually, are responsible for all maintenance and repair within and about their condominium unit.

Section 7. Any matter or controversy or dispute between members or between a member and the Corporation shall be settled by arbitration in accordance with the rules therefor provided by the American Arbitration Association and the Statutes of the State of Florida.

Section 8. The members of this Corporation shall be subject to all of the terms, conditions, restrictions and covenants contained in the Declaration of Condominium, these Articles of Incorporation, and the By-Laws of the Corporation.

XI.

These Articles of Incorporation of the Corporation may not be amended, altered, modified, changed or rescinded by a vote of less than three-fourths (3/4ths) of the then present members of the Corporation, which may be accomplished at any regular or special meeting of the Corporation, provided that written notice of the proposed change shall have been mailed to each member of the Corporation ten (10) days prior to said meeting of the Corporation; provided, however, that no such alteration, amendment, modification, change or rescission of Article II hereinabove and Sections 4, 5, 6 and 9 of Article X may be made without the unanimous approval of the then members of the Corporation, together with the unanimous approval of all mortgagees holding a valid,

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enforceable first mortgage lien against any condominium unit, provided such mortgagees are institutional mortgagees, such as a bank, savings and loan association or insurance company authorized to transact business in the State of Florida.

XII.

This Corporation shall provide and may contract for recreational facilities to be used by the condominium unit owners for recreational and social purposes.

XIII.

In the event this Corporation shall become dormant, inactive and fail to perform its duties and carry out its contractual covenants and conditions as set forth herein, together with those matters required to be performed of this Corporation in accordance with the Declaration of Condominium and all matters in connection therewith, including, but not limited to, the provisions of the Maintenance Agreement as it may pertain to this Corporation, then the said Corporation shall revert back to the original incorporators or their designated attorney-in-fact for purposes of reactivating said corporation by electing new officers and Directors of this Condominium, as provided for in the Articles of Incorporation and By-Laws of this Condominium.

XIV.

The principal place of business of this Corporation shall be located at 147 Bluffview Drive, Belleair Bluffs, Pinellas County, Florida, or at such other place or places as may be designated from time to time.

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3835 Central Avenue
P.O. Box 12078
St. Petersburg, Florida 33733*

IN WITNESS WHEREOF the subscribing incorporators have hereunto set their hands and seals and caused these Articles of Incorporation to be executed this 21st day of February, 1969.

Dave Zimring L.S.
Dave Zimring

William B. Axelrod L.S.
William B. Axelrod

Carol Ford L.S.
Carol Ford

STATE OF FLORIDA)
COUNTY OF PINELLAS)

Before me, the undersigned authority, personally appeared DAVE ZIMRING, WILLIAM B. AXELROD and CAROL FORD, to me well known and known to me to be the persons described in and who executed the foregoing Articles of Incorporation, and have severally acknowledged before me that they executed the same freely and voluntarily and for the purposes therein mentioned.

WITNESS my hand and official seal at Belleair Bluffs, County of Pinellas, State of Florida, this 21st day of February, 1969.

Mary C. Taylor
Notary Public
My commission expires:

Notary Public, State of Florida at Large
My Commission Expires JULY 8, 1971

Law Offices
Pankov, Pruttygia and Ross
3835 Central Avenue
Pal Office Box 12078
St Petersburg, Florida 33733

A F F I D A V I T

STATE OF FLORIDA)
) ss.
COUNTY OF PINELLAS)

Before me, the undersigned authority, this day personally appeared DAVE ZIMRING, who, after being duly sworn, as required by law, deposes and says:

1. That he is the President of PORT BUILDERS, INC., a Florida Corporation.

2. That as President of said PORT BUILDERS, INC., a Florida Corporation, he has no objections to said Corporation being mentioned in the Articles of Incorporation filed with the Secretary of State, State of Florida, Tallahassee, Florida, known as PORT BELLEAIR NO. 2, INC., a Condominium, and hereby consents to the use of said corporate name in the aforesaid condominium corporation.

3. That this consent shall be attached to and made a part of the charter of PORT BELLEAIR NO. 2, INC., a Condominium, as though set forth therein in full.

4. Further Affiant saith not.

Dave Zimring

Dave Zimring

Sworn to, and subscribed before me this 21st day of February, 1969.

Mary C. Taylor

Notary Public
My commission expires:

Notary Public, State of Florida No. 1471

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Parkson, Matlock and Ross
3835 Central Expressway
Post Office Box 12078
St. Petersburg, Florida 33733

CONDOMINIUM

Instrument No. 69024295

Date Filed March 11, 1969

Hour 2:39 P. M.

Condominium Book No. 3 Page No. 74, 75 and 76

Name of Condominium Apartment

ROYAL STEWART ARMS, INC. No. 2

Owners:

Causeway Construction Company, Inc.

CONDOMINIUM

Instrument No. 69024426

Date Filed March 11, 1969

Hour 3:53 P. M.

Condominium Book No. 3 Page No. 77 and 78

Name of Condominium Apartment

PORT BELLEAIR NO. 2

Owners:

Port Builders, Inc.

AGREEMENT

THIS AGREEMENT entered into this 16th day of August, 1979, by and between PORT BUILDERS, INC., BAY MANAGEMENT, INC., a Florida corporation, and PORT BELLEAIR #1, INC., PORT BELLEAIR #2, INC., PORT BELLEAIR #3, INC., and PORT BELLEAIR #4, INC., Florida non-profit corporations.

01 Cash 11 Chg
40 R:c 19.00 + 8100 chg
41 Si _____
42 Sur _____
43 In: _____
Tot 20.00
msj

W I T N E S S E T H:

WHEREAS, BAY MANAGEMENT, INC., and PORT BELLEAIR #1, INC., did enter into a certain maintenance agreement on May 6, 1968, said maintenance agreement being recorded in O. R. Book 2827, Pages 322 through 327 of the Public Records of Pinellas County; and

WHEREAS, BAY MANAGEMENT, INC., and PORT BELLEAIR #2, INC., did enter into a certain maintenance agreement on May 11, 1969, said maintenance agreement being recorded in O.R. Book 3033, Pages 113 through 118 of the Public Records of Pinellas County; and

WHEREAS, BAY MANAGEMENT INC., and PORT BELLEAIR #3, INC., did enter into a certain maintenance agreement on June 30, 1970, said maintenance agreement being recorded in O.R. Book 3362, Pages 619 through 626 of the Public Records of Pinellas County; and

WHEREAS, BAY MANAGEMENT, INC., and PORT BELLEAIR #4, INC., did enter into a certain maintenance agreement on August 17, 1971, said maintenance agreement being recorded in O.R. Book 3612, Pages 666 through 671 of the Public Records of Pinellas County; and

WHEREAS, the aforementioned maintenance agreements provided that BAY MANAGEMENT, INC., would provide certain delineated maintenance services to the respective condominium associations; and

WHEREAS, PORT BUILDERS, INC., a Florida corporation, is conveying a certain parcel of real property to PORT BELLEAIR #1, INC., PORT BELLEAIR #2, INC., PORT BELLEAIR #3, INC., and PORT BELLEAIR #4, INC., by warranty deed of even date herewith, the legal description of said parcel of real property being attached hereto and by reference made a part hereof and marked as Exhibit "A"; and

RECORDED
PINELLAS CO. FLORIDA
AUG 30 5 17 PM '79
Clerk Circuit Court

Return to:
Wm S. Jonassen P.A.
Attorney at Law
P.O. Box 366
Indian Rocks Beach,
Florida 33555

WHEREAS, the parties hereto are desirous of setting forth the respective parties' obligations and responsibilities with regards to the maintenance of the aforementioned parcel of real property;

NOW, THEREFORE, in consideration of the sum of ONE AND NO/100 (\$1.00) DOLLAR, each to the other paid, the receipt of which is hereby acknowledged, and in further consideration of the mutual covenants and conditions herein contained to be performed by the parties, it is mutually covenanted and agreed by and between the parties hereto as follows:

1. That BAY MANAGEMENT, INC., agrees to provide the same maintenance service with respect to and upon the real property and improvements located thereon referred to herein as Exhibit "A", as it is presently obligated to perform pursuant to the terms and conditions of each of the respective aforementioned maintenance agreements. Said maintenance services to be performed by BAY MANAGEMENT, INC., with regards to the recreational area conveyed herein shall be performed by BAY MANAGEMENT, INC., to the same degree and for the same duration of time as is required by the terms and conditions of each of the respective maintenance agreements.

2. The undersigned condominium associations shall assume the obligation for ad valorem taxes and any assessments of any governmental body related to the subject parcel. In no other respect whatsoever is the past or present rights or responsibilities of the parties or the owners of each condominium unit altered or changed by this Agreement.

3. The conveyance of the real property as contemplated herein shall be apportioned as follows from BAY MANAGEMENT, INC.

PORT BELLEAIR #1, INC.	17.8%
PORT BELLEAIR #2, INC.	21.9%
PORT BELLEAIR #3, INC.	28.8%
PORT BELLEAIR #4, INC.	31.5%

Accordingly, at the normal termination of each of the maintenance agreements referred to hereinabove, that particular condominium

association shall bear that percentage of the total maintenance expenses with regards to the maintenance of the facilities and real property being conveyed herein to the extent of their percentage of ownership, thereby relieving BAY MANAGEMENT, INC., of said responsibility, unless, said condominium association might otherwise contract with BAY MANAGEMENT, INC., to provide such services.

IN WITNESS WHEREOF, the parties have hereunto set their hands and seals the day and year first above written.

ATTEST:

PORT BUILDERS, INC.


 John P. Cardone
Secretary

By: Frank J. Magyran
President

(SEAL)

ATTEST:

PORT BELLEAIR #1, INC.

 Marian N. Donne
Secretary (Acting)

By: C. Q. McKeer
President

(SEAL)

ATTEST:

PORT BELLEAIR #2, INC.

 Richard D. Ziegler
Secretary

By: Herbert W. Cough
Vice President

(SEAL)

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared

C. O. McNew and Marian N. Spive

as President and Secretary respectively of PORT BELLEAIR #1, INC., to me known to be the persons described in and who executed the foregoing instrument and they acknowledged before me that they executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 6th day of July, 1979.

Maria A. Kausel
Notary Public

My Commission Expires:

Notary Public, State of Florida at Large
My Commission Expires May 8, 1982
Elected by American Bar & County Council

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared

Herbert W. Clays and Charles F. Ziegler

as President and Secretary respectively of PORT BELLEAIR #2, INC., to me known to be the persons described in and who executed the foregoing instrument and they acknowledged before me that they executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 6th day of July, 1979.

Maria A. Kausel
Notary Public

My Commission Expires:

Notary Public, State of Florida at Large
My Commission Expires May 8, 1982
Elected by American Bar & County Council

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared

K. L. Street and Josephine Roberts

as President and Secretary respectively of PORT BELLEAIR #3, INC., to me known to be the persons described in and who executed the

foregoing instrument and they acknowledged before me that they executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 6th day of July, 1979.

Maria C. Kassis
Notary Public

My Commission Expires:

Notary Public, State of Florida at Large
My Commission Expires May 8, 1982
Bailed By American Bar & County Council

STATE OF FLORIDA)
COUNTY OF PINELLAS)

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared Anthony G. Dreyfus and Valerie Myers as President and Secretary respectively of PORT BELLEAIR #4, INC., to me known to be the persons described in and who executed the foregoing instrument and acknowledged before me that they executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 6th day of July, 1979.

Maria C. Kassis
Notary Public

My Commission Expires:

Notary Public, State of Florida at Large
My Commission Expires May 8, 1982
Bailed By American Bar & County Council

STATE OF FLORIDA)
COUNTY OF PINELLAS)

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared Helen J. Barver and Joyce M. Hicks as President and Secretary respectively of BAY MANAGEMENT, INC., to me known to be the persons described in and who executed the foregoing instrument and acknowledged before me that they executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 15th day of August, 1979.

Mary B. Barlow
Notary Public

My Commission Expires:

Notary Public, State of Florida at Large
My Commission Expires Oct. 15, 1981
Bailed By American Bar & County Council

Wm S. Jonassen P.A.
Attorney at Law
P.O. Box 366
Indian Rocks Beach,
Florida 33535

ATTEST:

PORT BELLEAIR #3, INC.

Josephine Roberts
Secretary (rel. line)

By: [Signature]
President

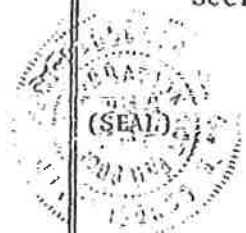


ATTEST:

PORT BELLEAIR #4, INC.

Valerie R. Myers
Secretary

By: Anthony G. Tringola
President

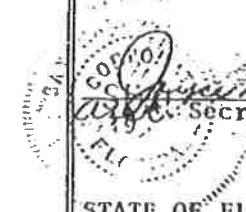


ATTEST:

BAY MANAGEMENT, INC.

[Signature]
Secretary

By: [Signature]
President



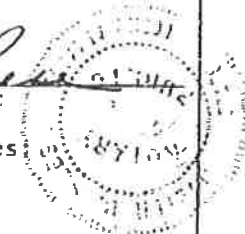
STATE OF FLORIDA)
COUNTY OF PINELLAS)

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared Frank P. Macagnone and John P. Cachioli as President and Secretary respectively of PORT BUILDERS, INC., to me known to be the persons described in and who executed the foregoing instrument and acknowledged before me that they executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 16th day of August, 1979.

[Signature]
Notary Public

My Commission Expires
Notary Public, State of Florida at Large
My Commission Expires June 6, 1982
Breda by American Bar & College Corp.



79147387

O.R. 4006 PAGE 877
15 15266749 20 0804 318679
40 10.50
41 .30 OS
42 .50 ST
43 11.35 CR

10.50
5.50
1.35
1.35

WARRANTY DEED

THIS INDENTURE, made this 16th day of August, 1979, between PORT BUILDERS, INC., a Florida corporation, of the County of Pinellas, State of Florida, hereinafter referred to as Grantor and PORT BELLEAIR #1, INC., PORT BELLEAIR #2, INC., PORT BELLEAIR #3, INC., and PORT BELLEAIR #4, INC., Florida non-profit corporations, whose post office address is 131, 139, 147 and 155 Bluffview Drive, Belleair Bluffs, of the County of Pinellas, State of Florida, hereinafter referred to as the Grantee.

0 Cash 11.35
70 Rec 10.50
41 St 30
42 St 55
81 It
Tot 11.35

W I T N E S S E T H:

That said grantor, for and in consideration of the sum of TEN AND NO/100 (\$10.00) DOLLARS, and other good and valuable considerations to said grantor in hand paid by said grantee, the receipt whereof is hereby acknowledged, has granted, bargained and sold to the said grantee, and grantee's heirs and assigns forever, the following described land, situate, lying and being in Pinellas County, Florida, to-wit:

SEE LEGAL DESCRIPTION ATTACHED HERETO AND BY REFERENCE MADE A PART HEREOF AND MARKED AS EXHIBIT "A".

and said grantor does hereby fully warrant the title to said land, and will defend the same against the lawful claims of all persons whomsoever.

Grantor and grantee are used for singular or plural, as context requires.

IN WITNESS WHEREOF, Grantor has hereunto set grantor's hand and seal the day and year first above written.

ATTEST:

PORT BUILDERS, INC.

J.P. Credore
Secretary
(SEAL)

By: *Frank J. Magowan*
President
PINELLAS COUNTY
CLERK CIRCUIT COURT

STATE OF FLORIDA
COUNTY OF PINELLAS

AUG 31 2 38 PM '79



I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared

RETURN TO: *✓* Kenneth E. Easley
1212 S. Highland Avenue
Clearwater, FL 33516

Frank P. Macagnone as President, and John P. Cachioli as Secretary, of PORT BUILDERS, INC., to me known to be the persons described in and who executed the foregoing instrument and acknowledged before me that they executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 16th day of August, 1979.

Judith B. Luse
Notary Public

My Commission Expires:
Notary Public, State of Florida at Large
My Commission Expires June 6, 1982
Issued by American Bar & College Company

This instrument prepared by:

William S. Jonassen, Esq.
Post Office Box 366
Indian Rocks Beach, Florida 33535

PINELLAS COUNTY

328873

STATE OF FLORIDA
DOCUMENTARY STAMP TAX
DEPT. OF REVENUE
AUG 31 '79
00.30

PINELLAS COUNTY

060093

FLORIDA
AUG 31 '79
00.55
DOCUMENTARY SUR TAX

LEGAL DESCRIPTION
RECREATION FACILITIES
PORT BELLEAIR CONDOMINIUMS

Being a part of Lot 24, SUNSET BLUFF SUBDIVISION, as recorded in Plat Book 25, Pages 28 and 29, Public Records of Pinellas County, Florida and the land lying 190.00 feet to the East of and adjacent to said Lot 24, and being more particularly described as follows:

Begin at the SW corner of the NE1/4 of Section 32, Township 29 South, Range 15 East, Pinellas County, Florida, thence run S 89°03'57" E, 300.00 feet; thence run N 01°23'52" E, 250.00 feet to the point of beginning; continue thence North on the West Right-of-way line of Sunset Boulevard N 01°23'52" E, 85.00 feet to a point, thence run N 89°03'57" W, 385.01' to a point on the East Right-of-way of Bluff View Drive, thence run along said Right-of-way S 18°48'30" W, 89.31 feet to a point; thence run S 89°03'57" E, 411.73 feet to the point of beginning.

Containing therein 0.777 acres, more or less.

PORT BELLEAIR #1, INC.	17.8%
PORT BELLEAIR #2, INC.	21.9%
PORT BELLEAIR #3, INC.	28.8%
PORT BELLEAIR #4, INC.	31.5%

79203760

OR. 4949 PAGE 636

NOV 29 3 30 PM '79

01 Cash 11 08
47 Rec 76 03
41 DS 70
43 Int
Tel 76 70

MUTUAL BENEFIT EASEMENT AGREEMENT

This Agreement, made this 28th day of November, 1979, between PORT BELLEAIR NO. 1, INC, PORT BELLEAIR NO. 2, INC., PORT BELLEAIR NO. 3, INC., and PORT BELLEAIR NO. 4, INC., as condominium associations.

WITNESSETH:

WHEREAS, the above condominium associations jointly are owners of certain real property including the improvements located thereon as legally described herein and representing the recreational area for all of the above condominium associations and their members, and

WHEREAS, in order to provide for the orderly use and enjoyment of the property covered by the recreational area and a desire to state the rights, obligations and burdens of the parties hereto, and to define the respective rights and obligations of the parties with regard to improvements which may now or hereafter exist or be on or about said property.

NOW, THEREFORE, in consideration of the premises and the mutual covenants and agreements hereinafter set forth, said condominium associations agree as follows:

1. Grant of Easements. Each party hereto does hereby grant, transfer and convey unto each other party to this agreement, their successors and assigns, together with tenants, employees, guests, licensees and invitees, a perpetual, non-exclusive easement of ingress and egress for the construction, maintenance, use and benefit of the subject property for recreational purposes for each of the condominium associations.

2. Costs and Contribution. Costs of maintenance and improvements to the subject property shall be borne by the parties which hereby have become obligated to make contribution for said costs on a pro rata basis as follows:

THIS INSTRUMENT PREPARED BY:
KENNETH E. KALLER, ATTORNEY AT LAW
1025 SO. RICHLAND AVE. - CLEARWATER, FLA. 34616

RETURN TO:

3 2 6 9 8 3
PINELLAS COUNTY
STATE OF FLORIDA
DOCUMENTARY STAMP TAX
DEPT. OF REVENUE
NOV 29 1979
00.40
15536

Port Belleair No. 1 - 17.8%
Port Belleair No. 2 - 21.9%
Port Belleair No. 3 - 28.8%
Port Belleair No. 4 - 31.5%

The above schedule of contribution of costs by the associations does not modify, change or waive any existing or future contractual relationship between the associations, or the unit owners, and a third party for the payment of maintenance management, repair and costs of said recreational area and improvements.

3. Management of Recreational Area. A committee shall be formed to operate and manage the recreational area. Their responsibilities shall provide for those matters not incorporated in any management contractual obligation to third parties. The committee shall be composed of two members from each condominium association herein and such members shall be selected by the Boards of Directors of the respective associations.

4. Expenditures, Costs and Expenses. Expenditures, costs and expenses for the operation, maintenance and improvements of the subject area shall be subject to the review and approval of the respective condominium Board of Directors and there must be unanimous consent of each association to said items

5. Equal Treatment. All persons and parties having the right to use said recreational area shall receive equal treatment in connection with the use of said facility.

6. Successors and Assigns. This agreement and the rights and obligations of the parties hereto shall be binding upon and inure to the benefit of the parties hereto and their respective heirs, successors, and assigns and shall run with the land benefited and/or burdened by the various provisions hereof.

IN WITNESS WHEREOF, the parties hereto have hereunto set their hands and seals on the day and year first above written.

PORT BELLEAIR NO. 1, INC.

By: Clinton D. McNeil
President

Attest: Ruth J. Ramsey
Secretary

(CORPORATE SEAL)

PORT BELLEAIR NO. 2, INC.

By: *Charles M. Hancock*
President

Attest:
Virginia M. Stamm
Secretary

(CORPORATE SEAL)

PORT BELLEAIR NO. 3, INC.

By: *A. A. Abbotton*
President

Attest:
Josephine Roberts
Secretary

(CORPORATE SEAL)

PORT BELLEAIR NO. 4, INC.

By: *W. Gordon Treadgold*
President

Attest:
Valerie R. Myers
Secretary

(CORPORATE SEAL)

STATE OF FLORIDA)
COUNTY OF PINELLAS)

Before me, the undersigned officer duly authorized to administer oaths and take acknowledgments, personally appeared CLINTON O. McNEER, as President, and Ruth J. Sanney as Secretary, of Port Belleair No. 1, Inc., a Condominium, to me well known to be the persons who executed the foregoing instrument, and they acknowledged before me that they are duly authorized to execute same on behalf of said Port Belleair No. 1, Inc., a Condominium, and that they executed the same for the purposes stated therein.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Belleair Bluffs, Florida, this 28th day of November, 1979.

Shirley S. Hanson
Notary Public

My commission expires:

Notary Public, State of Florida at Large
My Commission Expires 11/23/13, 1932

STATE OF FLORIDA)
COUNTY OF PINELLAS)

Before me, the undersigned officer duly authorized to administer oaths and take acknowledgments, personally appeared CHARLES M. HARNISH, as President, and VIRGINIA M. STEM, as Secretary, of Port Belleair No. 2, Inc., a Condominium, to me well known to be the persons who executed the foregoing instrument and they acknowledged before me that they are duly authorized to execute same on behalf of said Port Belleair No. 2, Inc., a Condominium, and that they executed the same for the purposes stated therein.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Belleair Bluffs, Florida, this 28th day of November, 1979.

Shirley S. Hanson
Notary Public

My commission expires:

Notary Public, State of Florida at Large
My Commission Expires AUG. 13, 1982

STATE OF FLORIDA)
COUNTY OF PINELLAS)

Before me, the undersigned officer duly authorized to administer oaths and take acknowledgments, personally appeared KENNETH L. STRATTON, as President, and JOSEPHINE ROBERTS as Acting Secretary, of Port Belleair No. 3, Inc., a Condominium, to me well known to be the persons who executed the foregoing instrument and they acknowledged before me that they are duly authorized to execute same on behalf of said Port Belleair No. 3, Inc., a Condominium, and that they executed the same for the purposes stated therein.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Belleair Bluffs, Florida, this 28th day of November, 1979.

Shirley S. Hanson
Notary Public

My commission expires:

Notary Public, State of Florida at Large
My Commission Expires AUG. 13, 1982

STATE OF FLORIDA)
COUNTY OF PINELLAS)

Before me, the undersigned officer duly authorized to administer oaths and take acknowledgments, personally appeared A. GALEN TREADGOLD, as President, and VALERA R. MYRES, as Secretary, of Port Belleair No. 4, Inc., a Condominium, to me well known to be the persons who executed the foregoing instrument, and they acknowledged before me that they are duly authorized to execute same on behalf of said Port Belleair No. 4, Inc., a Condominium, and that they executed same for the purposes stated therein.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Belleair Bluffs, Florida, this 28th day of November, 1979.

Shirley S. Hanson
Notary Public

My commission expires:

Notary Public, State of Florida at Large
My Commission Expires AUG. 13, 1982

LEGAL DESCRIPTION

Being a part of Lot 24, SUNSET BLUFF SUBDIVISION, as recorded in Plat Book 25, Pages 28 and 29, Public Records of Pinellas County, Florida and the land lying 190.00 feet to the East of and adjacent to said Lot 24, and being more particularly described as follows:

Begin at the SW corner of the NE 1/4 of Section 32, Township 29 South, Range 15 East, Pinellas County, Florida, thence run S 89°03'57" E., 300.00 feet; thence run N 01°23'52" E., 250.00 feet to the point of beginning; continue thence North on the West right-of-way line of Sunset Boulevard N 01°23'52" E., 85.00 feet to a point; thence run N 89°03'57" W., 385.01' to a point on the East right-of-way of Bluff View Drive; thence run along said right-of-way S 18°48'30" W., 89.31 feet to a point; thence run S 89°03'57" E., 411.73 feet to the point of beginning. Containing therein 0.777 acres, more or less.

79203762

O.R. 4949 PAGE 643

Pinellas County
CLEAR RECORD DEPT

Nov 29 3 30 PM '79

CONDOMINIUM PLATS PERTAINING HERETO ARE
FILED IN CONDOMINIUM PLAT BOOK 3, PAGES 77 & 78

THIS INSTRUMENT PREPARED BY:
KENNETH E. EASLEY, ATTORNEY AT LAW
1212 SO. HIGHLAND AVE. - CLEARWATER, FLA. 34636

RETURN TO:

GORMIN, GEEGHEGAN,
EASLEY & GRANESE, P.A.
ATTORNEYS AND
COUNSELLORS AT LAW
1212 SO. HIGHLAND AVENUE
CLEARWATER, FLORIDA
34616

5800 BUILDING
HOLIDAY, FLORIDA
33590

40 R: Cash 11 Chg
41 D: 7
43 F: 7

AMENDMENT OF DECLARATION OF CONDOMINIUM
OF
PORT BELLEAIR NO. 2, INC., A CONDOMINIUM

The Declaration of Condominium of Port Belleair No. 2, Inc., as recorded in O.R. Book 3033, Page 93, of the Public Records of Pinellas County, Florida, is hereby amended pursuant to the terms of said Declaration by an affirmative vote of three-fourths of the condominium parcels at a meeting duly called for such purpose on June 18, 1979, pursuant to the Declaration and By-Laws and written consent of all institutional mortgage lenders, as follows:

1. Paragraph 1 is amended by adding:

"A 21.9% undivided interest in the following described property:

Being a part of Lot 24, SUNSET BLUFF SUBDIVISION, as recorded in Plat Book 25, pages 28 and 29, Public Records of Pinellas County, Florida, and the land lying 190.00 feet to the East of and adjacent to said Lot 24, and being more particularly described as follows:

Begin at the SW corner of the NE 1/4 of Section 32, Township 29 South, Range 15 East, Pinellas County, Florida, thence run S 89°03'57" E., 300.00 feet; thence run N 01°23'52" E., 250.00 feet to the point of beginning; continue thence North on the West right-of-way line of Sunset Boulevard N 01°23'52" E., 85.00 feet to a point; thence run N 89°03'57" W., 385.01' to a point on the East right-of-way of Bluff View Drive; thence run along said right-of-way S 18°48'30" W., 89.31 feet to a point; thence run S 89°03'57" E., 411.73 feet to the point of beginning. Containing therein 0.777 acres, more or less."

IN WITNESS WHEREOF, Port Belleair No. 2, Inc., a Condominium, has caused these presents to be signed in its name by its President and its corporate seal to be hereunto affixed, attested to by its Secretary, this 28 day of NOVEMBER, 1979.

PORT BELLEAIR NO. 2, INC.

By Charles M. Keenan
President

Attest:

Virginia M. Stemm
Secretary

(CORPORATE SEAL)

STATE OF FLORIDA)
)
COUNTY OF PINELLAS)

Before me, the undersigned officer duly authorized to administer oaths and take acknowledgments, personally appeared CHARLES M. HARNISH, as President, and VIRGINIA M. STEMM, as Secretary, of Port Belleair No. 2, Inc., a Condominium, to me well known to be the persons who executed the foregoing instrument, and they acknowledged before me that they are duly authorized to execute same on behalf of said Port Belleair No. 2, Inc., a Condominium and that they executed the same for the purposes stated therein.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Belleair Bluffs, Florida, this 28th day of November, 1979.

Shirley S. Lisle
Notary Public



My commission expires:

Notary Public, State of Florida at Large
My Commission Expires AUG. 13, 1982

GORMIN, GEOGHEGAN,
EASLEY & GRANESE, P.A.

ATTORNEYS AND
COUNSELLORS AT LAW

1212 SO. HIGHLAND AVENUE
CLEARWATER, FLORIDA
33516

5000 BUILDING
HOLIDAY, FLORIDA
33590

01 Cash 11 Chg
40 Rec 5.00
41 DS _____
43 Int _____
Tot 5.00

84085559

G. I. 5747 PAGE 1364

AMENDMENT OF BY-LAWS of

PORT BELLEAIR #2, INC., A CONDOMINIUM

The BY-LAWS of PORT BELLEAIR #2, INC. filed in Pinellas County, Florida in OR 3033 page 130 are hereby amended pursuant to ARTICLE XIV of said By-Laws by an affirmative vote of more than three-fourths of the Condominium parcels at a meeting called for and held for that purpose on March 12, 1984, the approved amendment being as follows:

On page 12 of the By-Laws at the end of Article X (House Rules) add:

(h) Rental Restrictions:

- (1) Owners may not rent or lease their apartments for less than one year, subject to Board of Directors approval as stated in the DECLARATION and BY-LAWS.
- (2) Apartments may not be sublet.
- (3) Owners must hold title to their apartments for one year continuously prior to renting or leasing, except that in new ownership acquired by inheritance or transfer of title to heirs, or on acquisition by mortgage foreclosure or deed in lieu thereof, the prior owner's holding will be tacked-on to the acquirer's.

IN WITNESS WHEREOF, PORT BELLEAIR #2, INC., A CONDOMINIUM, has caused these presents to be signed in its name by its President, and its corporate seal to be hereunto affixed, attested to by its Secretary, this 21 day of March 1984.

15	15308304	79	276184
	49	5.00	
	TOTAL	5.00	CASH

Condominium Plats pertaining hereto are recorded in Condominium Plat Book 3 Pages 77-78



(seal)
Virginia M. Stemm
Secretary Port Belleair #2, Inc.

By [Signature]
President Port Belleair #2, Inc.

[Signature]
CLERK CIRCUIT COURT
APR 27 3 30 PM '84

STATE OF FLORIDA)
) SS
PINELLAS COUNTY)

Before me, the undersigned officer duly authorized to administer oaths and take acknowledgements, personally appeared as President, and Virginia M. Stemm, as Secretary of PORT BELLEAIR #2, INC., A CONDOMINIUM, to me well known to be the persons who executed the foregoing instrument, and they acknowledged before me that they are duly authorized to execute same on behalf of said PORT BELLEAIR #2, INC. A CONDOMINIUM and that they executed the same for the purposes stated therein.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Belleair Bluffs, Florida, this 21 day of March 1984.

Notary Public, State of Florida at Large
My Commission Expires JAN. 25, 1985

[Signature]
Notary Public

Return Peter Barges
147 Bluff View Drive
Belleair Bluffs, Fla. 33540
Apt 302

AMENDMENT OF DECLARATION OF CONDOMINIUM
OF PORT BELLEAIR #2, INC., A CONDOMINIUM

THE DECLARATION OF CONDOMINIUM of PORT BELLEAIR #2, INC. filed in Pinellas County, Florida in OR 3033 page 106 is hereby amended pursuant to paragraph 18 of said DECLARATION by an affirmative vote of more than three-fourths of the Condominium parcels at a meeting duly called and held for that purpose on March 12, 1984 pursuant to the provisions of said DECLARATION. The approved amendment being as follows.

On page 14 at the end of paragraph 18 of said DECLARATION add:

(F) PURPOSE OF RESIDENCE: While rentals, leases and corporate ownership are not prohibited, the original and continuing purpose and design of this Condominium is to provide home residences for its owners and it in no way was developed or exists as an investment property for rentals. Rental restrictions are contained in the BY-LAWS.

IN WITNESS WHEREOF, PORT BELLEAIR #2, INC. A CONDOMINIUM, has caused these presents to be signed in its name by its President, and its corporate seal to be hereunto affixed, attested to by its Secretary, this _____ day of March 1984.

Virginia M. Steman (seal)
Secretary Port Belleair #2, Inc.

PORT BELLEAIR #2, INC.
By: *Peter Barges*
President Port Belleair #2, Inc.

APR 27 3 31 PM '84
CIRCUIT COURT
JAMES C. KENNEDY

Condominium Plats pertaining hereto are recorded in
Condominium Plat Book 3 Pages 77-78.

Return Peter Barges
147 Bluff View Drive
Belleair Bluffs, Fla. 33540
Apt. 302

STATE OF FLORIDA)
) SS
PINELLAS COUNTY)

15 15608905 70 1. 274L64
 99 5.00
TOTAL 5.00 CASH

Before me, the undersigned officer duly authorized to administer oaths and take acknowledgements, personally appeared _____ as President, and *Virginia M. Steman* as Secretary of PORT BELLEAIR #2, INC. A Condominium, to be well known to be the persons who executed the foregoing instrument, and they acknowledged before me that they are duly authorized to execute same on behalf of said PORT BELLEAIR #2, INC. A Condominium, and that they executed the same for the purposes stated therein.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Belleair Bluffs, Florida, this *28th* day of *March* 1984.

Notary Public, State of Florida at Large
My Commission Expires JAN. 25, 1985

APRIL
[Signature]
Notary Public

01 Cash 11 Chg
40 Rec 5.00
41 DS _____
43 Int _____
Tot 5.00 pH

Original Condominium Plats pertaining hereto are filed in Condominium Plat Book 3 Page No 77-78.

01 Cash 11 Cts
40 Rec 5.00
41 DG
43 Int
Tot 2.5211K

85053158

D.I. 5953 PAGE 1172

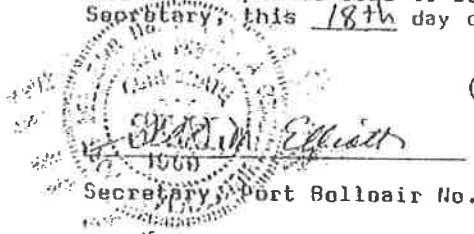
AMENDMENT OF DECLARATION OF CONDOMINIUM
OF PORT BELLEAIR NO. 2, INC., A CONDOMINIUM

THE DECLARATION OF CONDOMINIUM OF PORT BELLEAIR NO. 2, INC. filed in Pinellas County, Florida in OR 3033 page 106 is hereby amended pursuant to paragraph 20 of said DECLARATION by an affirmative vote of more than three-fourths of the Condominium parcels at a meeting duly called and held for that purpose on March 11, 1985 pursuant to the provisions of said Declaration. The approved amendment being as follows:

On page 16 delete paragraph (n) and substitute the following:

- (n) As of March 11, 1985 no pets, either resident or visiting, are permitted. "Pets" is construed to mean dogs, cats, or any other creature that might be disturbing to neighbors, damaging to property, or otherwise objectionable.

IN WITNESS WHEREOF, PORT BELLEAIR NO. 2, INC. A CONDOMINIUM, has caused these presents to be signed in its name by its President, and its corporate seal to be hereunto affixed, attested to by its Secretary, this 18th day of March, 1985.



(seal)

PORT BELLEAIR NO. 2, INC.

By: [Signature]

President, Port Belleair No. 2, Inc.

Secretary, Port Belleair No. 2, Inc.

15 15686703 40	1.	19MC85
40		5.00
TOTAL		5.00 CASH

STATE OF FLORIDA }
PINELLAS COUNTY }

SS

MAR 19 11 31 AM '85

Before me, the undersigned officer duly authorized to administer oaths and take acknowledgements, personally appeared Peter S. Borges as President, and ALTA MELLON as Secretary of PORT BELLEAIR NO. 2, INC. A Condominium, to be well known to be the persons who executed the foregoing instrument, and they acknowledged before me that they are duly authorized to execute same on behalf of said PORT BELLEAIR NO. 2, INC A Condominium, and that they executed the same for the purposes stated therein.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Belleair Bluffs, Florida, this 18th day of March, 1985.



[Signature]

Notary Public
Notary Public, State of Florida at Large
My Commission Expires JAN. 26, 1989

RECORDED
PORT BELLEAIR #2
147 BLUFFVIEW DR #302
BELLEAIR BLUFFS FL 33540

**CERTIFICATE OF AMENDMENT TO THE
DECLARATION OF CONDOMINIUM OF PORT BELLEAIR NO.2, INC.,
A CONDOMINIUM AND TO THE BY-LAWS OF
PORT BELLEAIR NO. 2, INC. AN EXHIBIT TO
THE DECLARATION OF CONDOMINIUM OF
PORT BELLEAIR NO. 2, INC., A CONDOMINIUM**

INST # 92-363389
DEC 15, 1992 4:40PM

PINELLAS COUNTY FLA.
OFF.REC.BK 8121 PG 792

WE HEREBY CERTIFY THAT the attached amendment to the Declaration of Condominium of Port Belleair No. 2, Inc., a Condominium and to the By-Laws of Port Belleair No. 2, Inc. an Exhibit to the Declaration of Condominium of Port Belleair No. 2, Inc., a Condominium, as described in Book 3033 at Page 93 and Condominium Plat Book 6, Page 1 and 2, of the Official Records of Pinellas County, Florida, was duly approved as required by said Declaration at a meeting of the membership held on November 16, 1992, in the manner prescribed by the Documents.

GUR/CARDING
REC: LSW
DS _____
INT _____
FILES _____
MFP _____
PC _____
KLV _____

IN WITNESS WHEREOF, we have affixed our hands this 10th day of December, 1992, at Pinellas County, Florida.

PORT BELLEAIR NO 2, INC.

(SEAL)

Witnesses:

Betty Prall
Betty Prall
Printed
Betty Prall
Betty Prall
Printed

By: Dante Moscone
Dante Moscone, President

Attest: Doris J. Leipman
Doris Leipman, Secretary

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 10th day of December, 1992, by DANTE MOSCONE, and DORIS LEIPMAN of PORT BELLEAIR NO. 2, INC., a Florida corporation, on behalf of the corporation. They took an oath, and are personally known to me or have produced identification as identification to be the President and Secretary of the corporation executing the foregoing instrument, and they acknowledged executing the same voluntarily under the authority duly vested in them by said corporation. If no type of identification is indicated, the above-named persons are personally known to me.

(SEAL)

J. G. Hubert
NOTARY PUBLIC SIGNATURE
STATE OF FLORIDA AT LARGE
J. G. HUBERT
Printed Name of Notary Public

J. G. Hubert, Notary Public, State of Florida at Large, My Commission Expires Jan. 27, 1995

My Commission Expires:

f:\wp\portbell.2\certamd.doc

KARLEEN F. DEBLAKER, CLERK
RECORD VERIFIED BY: NS

Approved by and return to: ten
Robert L. ...
...
... 3178-4116

ADOPTED AMENDMENT TO THE DECLARATION OF CONDOMINIUM
OF PORT BELLEAIR NO. 2, INC., A CONDOMINIUM

Substantial addition to Section: Please see Section 20 (f) of the
Declaration for present text:

20. (f) Age Limitation on Permanent Residents. In recognition of the fact that the development of the property contemplated by the Declaration of Condominium has been specifically designed, created and constructed, and will be operated and maintained throughout the life of the Condominium for the comfort, convenience and accommodation of adult persons, and the use of any of the Condominium property, and especially the occupancy of any of the units thereof, is hereby limited at all times to natural persons as follows: At least one person shall be fifty-five (55) years of age or older. Persons under the age of fifty-five (55) and over the age of eighteen (18) may reside in the condominium as long as one person fifty-five (55) years of age or older is in residence. Persons under the age of eighteen (18) may occupy a unit as long as one person fifty-five (55) or older is in occupancy and the occupancy by the younger person is not permanent. For purposes of this section, the term "permanent" shall be defined as occupancy of a unit for a period of time exceeding ninety (90) days in any calendar year. Any occupancy of less than this period of time shall not be deemed to be permanent. The Association shall have the authority to provide such facilities and services as may be necessary to meet the minimum requirements of the Fair Housing Amendments Act of 1988, as the same may be amended from time to time.

Notwithstanding the above, the Board shall have the power to make hardship exceptions, in the case of death or permanent disability of an occupant to allow occupancy where none of the persons occupying the unit are 55 years of age or older, subject to the minimum requirements of the Fair Housing Act. Furthermore, persons currently under the age of 55 shall be "grandfathered" in as residents and shall be allowed to occupy units regardless of current status, as long as such persons are properly occupying a unit as of the effective date of this amendment.

PINELLAS COUNTY FLA.
OFF-REC.BK 8152 PG 1497

f:\wp\portbell.2\adopsamen.doc

7C009863 SSS	01-19-93	14:34:57
01 AFF-		
RECORDING	1	\$15.00

	TOTAL:	\$15.00
	CHECK AMT. TENDERED:	\$15.00
	CHANGE:	\$0.00

ADOPTED AMENDMENT TO THE BY-LAWS OF PORT BELLEAIR NO. 2, INC.,
A FLORIDA NON-STOCK, NON-PROFIT MEMBERSHIP CORPORATION

It has been adopted to delete Article X (E) and replace it with the following language:

Substantial change to Section - see current provision for present text:

X (E). Age restrictions applicable to the condominium are set forth in Article 20 (f) of the Declaration.

f:\wp\portbell 2\adopamen.byl

12-17-99 16:37:09
315.00

315.00
315.00
30.00

AFFIDAVIT OF SCRIVENERS ERROR

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared
ROBERT L. TANKEL, who upon oath states:

1. I am an attorney at law with the law firm of Becker & Poliakoff, P.A. who is the legal counsel for Port Belleair No. 2, Inc.

2. On December 15, 1992, a Certificate of Amendment and attached amendment for the above referenced Condominium Association was filed in O.R. Book 8121, Page 792 in the Public Records of Pinellas County, Florida.

3. A copy of the referenced amendment is attached hereto and contains a scrivener's error on the face of the document stating the Condominium Plat Book as 6, Pages 1 and 2 of the Official Records of Pinellas County, Florida.

4. The correct amendment should appear as:

Condominium Plat Book 3, Page 77, of the Official Records of Pinellas County, Florida.

FURTHER AFFIANT SAYETH NAUGHT.

Prepared by and Return to:
Becker & Poliakoff, P.A.
33 North Garden Avenue
Suite 960
Clearwater, FL 34615-4116


ROBERT L. TANKEL

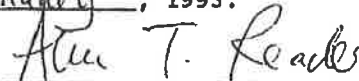
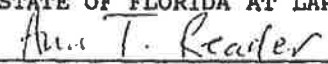
BEFORE ME, the undersigned authority, personally appeared Robert L. Tankel, Esquire, to me well known who did take an oath to be the person who executed these presents.

WITNESS my hand and official seal in the County and State last aforesaid, this 5th day of January, 1993.




ANN T. READER
My Comm. Exp. 7-16-95
Bonded By Service Ins. Co.

My Commission Expires:


NOTARY PUBLIC SIGNATURE
STATE OF FLORIDA AT LARGE

Printed Name of Notary Public

**Condominium Plat pertaining hereto is filed in CB 3, Page 77.

f:\wp\portbell.2\affscriv

KARLEEN F. DEBLAKER, CLERK
RECORD VERIFIED BY: 

CERTIFICATE OF AMENDMENT TO THE
DECLARATION OF CONDOMINIUM OF PORT BELLEAIR NO.2, INC.,
A CONDOMINIUM AND TO THE BY-LAWS OF
PORT BELLEAIR NO. 2, INC. AN EXHIBIT TO
THE DECLARATION OF CONDOMINIUM OF
PORT BELLEAIR NO. 2, INC., A CONDOMINIUM

INST # 92-363389
DEC 15, 1992 4:40PM

PINELLAS COUNTY FLA.
OFF.REC.BK 8121 PG 792

WE HEREBY CERTIFY THAT the attached amendment to the Declaration of Condominium of Port Belleair No. 2, Inc., a Condominium and to the By-Laws of Port Belleair No. 2, Inc. an Exhibit to the Declaration of Condominium of Port Belleair No. 2, Inc., a Condominium, as described in Book 3033 at Page 93 and Condominium Plat Book 6, Page 1 and 2, of the Official Records of Pinellas County, Florida, was duly approved as required by said Declaration at a meeting of the membership held on November 16, 1992, in the manner prescribed by the Documents.

15w
15w

IN WITNESS WHEREOF, we have affixed our hands this 10th day of December, 1992, at Pinellas County, Florida.

PORT BELLEAIR NO 2, INC.

(SEAL)

Witnesses:

Betty Prall
Printed
Betty Prall
Printed
Betty Prall
Printed

By: Dante Moscone
Dante Moscone, President

Attest: Doris J. Leipman
Doris Leipman, Secretary

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 10th day of December, 1992, by DANTE MOSCONE, and DORIS LEIPMAN of PORT BELLEAIR NO. 2, INC., a Florida corporation, on behalf of the corporation. They took an oath, and are personally known to me or have produced identification as identification to be the President and Secretary of the corporation executing the foregoing instrument, and they acknowledged executing the same voluntarily under the authority duly vested in them by said corporation. If no type of identification is indicated, the above-named persons are personally known to me.

(SEAL)

J. G. Hubert
NOTARY PUBLIC SIGNATURE
STATE OF FLORIDA AT LARGE
J. G. HUBERT
Printed Name of Notary Public

My Commission Expires:

J. G. Hubert, Notary Public, State of Florida at Large, My Commission Expires Jan. 27, 1995

f:\wp\portbell.2\certand.doc

KARLEEN F. DEBLAKER, CLERK
RECORD VERIFIED BY: W

Approved by and attested to
Robert L. ...
Notary Public
Pinellas County, Florida
December 15, 1992

State of Florida

Secretary of State



I, Tom Adams, Secretary of State of the State of Florida,
Do Hereby Certify That the following is a true and correct copy of

Certificate of Incorporation
of

PORT BELLMAIR NO. 2, INC., A CONDOMINIUM

a corporation not for profit organized and existing under the Laws of the
State of Florida, filed on the 25th day of February
A.D., 19 69 as shown by the records of this office.

Given under my hand and the Great Seal of the
State of Florida, at Tallahassee, the Capital,
this the 26th day of February
A.D. 19 69.



Tom Adams
Secretary of State