

N 000000007949

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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MAIL

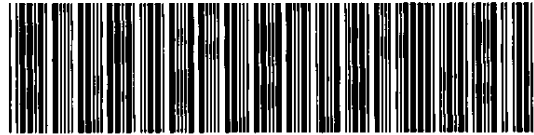
(Business Entity Name)

(Document Number)

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File 1st

*Amend
Thurs
5-27-09*

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

09 MAY 15 AM 11:56

FILED

Richard E. Larsen**
Frank A. Ruggieri†
Thomas R. Slaten, Jr.
John C. Palmerini**
Patryk Ozim
M. Florence King
Jason A. Martell

† Shareholder
* Admitted in Florida and Illinois
** Admitted in Florida and
District of Columbia


LARSEN & ASSOCIATES, P.A.
Attorneys and Counselors at Law

RECEIVED

2009 MAY -7 AM 8:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Reply to:
ORLANDO OFFICE
300 S. Orange Ave., Suite 1200
Orlando, Florida 32801
Telephone: 407.841.6555
Facsimile: 407.841.6686

JACKSONVILLE OFFICE
1033 Prudential Drive, Suite 1200
Jacksonville, Florida 32207
Telephone: 904.371.1934
Facsimile: 904.371.1901

May 5, 2009

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

Attn: Thelma Lewis

Re: Cypress Lakes Community Association, Inc. / Amendments

Dear Ms. Lewis:

I am submitting this correspondence in reply to yours of April 14, 2009 in which you indicate that the document must state that there are no Members or Members entitled to vote. I am somewhat confused by this. Please refer to Article XIV of the Articles of Incorporation as they currently exist which indicate that Article XIV was previously amended by Mr. Jerman, Developer of the Cypress Lakes Community, to provide that the Articles are subject to amendment by a majority vote of the Board. The current Amendment which we are including executed on January 28, 2009 is an Amendment by our current Board of Directors and clearly states that the Amendment was adopted on January 28, 2009 by at least a majority vote of the Board in accordance with the current Articles of Incorporation. Apparently the Developer did not file the prior Amendment with you which is why I included both. Please contact me directly at the above number should you require further clarification regarding this matter.

Thank you for your time and attention this matter.

Sincerely,



Frank A. Ruggieri

FAR/mpn
Enclosures

Richard E. Larsen**
Frank A. Ruggieri†
Thomas R. Slaten, Jr.
John C. Palmerini**
Petryk Ozim
M. Florence King
Jason A. Martell

†Shareholder

*Admitted in Florida and Illinois

**Admitted in Florida and
District of Columbia

LARSEN & ASSOCIATES, P.A.
Attorneys and Counselors at Law

Reply to:

ORLANDO OFFICE

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Telephone: 407.841.6555
Facsimile: 407.841.6686

JACKSONVILLE OFFICE

841 Prudential Drive, Suite 1200
Jacksonville, Florida 32207
Telephone: 904.371.1934
Facsimile: 904.371.1901

April 9, 2009

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

Attn: Amendment Section

Re: Cypress Lakes Community Association, Inc. / Amendments

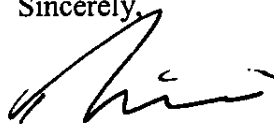
Dear Members of the Board:

Enclosed, please find the following documents for filing with the State, as well as check in the amount of \$70.00 corresponding to the cost for same.

1. Articles of Amendment to Articles of Incorporation for Cypress Lakes Community Association, Inc. dated January 16, 2008; and
2. Articles of Amendment to Articles of Incorporation for Cypress Lakes Community Association, Inc. dated January 28, 2009.

Please do not hesitate to contact me should you have any questions or comments. Thank you for your time and attention to this matter.

Sincerely,



Frank A. Ruggieri

FAR/mpn
Enclosures

RECEIVED
2009 APR 13 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 14, 2009

FRANK A. RUGGIERI
LARSEN & ASSOCIATES, P.A.
300 S. ORANGE AVENUE, SUITE 1200
ORLANDO, FL 32801

SUBJECT: CYPRESS LAKES COMMUNITY ASSOCIATION, INC.
Ref. Number: N00000007949

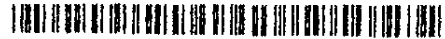
We have received your document for CYPRESS LAKES COMMUNITY ASSOCIATION, INC. and check(s) totaling \$70.00. However, your check(s) and document are being returned for the following:

The document must state that there are no members or members entitled to vote.

If you have any questions concerning this matter, please either respond in writing or call (850) 245-6905.

Thelma Lewis
Document Specialist Supervisor Letter Number: 309A00012502
Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida
32314

+ NEXT, - PREV, 1. MENU, 2. FILING, 3. OFFICERS, 4. EVENTS
7. LIST
ENTER SELECTION AND CR:



INSTR 20080113047
OR BK 09606 PG 4341 PGS=3
MARTHA D. HAYNIE, COMPTROLLER
ORANGE COUNTY, FL
02/21/2008 03:01:47 PM
REC FEE 27.00

 Prepared by and Return to:
Frank A. Ruggieri, Esq.
LARSEN & ASSOCIATES, P.A.
55 East Pine Street
Orlando, FL 32801
(407) 841-6555

FILED
09 MAY 15 AM 11:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION
FOR CYPRESS LAKES COMMUNITY ASSOCIATION, INC.,
(a corporation not-for-profit)**

WHEREAS, Article XIV of the Articles of Incorporation provides that the Articles may be amended at anytime prior to the Turnover Date by the Developer. The Turnover Date has not taken place as of the date hereof;

NOW, THEREFORE, the Developer hereby makes the following Amendment to the Articles of Incorporation for Cypress Lakes Community Association, Inc.:

1. Article VIII is hereby amended to read as follows:

ARTICLE VIII.-DIRECTORS

The Board of Directors of the Corporation shall be comprised of at least ~~three (3)~~ seven (7) directors. The initial members of the Board of Directors and their street addresses are:

Thomas J. Corkery

2304-A Winter Woods Boulevard
Winter Park, FL 32792

Jan Jaroszewicz

2304-A Winter Woods Boulevard
Winter Park, FL 32792

Brian D. Kosoy

2304-A Winter Woods Boulevard
Winter Park, FL 32792

As long as Developer shall have the right to appoint the Board of Directors, Directors need not be Members of the Association and need not be residents of the State of Florida. All Directors appointed by the Developer shall serve at the pleasure of the Developer, and may be removed from office, and a successor Director may be

NEW TEXT INDICATED BY UNDERLINE, DELETED TEXT INDICATED BY ~~STRIKE-OUT~~

appointed at any time by the Developer. At the first annual election to the Board of Directors where Directors are elected by the Members, the term of office of the elected Director receiving the highest plurality of votes shall be established at two (2) years, with the other elected Directors to serve for a term of one (1) year. Elections shall be by plurality votes. All Directors shall hold office until the election of new directors at the next annual meeting or resignation of said Director. Each year thereafter, as many Directors shall be elected and appointed, as the case may be, as there are regular terms of office of Directors expiring at such time, and the term of the Director so elected or appointed at each annual election shall be for two (2) years expiring at the second annual election following their election, and thereafter until their successors are duly elected and qualified, or until removed from office with or without cause by the affirmative vote of a majority of the Members which elected or appointed them. Any Director appointed by the Class C Member shall serve at the pleasure of the Class C Member and may not be removed except by action of the Class C Member, and may be removed from office, and a successor director may be appointed, at any time by the Class C Member.

- (a) Right to expand or contract Directors. Directors shall have the authority to modify the number of Directors to be seated on the Board of Directors by majority vote of the Board of Directors. The Number of Directors shall always be an odd number, but in no event shall the Board be comprised of fewer than seven (7) Directors.

2. Article XIV is hereby amended to read as follows:

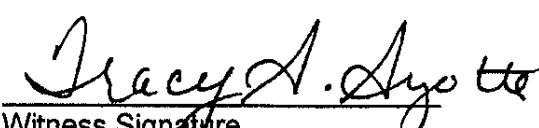
Amendment of these Articles requires the approval of at least ~~two-thirds of the membership votes~~ a majority of the Board of Directors. Notwithstanding anything herein to the contrary, until the Turnover Date, the Developer or its successor or assign shall be permitted to unilaterally amend these Articles at any time and until the Turnover Date, no amendment of these Articles may be made without the consent of the Developer or its successors or assigns as Developer.

IN WITNESS WHEREOF, the undersigned being the Developer has set its hand and seal as of this 16th day of January, 2008.

Cypress Lakes Investments, LTD.,
a Florida limited partnership

By: 

Richard Jerman, as President *Manager*
1750 W. Broadway Street, # 118


Witness Signature
Print Name: Tracy A. Ayotte

Oviedo, FL 32765

Dated: 1/16/08

Stacie T. Martinez
Witness Signature
Print Name: Stacie T. Martinez

STATE OF FLORIDA
COUNTY OF ORANGE

THE FOREGOING instrument was acknowledged before me this 16 day of JANUARY, 2008 by Richard Jerman, as President of Cypress Lakes Investments, LTD. who is personally known to me or produced identification (type of identification produced) .

Anne M. Smith
Notary Public Signature
Notary Stamp or Seal:

