

CERTIFICATION AS TO RESOLUTION OF  
THE BOARD OF DIRECTORS OF  
SMITH FARM HOMEOWNERS ASSOCIATION, INC

The undersigned, being the President of SMITH FARM HOMEOWNERS ASSOCIATION, INC., a Florida not for profit corporation, ("Corporation") does hereby certify that the following is a true and complete copy of the resolution unanimously proposed and adopted by the entire Board of Directors of the Corporation at a duly called and noticed meeting on the 24<sup>th</sup> day of September, 2001, which resolution has not been revoked, rescinded, canceled or modified and remain in full force and effect:

RESOLVED, that there shall not be an election of the Board of Directors at the 2001 annual meeting and; that the terms of the Board of Directors for the Corporation be staggered as follows: commencing the annual meeting in 2002, two (2) director seats/positions shall become available for election and on the following annual meeting, three (3) director seats/positions shall become available for election, alternating thereafter at each annual meeting.

RESOLVED, that to effectuate the purpose stated in the foregoing resolution, the Corporation hereby authorizes an amendment to the Bylaws to reflect the change to the Board of Directors terms in paragraph 4.4 of the Bylaws.

I CERTIFY that the aforesaid resolutions are still in force and effect and have not been amended or revoked.

I FURTHER CERTIFY that neither the Articles of Incorporation of the Corporation, the By-Laws of the Corporation or any organizational or controlling document with respect to the Corporation impairs or restricts the Corporation's ability or authority to execute and deliver the amendment to the Bylaws as resolved herein above and to effectuate the terms thereof.

IN WITNESS WHEREOF, I have executed this Certification and have affixed the seal of the Corporation this 8<sup>th</sup> day of October of 2001.

Smith Farm Homeowners Association,  
Inc., a Florida not for profit  
corporation

Allan Lampert, President

SMITH FARM MASTER ASSOCIATION, INC'S AMENDMENT TO BYLAWS

4.4 Term. **There shall not be an election of Directors at the 2001 Annual Meeting.** Except as provided herein to the contrary, the term of each Director's service shall ~~extend until the next annual meeting of the Members and subsequently until his successor is duly elected and qualified, or until he is removed in the manner elsewhere provided.~~ **be staggered as follows: Commencing the annual meeting in 2002, two (2) director seats/positions shall become available for election and at the following annual meeting the remaining three (3) director seats/positions shall become available for election, alternating thereafter at each annual meeting.**

CERTIFICATE OF AMENDMENT TO BYLAWS OF  
SMITH FARM MASTER ASSOCIATION, INC.

WHEREAS, the Bylaws of Smith Farm Master Association, Inc. were recorded in the Public Records of Palm Beach County, Florida in Official Records Book 9460, Page 1716 18. et. seq. and

WHEREAS, consistent with the provisions of Section 12 of the Bylaws, said Bylaws were amended by a resolution of the Board of Directors and with an affirmative vote of 100% of the entire Board of Directors at a board meeting held on November 29, 2001.

NOW THEREFORE, the undersigned hereby certify that the attached Amendment to the Bylaws is a true and correct copy of the Amendment approved by the Board of Directors.

WITNESS my signature hereto this ,29<sup>th</sup> day of November, 2001 at Lake Worth, Palm Beach County, Florida.

Witness .Mary Lou Metzger

Smith Farm Master Association, Inc.  
By: Allan Lampert  
It's President

Witness .Mary Lou Metzger

Attest: Richard Hanisko  
As Secretary

STATE OF FLORIDA  
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this 29th day of November, 2001, before me personally appeared Allan Lampert and Richard Hanisko, the President and Secretary respectively, of the foregoing corporation, known to me personally to be such, and acknowledged to me that himself and not for the other, and each acknowledged that the facts therein stated are true as set forth. They are personally known to me ~~or have provided \_\_\_\_\_ as identification and did take an oath.~~ In the absence of an indication of a type of proof, they are personally known to me.

Mary Lou Metzger  
Notary Public