

739243

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP

WAIT

MAIL

(Business Entity Name)

(Document Number)

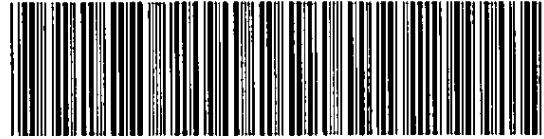
Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Q. SILAS

FEB 09 2022

Office Use Only



700379600547

01/18/22--01030--004 \*\*35.00

RECEIVED  
2022 JAN 18 PM 4:41  
STATE OF TEXAS  
COMPTROLLER OF PUBLIC ACCOUNTS

**SACHS SAX CAPLAN**  
ATTORNEYS AT LAW

SUITE 200  
6111 BROKEN SOUND PARKWAY NW  
BOCA RATON, FLORIDA 33487

TELEPHONE (561) 994-4499  
DIRECT LINE (561) 237-6888  
FACSIMILE (561) 994-4985

STEVEN G. RAPPAPORT, ESQ.  
ALSO ADMITTED IN THE DISTRICT OF COLUMBIA  
stappaport@ssclawfirm.com

January 10, 2022

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Name of Corporation:** Flanders Condominium Association, Inc.  
**Document Number:** 739243

The enclosed Articles of Amendment to the Articles of Incorporation for Flanders Condominium Association, Inc. and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Steven G. Rappaport, Esq.  
Sachs Sax Caplan, PL  
6111 Broken Sound Parkway NW  
Suite 200  
Boca Raton, FL 33487

For further information concerning this matter, please call Mr. Rappaport at (561) 237-6800.

Enclosed is a check in the amount of \$35.00 (filing fee) made payable to the Florida Department of State.

AMENDED AND RESTATED ARTICLES OF INCORPORATION OF  
FLANDERS CONDOMINIUM ASSOCIATION, INC.

FILED  
2022 JAN 18 PM 4:41

~~The undersigned hereby associate themselves for the purpose of forming a corporation not for profit under and pursuant to Chapter 617 and 718, Florida Statutes, and do certify as follows:~~

I

NAME

The name of this corporation ~~is~~ shall be Flanders Condominium Association, Inc. For convenience, the corporation shall be herein referred to as the "Association".

II

Purpose

The general purpose of this not-for-profit corporation shall be to be the "Association" (as defined in the Condominium Act of the State of Florida, Florida Statutes Chapter 718, et seq., as same is amended from time to time) for the operation and management of the Flanders condominium(s), and as such Association to operate and administer said condominium Association, as set forth in the Declaration of Condominiums and carry out the functions and duties of said condominiums establishing said condominiums and exhibits annexed thereto.

III

Powers

The Board of Directors of the Association shall have all the common law and statutory ~~the~~ powers and duties necessary for the administration of the affairs of the Association ~~and may do all such acts and things as are not by law or by the Declarations of Condominium, or the By-Laws, directed to be exercised and done by unit owners.~~ These powers shall specifically include including, but shall not be limited to the following:

A. To exercise all powers specifically set forth in the Declaration(s) of Condominium, in the By-Laws, ~~and in the Condominium Act, and in Chapter 617, Florida Statutes, and all the powers and duties reasonably necessary to operate the Condominium,~~ and all powers incidental thereto.

B. To prepare an annual ~~a~~ budget for each of the condominiums under the operation of the Association, and to ~~make assessments, collect said assessments, and use and expend the assessments to carry out the purposes and powers of the Association~~ make and collect assessments and other charges against the members of the Association, and its guests and occupants as may be authorized, and to use the proceeds thereof in the exercise of its powers and duties.

C. To improve the condominium property, real and personal, and the right to

~~purchase items of realty and items of furniture~~ buy, accept, own, operate, lease, sell, trade and mortgage both real and personal property in a manner consistent with Chapter 718, Florida Statutes, and the Declaration of Condominium.

D. to maintain, repair, replace, reconstruct, add to and operate the condominium property and/or Association property, and other property acquired or leased by the Association.

~~DE. To maintain in Palm Beach County, Florida, accounting records for each condominium managed by the Association, according to good accounting practices. The records shall be open to inspection by unit owners or their authorized representatives at reasonable times and written summaries of them shall be supplied at least annually to unit owners or their authorized representatives. The records shall include, but are not limited to (1) a record of all receipts and expenditures; and (2) an account for each unit which shall designate the name and address of the unit owner, the amount of each assessment, the dates and amounts in which the assessments come due, the amounts paid upon the account and the balance due as provided by s. 718.111(12) Florida Statutes.~~

~~EE. To employ, dismiss and control personnel necessary for the maintenance and operation of the condominium, including the right and power to employ attorneys, accountants, contractors, and other professionals, as the need arises.~~

~~EG. To adopt or amend previously adopted reasonable administrative or other rules and regulations governing the operation, use, maintenance, management and control of the common elements of the condominiums and the association property, and any facilities or services made available to the unit owners, except as provided otherwise by the 99-year recreational lease. The Board of Directors shall from time to time post in a conspicuous place on the condominium properties, a copy of the rules and regulations adopted from time to time by the Board of Directors.~~

~~EH. To contract for the management of the condominium and to delegate to such contractor-management company all of the powers and duties of the Association except those which may be required by the Declaration of Condominium to have approval of the Board of Directors or membership of the Association. To contract for the management or operation of portions of the common elements or facilities susceptible to the separate management or operation thereof, and to lease or concession such portions.~~

~~HI. To join with other Associations responsible for the operation of condominiums within the Kings Point community in the formation of a Community Association and to delegate to said Association authority to contract for and to establish guidelines for the orderly and uniform consolidated administration, maintenance, appearance, upkeep and management of some or all Kings Point Condominiums, subject to restrictions on said authority as may be provided for in the By-Laws of the respective area associations and the declarations of condominium establishing the condominiums operated by this Association.~~

~~IJ. Designate one or more committees which, to the extent provided in the resolution designating said committee, shall have the powers of the Board of Directors in the management and affairs and business of the Association shall have the powers delegated to it by the Board of~~

Directors. Such committee shall consist of at least three (3) members of the Association. The committee or committees shall have such name or names as may be determined from time to time by the Board of Directors, and said committee(s) shall keep regular minutes of their proceedings and report the same to the Board of Directors, as required. The foregoing powers shall be exercised by the Board of Directors or its contractor or employees, subject only to approval by unit owners when such is specifically required.

K. To approve or disapprove of the rental, leasing, transfer, ownership and possession of Units as may be provided in the Declaration.

L. To enforce by legal means the provisions of the Act, the Declaration, these Articles, the Bylaws, and the rules and regulations governing the use of the Condominium Property and Association Property.

M. Those emergency powers granted pursuant to Section 718.1265, Florida Statutes.

#### IV

#### Members

The qualifications of members, the manner of their admission to membership, the termination of such membership and voting by members shall be as follows:

A. ~~The record title owners of all units in each condominium under the operation of this Association shall be members of the Association, and no other person or entities shall be entitled to membership except for the subscribers hereto who shall constitute the membership until such time as a condominium which will be operated by the Association comes within the Association's authority.~~

B. Membership shall be established by the acquisition of ownership of fee title to or fee interest in a condominium parcel in any of said condominiums, whether by conveyance, devise, judicial decree, or otherwise, subject to the provisions of the Declaration, and by the recordation amongst the Public Records of Palm Beach County, Florida, of the Deed or other instrument establishing the acquisition and designating the parcel affected thereby and by the delivery to the Association of a true copy of such Deed or other instrument. The new owner designated in such Deed or other instrument shall thereupon become a member of the Association, and the membership of the prior owner as to the parcel designated shall be terminated.

C. The share of a member in the funds and assets of the Association, in its common elements and its common surplus, and membership in this Association cannot be assigned, hypothecated or transferred in any manner except as an appurtenance to the unit in his condominium.

D. On all matters as to which the membership, shall be entitled to vote, as hereinafter provided, there shall be only one vote for each unit, which vote shall be exercised in the manner provided by the Declaration of Condominium and the By-Laws.

V

Term

The term for which this Association is to exist shall be perpetual.

VI

Subscribers

The subscribers to the Association are set forth in the original Articles of Incorporation filed on or about June 10, 1977.

VII

Board of Directors

~~The affairs of the Association shall be managed by a Board of Directors as provided in the Bylaws of the Association, composed of such members as shall constitute three (3) directors from each of the condominiums operated by this corporation, which number shall be not less than three (3). The members of the Board shall be members of the Association with the following exceptions: (1) The spouse of a member shall qualify to serve as a director even though said spouse is not a record title owner. (2) Permanent residents of the condominium who are the parents of the record title owner(s) may qualify to serve as director in lieu of the record owners. All directors must be permanent residents of the condominium he (she) represents, residing in their unit not less than six (6) months within each calendar year.~~

~~In November preceding the annual meeting of the Association, each of the respective condominiums operated by this Association shall cause to be called a meeting, subject to provisions of the By Laws of the Association, at which meeting the unit owners (one vote per unit) shall elect by a plurality of the vote of the members present and voting three (3) directors to serve on the Board of the corporation. Directors may be removed and vacancies on the Board shall be filled in the manner provided in the By Laws. The Association opts to use voting procedures and election procedures different than that provided in §718.112(2)(d), Fla. Stat., as provided in the Bylaws. The different voting and election procedures may provide for election to be conducted by limited proxy.~~

~~The names and address of the members of the first Board of Directors who shall hold office and serve until the first annual meeting of the membership or their successors are elected and qualify are set forth in the original Articles of Incorporation filed on or about June 10, 1977.~~

VIII

Officers

The affairs of the Association shall be administered by officers as determined in the

~~Bylaws of the Association, the President of the Association, assisted by a Vice President, a Secretary and Treasurer, and if any, the assistant secretary and assistant Treasurer subject to the directions of the Board of Administration. The Board of Directors, or President with prior approval of the Board, may employ a Managing Agent and/or such other managerial and supervisory personnel or entitles to administer or assist in the administration of the operation or management of this Association and the affairs of the Association subject to the following limitation: No such person or principal or any entity employed as managing agent or personnel of the Association shall be a member of the Association.~~

~~—The officers shall be elected by a majority of the votes of the directors.~~

~~IX~~

#### First Officers

~~—The names and address of the officers who are to serve until the first election of officers, pursuant to the terms of the Declaration of Condominium and By-Laws are set forth in the original Articles of Incorporation filed on or about June 10, 1997.~~

~~XIX~~

#### Indemnification

Every Director and every Officer or committee member of the Association, as well as any Representative or Alternate Representative of the Kings Point Community Association, Inc., shall be indemnified by the Association against all expenses and liabilities, including counsel fees reasonably incurred by or imposed upon him in connection with any proceeding to which he may be party, or in which he may become involved, by reason of his being or having been a Director, ~~or Officer or committee member~~ of the Association, ~~or Representative or Alternate Representative of the Kings Point Community Association, Inc.,~~ or any settlement thereof, whether or not he is a Director, ~~or Officer, committee member, Representative or Alternate Representative~~ at the time such expenses are incurred, except in such cases wherein the Director, ~~or Officer, committee member, Representative or Alternate Representative~~ is adjudged guilty of gross negligence or willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement, the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interests of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director, ~~or Officer, committee member, Representative or Alternate Representative~~ may be entitled.

~~XI~~

#### By-Laws

~~—The operation of the condominium property shall be governed by the By-Laws of the Association which are set forth in a document which is annexed to the Declarations of Condominium of each of the respective condominiums operated by this Association as same are~~

~~recorded in the Public Records of Palm Beach County, Florida.~~

~~The By Laws may be altered, amended or added to any duly called meeting of the unit owners provided:~~

~~A. Notice of the meeting shall contain a statement of the proposed amendment.~~

~~B. Amendments shall be approved by a majority of the directors present at any meeting of the Board of Directors, and shall be approved by not less than a majority of those unit owners present in person or by proxy at a regular or special member's meeting where a quorum is obtained.~~

~~C. Said amendment shall be recorded and certified as required by the Condominium Act.~~

~~XII~~

#### Amendments to Articles

The amendments of the Articles of Incorporation shall be proposed and adopted in the following fashion:

A. Notice of the meeting shall contain a statement of the proposed amendment.

B. Amendments shall be approved by a majority of the directors present at any meeting of the Board of Directors, and shall be approved by not less than a majority of those unit owners present in person or by proxy at a regular or special member's meeting where a quorum is obtained.

C. Said amendment shall be recorded and certified as required by the Condominium Act.

~~XIII~~

#### Registered Office and Agent

The street address of the Registered Office of the Association is and the name of the Registered Agent is Sachs Sax Caplan, P.L.

These Amended and Restated Articles of Incorporation are executed this 3rd day of January, ~~1997~~ 2022 by the FLANDERS CONDOMINIUM ASSOCIATION, INC.

XII

#### ACCEPTANCE BY REGISTERED AGENT

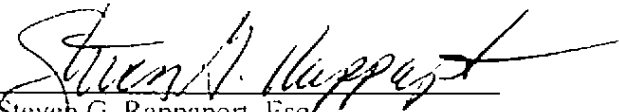
Having been named to accept service of process for the above stated non-profit corporation, at the place designated in article xiii of these articles of incorporation, the undersigned hereby



agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of his duties.

Dated this 3rd day of January, 2022.

SACHS SAX CAPLAN, P.L.  
(Registered Agent)

By:   
Steven G. Rappaport, Esq.  
For the Firm

**ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
FOR FLANDERS CONDOMINIUM  
ASSOCIATION, INC.**

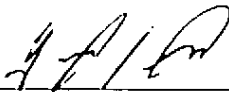
Pursuant to the provision of Chapter 617 and 720 of the Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation.


FIRST: The Amendments adopted are attached as Exhibit "A".

SECOND: On NOVEMBER 28, 2021, the above Amendment was adopted by the members and the number of votes cast for the amendment was sufficient for approval.

DATED: December 29, 2021.

**FLANDERS CONDOMINIUM ASSOCIATION,  
INC.**

By:   
Frank Iovine, President

By:   
Susan Wilson, Secretary