

Orangewood Acres Homeowners' Association, Inc.

2552 N. Orangewood Street
Avon Park, Florida 33825
U.S.A.

N29994

May 19, 1998

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

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-05/22/98--01064--004
*****35.00 *****35.00

Enclosed is the original and one copy of the Articles of Amendment to the Articles of Incorporation for the Orangewood Acres Homeowners' Association, Inc. It is our desire to file the original with the State of Florida and a check for the \$35.00 filing fee is enclosed also.

Please return the copy for our records after filing is completed. A stamped, self- addressed envelope is included.

Sincerely,

Orangewood Acres Homeowners' Association, Inc.
Arvona Johnson, Director - Secretary

FILED
98 JUN -9 PM 2:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Amend -
6-10-98
CC*



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 29, 1998

ORANGEWOOD ACRES HOMEOWNERS ASSOCIATION, INC.
2552 N. ORANGEWOOD ST.
AVON PARK, FL 33825

SUBJECT: ORANGEWOOD ACRES HOMEOWNERS' ASSOCIATION, INC.
Ref. Number: N29994

We have received your document for ORANGEWOOD ACRES HOMEOWNERS' ASSOCIATION, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The effective date cannot be prior to or more than 90 days after the date of filing in this office.

If there are NO MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

The date of adoption of this document must be a date on or prior to submitting the document to this office, and this date must be specifically stated in the document. If you wish to have a future effective date, you must include the date of adoption and the effective date. The date of adoption is the date the document was approved.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6903.

Cheryl Coulliette
Document Specialist

Letter Number: 298A00030187

J. WENDELL WHITEHOUSE, P.A.

ATTORNEY AT LAW

143 SOUTH RIDGEWOOD DRIVE

SEBRING, FLORIDA 33870

(941) 471-0200

FAX (941) 471-2919

June 4, 1998

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

Attn: Cheryl Coulliette
Document Specialist

IN RE: Orangewood Acres Homeowners' Association, Inc.
Reference No: N29994
Letter No: 298A00030187

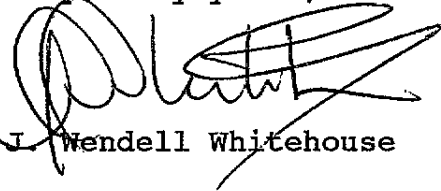
Dear Ms. Coulliette:

Responding to your recent correspondence regarding the above-referenced, enclosed please find an original and one (1) copy of the Amendment, as corrected.

Please file the original, returning a stamped filed copy to this office for the Association's records. As I understand your correspondence, you have retained the filing fee in your office. If this is not correct, please advise immediately.

Should you have any additional questions, please do not hesitate to direct same to this office.

Very truly yours,



J. Wendell Whitehouse

JWW: jkw
encl.

xc: Orangewood Acres Homeowners' Association

B:DIVCOR.LT1

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF
ORANGEWOOD ACRES HOMEOWNERS' ASSOCIATION, INC.
(A Florida not-for-profit corporation)**

FILED
JUN -9 PM 2:14
CLERK OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Chapter 607, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation, filed January 3, 1989, #N29994. The date of adoption of these Articles of Amendment to Articles of Incorporation shall be February 9, 1998.

WHEREAS, on January 27, 1997, the Board of Directors of Orangewood Acres Homeowner's Association, Inc., a Florida not-for-profit corporation did file Articles of Amendment to Articles of Incorporation of Orangewood Acres Homeowners' Association, Inc., modifying Article II, Principal office, and Article VIII, Board of Directors; said document having been filed April 11, 1997 and recorded in the Office of the Florida Department of State, Document # N29994.

WHEREAS, the Board of Directors of Orangewood Acres Homeowners' Association, Inc., a Florida not-for-profit corporation has reviewed said Articles of Incorporation, as Amended, and desire to substantially modify the Articles of Incorporation, as Amended, to include additional modifications; and

WHEREAS, it would be in the best interest of the homeowners and members of the Orangewood Acres Homeowners' Association, Inc., a Florida not-for-profit corporation to substantially and entirely amend the Articles of Incorporation referenced herein;

NOW, THEREFORE, in consideration of the foregoing, the Board of Directors of Orangewood Acres Homeowners' Association, Inc., a Florida not-for-profit corporation hereby amend the Articles of Incorporation in its entirety, adopted February 9, 1998, as follows:

**"ARTICLES OF INCORPORATION
OF
ORANGEWOOD ACRES HOMEOWNERS' ASSOCIATION, INC.
(a Florida Not-For-Profit Corporation)**

**ARTICLE I
NAME**

The name of the association is ORANGEWOOD ACRES HOMEOWNERS' ASSOCIATION, INC., a Florida Not-for-Profit Corporation.

**ARTICLE II
PRINCIPAL OFFICE**

The principal office of the association is located at 2552 North Orangewood Street, Avon Park, Florida 33825.

**ARTICLE III
REGISTERED AGENT**

The street address of the Registered Office of the association is 143 South Ridgewood Drive, Sebring, Florida 33870, and the name of the Registered Agent is J. WENDELL WHITEHOUSE.

**ARTICLE IV
DEFINITIONS**

All definitions in the Declaration of Restrictions as amended, to which these Articles are attached as Exhibit "A" and recorded in the Public Records of Highlands County, Florida, are incorporated herein by reference and made a part hereof.

ARTICLE V
PURPOSE OF THE ASSOCIATION

This association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for operation, maintenance and preservation of the real property and improvements thereon, described in the "Declaration of Restrictions" as amended to which these Articles are attached as Exhibit "A", as recorded in the Public Records of Highlands County, Florida, (hereinafter referred to as the "Declaration"), and to promote the health, safety and welfare of the members of the Association.

ARTICLE VI
POWERS OF THE ASSOCIATION

The Association shall have all the powers given under Florida Law to corporations to reasonably operate the Association, including but not limited to, the following:

- (a) Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the DECLARATION as amended;
- (b) Fix, levy, collect and enforce payment by any lawful means, all charges or assessments under the DECLARATION as amended;
- (c) Operate, maintain, sell, lease or transfer property in connection with the affairs of the Association;
- (d) Borrow money, and mortgage any or all of its real property as security for money borrowed or debts incurred;
- (e) To contract for management of the Association and to delegate in such contract all or any part of the powers and duties of the Association, and to contract for services to be provided the Owners including, but not limited to, maintenance, utilities and master antenna or cable television/radio system.

ARTICLE VII
MEMBERSHIP

The owner(s) of every Unit in the real property included in the Declaration as amended shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership of any Unit.

ARTICLE VIII
BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of Directors consisting of seven (7) persons who must be members of the Association.

The Directors named in these Articles shall serve until the first election of Directors, and any vacancies in their number occurring before the first election shall be filled by the remaining Directors. The names and addresses of the members of the first Board of Directors who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

Director: John J. Negley
2516 North Orangewood Street
Avon Park, FL 33825

Director: Don Copsey
2402 North Orangewood Street
Avon Park, FL 33825

Director: Robert Rogers
1715 W. Orangewood Place
Avon Park, FL 33825

Director: Helli Kiiveri
1715 West Orangewood Place
Avon Park, FL 33825

Director: Mabel England
1736 West Orangewood Lane
Avon Park, FL 33825

Director: Alvin Wolcott
2435 N. Azalea Drive
Avon Park, FL 33825

Director: Bert Carlson
1719 West Orangewood Place
Avon Park, FL 33825

ARTICLE IX **DURATION**

This corporation shall exist perpetually.

ARTICLE X **AMENDMENTS**

Amendment of these Articles shall require an affirmative vote of 2/3 of the responding membership either in person, by proxy, or by special ballot.

ARTICLE XI **SUBSCRIBERS**

The name and street address of the Incorporator of these Articles of Amendment to Articles of Incorporation is J. WENDELL WHITEHOUSE, 143 South Ridgewood Drive, Sebring, Florida 33870.

ARTICLE XII **OFFICERS**

The Board of Directors shall elect the President, Vice President, Secretary and Treasurer.

The names and addresses of the Officers who shall serve until their successors are designated by the Board of Directors are as follows:

President: John J. Negley
2516 North Orangewood Street
Avon Park, FL 33825

Vice-President: Don Copsey
2402 North Orangewood Street
Avon Park, FL 33825

Treasurer: Robert Rogers
1715 W. Orangewood Place
Avon Park, FL 33825

Asst Treasurer: Helli Kiiveri
1715 West Orangewood Place
Avon Park, FL 33825

Secretary: Mabel England
1736 West Orangewood Lane
Avon Park, FL 33825

ARTICLE XIII
BYLAWS

The original Bylaws of the Association shall be adopted by a majority vote of the Directors. Thereafter, the Bylaws of the Association may be amended, altered or rescinded at a regular or special meeting of the members by an affirmative vote of 2/3 of the responding members, either in person, by proxy, or by absentee ballot.

ARTICLE XIV
INDEMNIFICATION OF OFFICERS AND DIRECTORS

The Association shall and does hereby indemnify and hold harmless every Director and every Officer, their heirs, executors and administrators, against all loss, cost and expenses reasonably incurred in connection with any action, suit or proceeding to which he may be made a party by reason of his being or having been a Director or Officer of the Association, including reasonable counsel fees, except as to matter wherein he shall be finally adjudged in such action, suit or proceeding to be liable for or guilty of gross negligence or willful misconduct. The foregoing rights shall be in addition to, and not exclusive of, all other rights to which such Directors or Officers may be entitled.

ARTICLE XV
TRANSACTIONS IN WHICH DIRECTORS OR OFFICERS ARE INTERESTED

No contract or transaction between the Association and one (1) or more of its Directors or Officers, or between the Association and any other corporation, partnership, association, or other organization in which one (1) or more of its officers or directors are Officer or Directors of this Association shall be invalid, void or voidable solely for this reason, or solely because the Officer or Director is present at, or participates in, meetings of the Board or Committee thereof which authorized the contract or transaction, or solely because said Officers' or Directors' votes are counted for such purposes. No Director or Officer of the Association shall incur liability by reason of the fact that said Director or Officer may be interested in any such contract or transaction.

Interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a Committee which authorized the contract or transaction."

IN WITNESS WHEREOF, the undersigned Directors have executed these Articles of Amendment to Articles of Incorporation.

Sign:

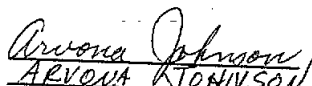
Print:


Joe Blake

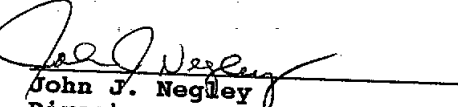
ORANGEWOOD ACRES HOMEOWNERS'
ASSOCIATION, INC.

Sign:

Print:


ARVONA JOHNSON
As to John J. Negley

BY:


John J. Negley
Director

Sign: Jo Blake
Print: Jo Blake

ORANGEWOOD ACRES HOMEOWNERS'
ASSOCIATION, INC.

Sign: Arvona Johnson
Print: ARVONA JOHNSON
As to Don Copsey

BY: Don Copsey
Don Copsey
Director

Sign: Jo Blake
Print: Jo Blake

ORANGEWOOD ACRES HOMEOWNERS'
ASSOCIATION, INC.

Sign: Arvona Johnson
Print: ARVONA JOHNSON
As to Robert Rogers

BY: Robert Rogers
Robert Rogers
Director

Sign: Viki Ethridge
Print: Viki Ethridge

ORANGEWOOD ACRES HOMEOWNERS'
ASSOCIATION, INC.

Sign: Angela Taylor
Print: Angela Taylor
As to Helli Kiiveri

BY: Helli A Kiiveri
Helli Kiiveri
Director

Sign: Jo Blake
Print: Jo Blake

ORANGEWOOD ACRES HOMEOWNERS'
ASSOCIATION, INC.

Sign: Arvona Johnson
Print: ARVONA JOHNSON
As to Mabel England

BY: Mabel England
Mabel England
Director

Sign: Jo Blake
Print: Jo Blake

ORANGEWOOD ACRES HOMEOWNERS'
ASSOCIATION, INC.

Sign: Arvona Johnson
Print: ARVONA JOHNSON
As to Alvin Wolcott

BY: Alvin Wolcott
Alvin Wolcott
Director

Sign: Jo Blake
Print: Jo Blake

ORANGEWOOD ACRES HOMEOWNERS'
ASSOCIATION, INC.

Sign: Arvona Johnson
Print: ARVONA JOHNSON
As to Bert Carlson

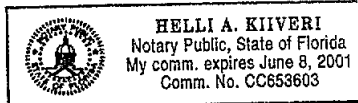
BY: Bert Carlson
Bert Carlson
Director

STATE OF FLORIDA
COUNTY OF HIGHLANDS

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared JOHN J. NEGLEY, DON COPSEY, ROBERT ROGERS, MABEL ENGLAND, ALVIN WOLCOTT and BERT CARLSON, Directors of ORANGEWOOD ACRES HOMEOWNERS' ASSOCIATION, INC., known to be and known by me to be the persons who executed the foregoing Articles of Amendment to Articles of Incorporation, and they acknowledged before me that they executed those Articles of Amendment to Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 28th day of April, 1998.

☒ Personally known
☐ Provided Identification
Form of Identification:



Helli A. Kiiveri

NOTARY PUBLIC
State of Florida at Large

STATE OF FLORIDA
COUNTY OF HIGHLANDS

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared HELLI KIIVERI, one of the Directors of ORANGEWOOD ACRES HOMEOWNERS' ASSOCIATION, INC., known to be and known by me to be one of the persons who executed the foregoing Articles of Amendment to Articles of Incorporation, and she acknowledged before me that she executed those Articles of Amendment to Articles of Incorporation.

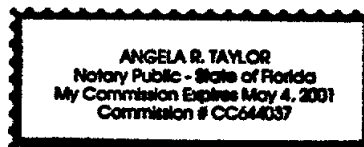
IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 29 day of April, 1998.

☐ Personally known
☒ Provided Identification
Form of Identification:

F K 160-321-37-956-0

Angela R. Taylor

NOTARY PUBLIC
State of Florida at Large

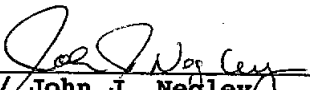


**CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT
UPON WHOM PROCESS MAY BE SERVED**

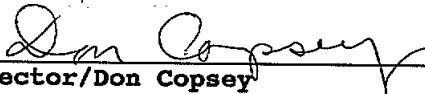
IN COMPLIANCE with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST that JOHN J. NEGLEY, DON COPSEY, ROBERT ROGERS, HELLI KIIVERI, MABLE ENGLAND, ALVIN WOLCOTT AND BERT CARLSON, Directors of **ORANGEWOOD ACRES HOMEOWNERS' ASSOCIATION, INC.**, a Florida not-for-profit corporation, with its principal place of business at 2552 North Oranewood Street, Avon Park, Florida, have named and by this does name **J. WENDELL WHITEHOUSE**, 143 South Ridgewood Drive, Sebring, FL 33870, as its registered agent to accept service of process within Florida.

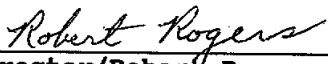
DATED: Effective February 9, 1998



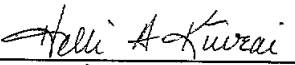
Director/John J. Negley



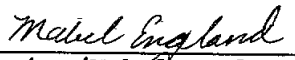
Director/Don Copsey



Director/Robert Rogers



Director/Helli Kiiveri



Director/Mabel England

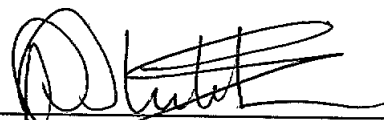


Director/Alvin Wolcott



Director/Bert Carlson

Having been named to accept service of process for the above-named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.



J. WENDELL WHITEHOUSE
Registered Agent