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**CERTIFICATE OF AMENDMENT TO ARTICLES 11, 17 AND 22 OF THE BYLAWS  
AND ARTICLE V OF THE ARTICLES OF INCORPORATION OF PALM WORTH, INC.**

**THIS CERTIFICATE OF AMENDMENT** (this "Certificate") is made this 14th day of May, 2025 by **PALM WORTH, INC.** a Florida for profit corporation (the "Association"), as follows:

**WHEREAS**, the Bylaws of Palm Worth, Inc. as Amended and Restated April 9, 1990 were recorded in the Public Records of Palm Beach County, Florida, in Official Records Book 6478, at Page 1602; and

**WHEREAS**, the Amended and Restated Bylaws of Palm Worth, Inc. were recorded in the Public Records of Palm Beach County, Florida, in Official Records Book 15241 at Page 1127; and

**WHEREAS**, the Amended and Restated Bylaws of Palm Worth, Inc. were amended pursuant to the Certificate of Amendment recorded in the Public Records of Palm Beach County, Florida, in Official Records Book 23125 at Page 1718; and

**WHEREAS**, the Amended and Restated Bylaws of Palm Worth, Inc. were amended pursuant to the Certificate of Amendment recorded in the Public Records of Palm Beach County, Florida, in Official Records Book 33916 at Page 202; and

**WHEREAS**, the Amended and Restated Bylaws of Palm Worth, Inc. were amended pursuant to the Certificate of Amendment recorded in the Public Records of Palm Beach County, Florida, in Official Records Book 35640 at Page 1363; and

**WHEREAS**, the Articles of Incorporation of Palm Worth, Inc. were recorded among the Public Records of Palm Beach County, Florida, in Official Records Book 576 at Page 620; and

**WHEREAS**, the Bylaws and Articles of Incorporation of Palm Worth, Inc. were further amended by the requisite vote of the Board of Directors and the unit owners/stockholders of Palm Worth, Inc. pursuant to the provisions of said Bylaws and Chapter 617, Florida Statutes.

**NOW, THEREFORE**, the undersigned hereby certify that the amendments attached hereto as Exhibit "A" are a true and correct copy of the amendments as approved by the membership of Palm Worth, Inc.



**EXHIBIT A**

**AMENDMENTS TO THE BYLAWS AND ARTICLES OF INCORPORATION OF PALM WORTH, INC.**

*(Language being added shown as underlined;  
language being deleted shown as stricken through with hyphens "----")*

1. Proposed amendment to Article 11 adding Section 11.3 thereto as follows:

**11. ARTICLE 11: BILLS, NOTES, AND OTHER WRITTEN INSTRUMENTS  
AND SALE OR CONVEYANCE OF CORPORATION/COOPERATIVE PROPERTY  
AND/OR TERMINATION OF THE CORPORATION**

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**11.3 Stockholder Approval for Sale or Conveyance of Corporation/Cooperative  
Property and/or Termination of the Corporation and Residential Cooperative.**

Except as provided in Section 19.3(b) of these Bylaws regarding termination of the Cooperative after a casualty, the Cooperative Property (as such term is defined in Chapter 719, Florida Statutes, as amended or renumbered from time to time) owned by the corporation cannot be sold or otherwise conveyed or transferred, and/or the corporation cannot be terminated nor shall the Cooperative (as such term is defined in Chapter 719, Florida Statutes, as amended or renumbered from time to time) operated by the corporation be terminated without the consent or approval of the total voting interests of all (one hundred percent (100%)) of the stockholders, and the consent or approval of any and all holder(s) of any and all mortgage(s) or lien(s) upon the Cooperative Property or any portion thereof. Such stockholder approval must be obtained at a duly noticed meeting of the stockholders or by written consent in lieu of a meeting. Notwithstanding anything to the contrary set forth in these Bylaws, this Section 11.3 may not be amended without the consent or approval of the total voting interests of all (one hundred percent (100%)) of the stockholders which may be obtained at a meeting of the stockholders or by written consent in lieu of a meeting, and the consent or approval of any and all holder(s) of any and all mortgage(s) or lien(s) on the Cooperative Property or any portion thereof. As used in this section 11.3, the consent or approval of the total voting interests of all (one hundred percent (100%)) of the stockholders does not mean the consent or approval of the stockholders present at a meeting in person or by proxy, but means the consent or approval of the total voting interests of all (one hundred percent (100%)) of the stockholders of the corporation.

2. Proposed amendment to Article 17, Section 17.5 as follows:

17.5 Subleasing

The stockholder shall not sublease his/her unit except with the prior consent of the Board of Directors and under the following terms and conditions:

- a) The subleasing stockholder shall submit to the Board of Directors an application stating his/her intention to sublease. This application shall be in a form prepared and approved by the Board of Directors which shall contain a reference to the Bylaws and the restrictions herein contained and an acceptance of the same by the proposed sublessee.
- b) Subleasing is not permitted to persons under 55 years of age.
- c) A unit may not be subleased more than once in any twelve (12) month period (commencing at the date of the proposed lease and running for the consecutive twelve months thereafter). The lease shall not be for a period or term of less than three (3) consecutive months nor more than twelve (12) consecutive months.
- d) A written lease is required between the unit owner and the sublessee in which the sublessee agrees to follow all Palm Worth Bylaws and House Rules. Such lease shall be submitted to the Board of Directors for approval.
- e) The proposed sublessee shall submit such personal information as the Board of Directors may reasonably deem necessary to ensure the good character of the sublessee. Such information may be submitted on a Form designated by the Board of Directors.
- f) The proposed sublessee shall be interviewed by at least one member of the Board of Directors, or a shareholder designated by the Board of Directors to conduct such an interview. A form will be provided by the Board to be utilized during the interview.
- g) Purchasers of a share in Palm Worth are prohibited from subleasing their newly purchased unit until more than 24 months have passed since the new shareholder was recorded as owner with Palm Beach County.
- h) Any renewal of a sublease with the existing tenant(s) and occupant(s) shall be subject to the prior written consent of the Board of Directors in the same manner as any other sublease of a unit pursuant to this Section 17.5 provided, however, unless otherwise provided by Chapter 719, Florida Statutes, as amended from time to time, no application or transfer fee shall be charged by the corporation for a renewal with the same sublessee(s)/tenant(s).

3. Proposed amendment to Article 22 as follows:

22. Except as otherwise provided in these Bylaws, ~~These~~ Bylaws may be altered, or amended ~~or repealed~~ at any regular or special meeting of the stockholders by a two-thirds (2/3) majority vote of all the stockholders (and not merely by a two-thirds (2/3)

majority vote of the stockholders attending the meeting) provided that a copy of the proposed alteration, amendment or repeal of any bylaw be set forth in full in the notice of said meeting and the notice of said meeting at which said change, amendment or repeal is to be acted upon shall be served upon or mailed to each stockholder as provided for in Article 2.3 of the Bylaws.

**AMENDMENT TO ARTICLE V  
OF THE ARTICLES OF INCORPORATION OF PALM WORTH, INC.**

*(Language being added shown as underlining;  
language being deleted shown as ~~stricken through with hyphens "----"~~)*

**ARTICLE V**

This corporation shall have perpetual existence. The corporation and the Cooperative (as such term is defined in Chapter 719, Florida Statutes, as amended from time to time) may only be terminated and/or the Cooperative Property (as such term is defined in Chapter 719, Florida Statutes, as amended or numbered from time to time) owned by the corporation sold or otherwise conveyed or transferred pursuant to (1) the provisions of Section 19.3(b) of the Bylaws regarding termination of the Cooperative after a casualty, or (2) the consent or approval of one hundred percent (100%) of the total voting interests of the stockholders of the corporation, and any and all holder(s) of any and all mortgage(s) or lien(s) upon the Cooperative Property or any portion thereof. Such stockholder approval must be obtained at a duly noticed meeting of the stockholders or by written consent in lieu of a meeting. This Article V may not be amended without the written consent or approval of one hundred percent (100%) of the total voting interests of the stockholders of the corporation, and any and all holder(s) of any and all mortgage(s) or lien(s) upon the Cooperative Property or any portion thereof. As used in this Article V, the consent or approval of one hundred percent (100%) of the total voting interests of the stockholders of the corporation does not mean the consent or approval of the stockholders present at a meeting in person or by proxy, but means the consent or approval of the total voting interests of all (one hundred percent (100%)) of the stockholders of the corporation.