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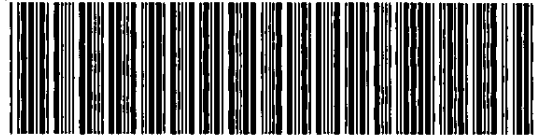
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Amended/Restarted
@ 5/8/14

DICKER, KRIVOK & STOLOFF, P.A.

ATTORNEYS AT LAW

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April 22, 2014

Florida Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

**Re: ARTICLES OF AMENDMENT TO CERTIFICATE OF INCORPORATION
FOR LAKE COLONY APTS. ONE, INC.**

To Whom It May Concern:

Enclosed please find an original and one copy of an Amended and Restated Certificate of Incorporation of Lake Colony Apts. One, Inc. Please accept said Amendments for filing and return a copy to the undersigned. Also, enclosed is the firm's check in the amount of \$35.00 to cover the filing fees.

Should you have any questions or comments, please do not hesitate to contact me.

Very truly yours,



EDWARD DICKER
For the Firm

EAD:sao
Enclosures
144210104.21L

**ARTICLES OF AMENDMENT
to
CERTIFICATE OF INCORPORATION
FOR
LAKE COLONY APTS. ONE, INC.**

Pursuant to the applicable provisions of the Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendments adopted: **See Attached**

SECOND: The above Amendments were adopted by the members and the number of votes cast for the amendment was sufficient for approval.

Dated April 21, 2014.

LAKE COLONY APTS. ONE, INC.

By: Richard B. Andersson
President

RICHARD B. ANDERSON
Typed or printed name

**THE
AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION OF
LAKE COLONY APTS. ONE, INC.**

FILED
14 APR 28 PM 12:10
CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

ARTICLE I.

The name of the corporation is LAKE COLONY APARTMENTS ONE, INC.

ARTICLE II.

The principal place of business of this corporation shall be located in Village of North Palm Beach, Palm Beach County, Florida.

ARTICLE III.

The purpose or purposes for which this corporation is organized are as follows:

- A. To purchase, lease, or otherwise acquire, operate and manage a single housing project on a non-profit basis, and in the interest and for the housing of its members and other lawful occupants.
- B. To lease the apartments in the housing project to its members under leases commonly known as Proprietary Leases.
- C. In furtherance of the foregoing purposes, the corporation shall have the power to purchase, lease, or otherwise, acquire land, both improved and unimproved, and to construct, or cause to be constructed, and locate or purchase, an apartment building and facilities thereon; to manage such property, and to do any and all other things necessary or convenient for the fulfillment of the purposes of this corporation.
- D. To enter into, make and perform contracts of every kind and description with any person, firm, association, corporation, municipality, county, state, body politic or government or colony or dependency thereof.
- E. To borrow or raise moneys for any of the purposes of the corporation and from time to time, without limit as to amount, to draw, make, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable instruments and evidences of indebtedness, and to secure the payment of any thereof and of the interest thereon by mortgage upon or pledge, conveyance or assignment in trust of the whole or any part of the property of the corporation, whether at the time owned or thereafter acquired, and to sell, pledge or otherwise dispose of such bonds or other obligations of the corporation for its corporate purposes.
- F. The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited to or restricted by reference to, or inference from the terms of any other clause of this or any other Articles of this Certificate of Incorporation, or any amendments thereto, and shall each be regarded as independent, and construed as powers as well as objects and purposes.
- G. The corporation shall be authorized to exercise and enjoy all of the powers, rights, and privileges granted to, or conferred upon, corporations of similar character by the Laws of the State of Florida, now or hereafter in force, and to do any and all of the things hereinabove set forth to the same extent as natural persons might or could do.

ARTICLE IV.

This corporation shall be organized without capital stock. Membership in the corporation shall be allocated to owners of apartment Proprietary Leases issued by the corporation, and the transfer thereof shall be upon such terms and conditions as shall be provided in the By-Laws.

ARTICLE V.

The corporation is to have perpetual existence.

ARTICLE VI.

The names and residences of the subscribers are as follows:

Names	Residences
S. LEE CROUCH	436 Sunset Drive, Hallandale, Florida
LEONORA S. FERNANDES	3229 Cleveland St., Hollywood, Florida
RUTH A. LA FAVRE	2843 Funston Street, Hollywood. Florida

ARTICLE VII.

The names of the officers who shall manage the affairs of the corporation, and who are to serve until the first election to be held on January 15, 1966,

(or until their successors are duly elected) are as follows:

Names	Office
S. LEE CROUCH	President
LEONORA S. FERNANDES	Vice President
RUTH A. LA FAVRE	Secretary-Treasurer

ARTICLE VIII.

The names and Post Office addresses of the First Board of Directors, who are to serve until the first annual meeting of this corporation (or until their successors are duly elected) are as follows:

Names	Addresses
S. LEE CROUCH	436 Sunset Drive, Hallandale, Florida
LEONORA S. FERNANDES	3229 Cleveland St., Hollywood, Florida
RUTH A. IA FAVRE	2843 Funston Street, Hollywood. Florida

ARTICLE IX.

The management of the affairs of the corporation shall be conducted by its Board of Directors in accordance with the requirements of its By-Laws. The Board of Directors shall have the power and authority to make, alter and amend the By-Laws of the corporation at any time prior to the holding of the first annual meeting, or when the corporation assumes title to the housing project by purchase or lease, whichever event shall first occur; thereafter the power and authority to make, alter and amend the By-Laws shall vest in the membership on such terms and with such delegated rights in the Directors as shall be expressly stated in the By-Laws.

In furtherance and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized:

- A. To set apart out of any of the funds of the corporation a reserve or reserves for any proper purpose, and to abolish any such reserve in the manner in which it was created.
- B. When and as authorized by the affirmative vote of three-fourths of the entire membership given at a meeting of the members duly called for that purpose, or when authorized by the written consent of three-quarters of the entire membership, to sell, purchase, lease or exchange or mortgage all of the property and assets of the corporation, including its good will and its corporate franchises, upon such terms and conditions and for such consideration as its Board of Directors shall deem expedient and for the best interests of the corporation.

ARTICLE X.

The corporation reserves the right to amend, alter, change, or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon members herein are granted subject to this reservation; it being provided, however, that said reserved rights to amend, alter, change or repeal may be exercised only with the approval of three-fourths of the entire membership obtained by written consent or at a meeting called for such purpose.

ARTICLE XI.

The Board of Directors shall provide in the By-Laws of the corporation for a stated amount of capital to be allocated to each of the apartments located in the corporation's housing project, and the total of said amount shall constitute the capital of the corporation. The stated capital allocated to each apartment cannot be changed by amending the By-Laws or this Certificate of Incorporation, anything contained herein to the contrary notwithstanding.

ARTICLE XII.

The By-Laws of the corporation are to be made by the Board of Directors and shall only be altered, rescinded or amended with the approval of three-fourths of the entire membership obtained by written consent, or at a meeting called for such purpose.

ARTICLE XIII.

Special provisions for the regulation of this corporation, and in furtherance and not in limitation of the powers conferred by the statutes of the State of Florida, are as follows::

- A. No contract or other transaction between the corporation and any other corporation shall be affected by the fact that the directors of the corporation are interested in, or are directors or officers of such other corporations; and any director, individually, may be a party to, or may be interested in any contract or transaction of the corporation. No contract or other transaction of the corporation with any person or persons, firm, or association, shall be affected by the fact that any director or directors of the corporation may be a party or parties to, or interested in, any contract or transaction with such persons, firms or association; provided, that the interest in any such transaction or other contract of any such director shall be fully disclosed; and each and every person who may become a director of the corporation is hereby relieved from any liability which would otherwise exist from contracting with the corporation for the benefit of himself or any firms, associations or corporations in. which he may in any wise be interested, so long as he has acted in good faith.
- B. Any person made a party to any actions, suit or proceeding by reason of the fact that he, his testator or intestate, is or was a director, officer or employee of the corporation, or of any corporation which he served as such at the request of the corporation, shall be indemnified by the corporation against reasonable expenses including attorneys' fees, actually and necessarily incurred by him in connection with the defense of such action, suit or proceeding or in connection with any appeal therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such officer. Director or employee is liable for wrongful or criminal conduct in the performance of his duties.
- C. If the corporation assumes title to the housing project by purchase or lease prior to the annual meeting, to-wit: January 15, 1966, then notwithstanding the provisions in Articles VII and VIII hereof, members of the corporation may hold a meeting for the purpose of electing new directors, and the directors when elected (which shall not be less than three nor more than nine) shall elect its officers from the directors. The officers and directors of the corporation shall then serve until the next annual meeting, or until their successors have been duly elected.

We, the undersigned, being the original subscribers and incorporators of the foregoing corporation, do hereby certify that the foregoing constitutes the charter of LAKE COLONY APTS. ONE INC. and we hereby declare and certify that the facts herein stated are true.

IN WITNESS WHEREOF, we have hereunto set our hands and seals, this 23rd day of February, A.D., 1965.

\

/s/ S. Lee Crouch_____(SEAL)
S. Lee Crouch

/s/ Leonora S. Fernandes_____(SEAL)
Leonora S. Fernandes

/s/ Ruth A. LaFavre_____. (SEAL)
Ruth A. LaFavre

STATE OF FLORIDA)
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this 23rd day of February A D.1965, personally came and appeared before me. the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments. S. Lee Crouch, Leonora S. Fernandes and Ruth A. LaFavre, all to me known to be the persons described in, and who severally acknowledged to me that they executed, the foregoing Certificate of Incorporation as their free and voluntary act and deed, and for the uses and purposes therein set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal on the day and year last above written.

/s/ Patsy A. Webber_____
(Notary Seal Affixed) Notary Public_____