

EXHIBIT "1"

AMENDMENTS TO THE BY-LAWS  
OF NORTH FORK PROPERTY OWNERS' ASSOCIATION, INC.

The original Declaration of Covenants and Restrictions for North Fork is recorded in Official Records Book 6212 at Page 1013 of the Public Records of Palm Beach County, Florida.

As indicated herein, words shaded are added and words ~~struck through~~ are deleted.

---

ITEM 1.

ARTICLE I A and B of the By-Laws are amended as follows:

A. The ~~initial~~ office of the Association shall be at ~~2562 W. Indiantown Road, Jupiter, Florida~~ accurately reflected in each Non-profit Corporation Annual Report filed by the Association.

B. The fiscal year of the Association shall be from ~~October~~ January 1st to ~~September 30th~~ December 31st.

ITEM 2.

ARTICLE II H. of the By-Laws is amended as follows:

H. Minutes of all meetings of the members shall be kept in a businesslike manner, and shall be available, upon reasonable notice and at reasonable times, for inspection by the members and Directors at the office of the Association, ~~or such other reasonably accessible location as may be designated by the Board.~~

ITEM 3.

ARTICLE II (I) and (J) of the By-Laws are amended as follows:

I. Voting.

1. In any meeting of members, the Owners of each Parcel shall be entitled to cast one vote as the Owner of a Parcel unless the decision to be made is elsewhere required to be determined in another manner.

2. If a Parcel is owned by one person, his right to vote shall be established by the record title to his Parcel. If a Parcel is owned by more than one person, or is under lease, the person entitled to cast the vote for the Parcel shall be

designated by a certificate signed by all of the record Owners of the Parcel and filed with the Secretary of the Association. If a Parcel is owned by a corporation, the person entitled to cast the vote for the Parcel shall be designated by a certificate signed by the President or Vice-President and attested to by the Secretary or Assistant Secretary of the corporation and filed with the Secretary of the Association. Such certificates shall be valid until revoked or until superseded by a subsequent certificate or until a change in the ownership of the Parcel concerned. A certificate designating the person entitled to cast the vote of the Parcel may be revoked by any Owner of a Parcel. ~~If such a certificate is not on file, the vote of such Owner shall not be considered in determining the requirement for a quorum nor for any other purpose.~~

3. Votes may be cast in person or by proxy. A proxy must be designated in writing by any person entitled to vote, and shall be valid only for the particular meeting designated in the proxy. It must be filed with the Secretary ~~three (3) days before or such person designated by the Secretary in the Notice of Meeting no later than~~ the appointed time of the meeting or any adjournment of the meeting.

4. No member shall be allowed to exercise his vote or serve as a Director unless he is current on all assessments.

J. the order of business at annual members' and, as far as practical at other members' meeting, shall be:

1. ~~Election of chairman of the meeting~~ Establish Quorum.
2. ~~Calling of the roll and certifying of proxies.~~
32. Proof of notice of meeting or waiver of notice.
43. Reading and disposal of any unapproved minutes.
54. Report of officers.
65. Reports of committees.
7. ~~Election of inspectors of elections.~~
86. Election of directors.
97. Unfinished business.
108. New business.
119. Adjournment.

## ITEM 4.

ARTICLE III B, M and N. of the By-Laws are amended as follows:

B. Election of Directors shall be held at the annual members' meeting.

1. Election of Directors shall be held at the annual members meeting.

~~2. A nominating committee of three (3) members shall be appointed by the Board of Directors not less than thirty (30) days prior to the annual members' meeting. The committee shall nominate one person for each Director then serving. Other nominations may be made from the floor.~~

~~3.~~ The election shall be by ballot (unless dispensed with by unanimous consent) and by a plurality of the votes cast, each person voting being entitled to cast his votes for each of as many nominees as there are vacancies to be filled. There shall be no cumulative voting.

~~4.~~ Except as to vacancies created by removal of Directors by members, vacancies in the Board of Directors occurring between annual meetings of members shall be filled by the remaining Directors.

~~5.~~ Any Director may be removed by concurrence of fifty-one percent (51%) of the membership voting in person or by proxy at a special meeting of the members called for that purpose. The vacancy in the Board of Directors so created shall be filled by the members of the Association at the same meeting.

~~M. Directors' fees, if any, shall be determined by the majority of the membership of Association.~~

~~N.~~ Minutes of all meetings of the Board of Directors shall be kept in a business like manner and be available for inspection, upon reasonable notice and at reasonable times, by members and directors at the offices of the Association or such reasonably accessible location as may be designated by the Board.

## ITEM 5.

ARTICLE IV A.4 of the By-Laws is amended as follows:

A. All of the powers and duties of the Association existing under the Articles of Incorporation and these By-Laws shall be exercised exclusively by the Board of Directors, its agent, contractors or employees, subject only to approval by Parcel Owners when such is specifically required. Such powers and duties shall be exercised in accordance with the documents hereinbefore stated, and shall include, but not be limited to the following:

4. Enforcing by legal means the provision of the documents, including ~~levying the imposition of such fines as may be provided for in the Articles of Incorporation, Declaration of Covenants and Restrictions or By-Laws.~~

## ITEM 6.

ARTICLE V A and E. of the By-Laws are amended as follows:

A. The executive officers of the Association shall be a President, who shall be a Director, Vice-President, who shall be a Director, a Treasurer, and a Secretary, ~~and an Assistant Secretary~~, all of whom shall be elected annually by the Board of Directors and who may be peremptorily removed by vote of the Directors at any meeting. Any person may hold two or more offices except that the president shall not be also the Secretary ~~or Assistant Secretary~~. The Board of Directors, from time to time, shall elect such other officers and designate their powers and duties as the Board shall find to be required to manage the affairs of the Association.

D. The Secretary shall ~~keep ensure that the records of the Association and the minutes of all proceedings of the Directors and members are kept in a proper fashion.~~ He shall attend to the giving and serving of all notices to the members and Directors and other notices required by law. He shall have custody of the seal of the Association and affix it to instruments requiring a seal when duly signed. He ~~shall keep the records of the Association, except those of Treasurer, and~~ shall perform all other duties incident to the office of Secretary of an association and as may be required by the Directors or the President. ~~The Assistant Secretary shall perform the duties of the Secretary when the Secretary is absent.~~

E. The Treasurer shall ~~have custody of~~ ~~oversee~~ all property of the Association, including funds, securities and evidences of indebtedness. He shall ~~keep ensure that the books of the Association are kept~~ in accordance with good accounting practices; and he shall perform all other duties incident to the office of Treasurer.

## ITEM 7.

ARTICLE VI B.4 of the By-Laws is amended as follows:

B. The Board of Directors shall adopt a budget for each year that shall include the estimated funds required to defray the expenditures and to provide and maintain funds for the foregoing accounts and reserves according to good accounting procedure as follows:

1. Current/Operating expenses.
2. Current/Operating expense contingency.
3. Reserve for deferred maintenance and for replacement.

4. Betterments, which shall include the funds to be used for capital expenditures for additional improvements to the Common Property; provided, however, that expenditures in excess of \$1,000~~12,000~~ from this fund for a single item or for a single purpose shall require the vote of a majority of the members present at a duly called meeting.

ITEM 8.

ARTICLE VII B.3. of the By-Laws is amended as follows:

These By-Laws may be amended in the following manner:

B. A resolution adopting a proposed amendment may be proposed by either the board of Directors of the Association or by the members of the Association. Directors and members not present in person or by proxy at the meeting considering the amendment may express their approval in writing, provided such approval is delivered to the Secretary at or prior to the meeting. Except as elsewhere provided, such approval must be by:

1. Not less than two-thirds (2/3) of the entire membership of the Board of Directors and not less than fifty-one percent (51%) of the votes of the membership of the Association voting in person or by proxy; or
2. Not less than sixty percent (60%) of the votes of the membership of the Association voting in person or by proxy;
3. ~~Until the first election of Directors, by all of the Directors.~~

ITEM 9.

ARTICLE IV of the By-Laws is amended by adding the following subsection:

10. Entering into and administrating a contract on behalf of Association members empowering a licensee or franchise to provide cable television (CATV) and related services within the community on such terms as is believed to be in the best interests of the members of the Association. Expenses arising under any such contract shall be payable equally by all members and shall be collectible as part of the General Assessments collected by the Association.

