

70419

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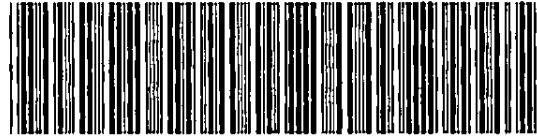
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JUL 31 2017

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** KEY LARGO PROPERTY OWNERS ASSOCIATION, INC.

**DOCUMENT NUMBER:** 700479

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Michael J. Hale

(Name of Contact Person)

(Firm/ Company)

P.O. Box 370235

(Address)

Key Largo, Florida 33037

(City/ State and Zip Code)

hale210@bellsouth.net

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Michael J. Hale

305-394-2655

at

(Name of Contact Person)

(Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &  
Certificate of Status

☐ \$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)

☐ \$52.50 Filing Fee  
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Certified Copy  
(Additional Copy is  
Enclosed)

**Mailing Address**

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

**Street Address**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Articles of Amendment  
to  
Articles of Incorporation  
of

KEY LARGO PARK PROPERTY OWNERS ASSOCIATION, INC.

(Name of Corporation as currently filed with the Florida Dept. of State)

700479

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this **Florida Not For Profit Corporation** adopts the following amendment(s) to its Articles of Incorporation:

**A. If amending name, enter the new name of the corporation:**

Not Applicable

*The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.*

**B. Enter new principal office address, if applicable:**

(Principal office address **MUST BE A STREET ADDRESS**)

C/O Michael Hale

66 Florida Drive

Key Largo, Florida 33037

**C. Enter new mailing address, if applicable:**

(Mailing address **MAY BE A POST OFFICE BOX**)

C/O Michael Hale

P.O. Box 370235

Key Largo, Florida 33037

**D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:**

Name of New Registered Agent: Not Applicable

New Registered Office Address:

(Florida street address)

\_\_\_\_\_, Florida \_\_\_\_\_  
(City) (Zip Code)

**New Registered Agent's Signature, if changing Registered Agent:**

*I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.*

\_\_\_\_\_  
Signature of New Registered Agent, if changing

**If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:**

*(Attach additional sheets, if necessary)*

*Please note the officer/director title by the first letter of the office title:*

*P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.*

*Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.*

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

Type of Action  
(Check One)

Title

Name

Address

1) <input type="checkbox"/> Change	<u>T</u>	<u>Vander Wyden, June</u>	<u>10 Lake Shore Drive</u>
<input type="checkbox"/> Add			<u>Key Largo, Florida 33037</u>
<input checked="" type="checkbox"/> Remove			
2) <input checked="" type="checkbox"/> Change	<u>ST</u>	<u>Caltagirone, Dennis</u>	<u>73 Silver Springs</u>
<input type="checkbox"/> Add			<u>Key Largo, Florida 33037</u>
<input type="checkbox"/> Remove			
3) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
4) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
5) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
6) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			

**E. If amending or adding additional Articles, enter change(s) here:**  
*(attach additional sheets, if necessary). (Be specific)*

SEE ATTACHED SHEETS (1-3) FOR ARTICLE CHANGES.

The date of each amendment(s) adoption: \_\_\_\_\_, if other than the date this document was signed.

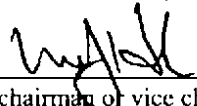
Effective date if applicable: \_\_\_\_\_  
(no more than 90 days after amendment file date)

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

**Adoption of Amendment(s) (CHECK ONE)**

- ☐ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- ☒ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 7/19/17

Signature   
(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Mike Hale

MICHAEL J. HALE

(Typed or printed name of person signing)

President

\_\_\_\_\_  
(Title of person signing)

## Amendment of Articles

### ARTICLE I

#### *NAME*

1.1 The name of the corporation shall be KEY LARGO PARK PROPERTY OWNERS ASSOCIATION, INC., and its location shall be in the Key Largo Park Subdivision, Key Largo, Monroe County, in the State of Florida.

1.2 For convenience this corporation shall be referred to as the "Association".

### ARTICLE II

#### *PURPOSES*

2.1 The purpose for which the Association is organized is to manage, operate and maintain the area identified by Parcel ID# 00529620, Tract A, Key Largo Park Subdivision, hereinafter referred to as the "K.L.P.A".

2.2 K.L.P.A. shall be considered a private beach and boat ramp for ingress in and egress from the bordering waters. The Association is organized for the purpose of promoting the health, comforts and conveniences for the membership while utilizing the amenities of K.L.P.A.

2.3 The Not for Profit Association shall make no distribution of income or profit to its members, directors or officers.

### ARTICLE III

#### *POWERS*

3.1 The Association shall have all of the common law and statutory powers of a corporation not for profit, which are not in conflict with the terms of these Articles.

3.2 The Association shall have all of the powers reasonably necessary to implement the purpose of the Association, including but not limited to the following:

(A) To adopt a budget and to establish dues and the collection of dues for membership to defray the costs of operating and maintaining K.L.P.A. and the payment of common expenses.

(B) To use the proceeds of dues in the exercise of its powers and duties.

(C) To maintain, manage, repair, replace and operate all areas of K.L.P.A., including but not limited to obtaining and maintaining adequate insurance to protect the Association, officers and directors.

(D) To reconstruct improvements after casualty and construct further improvements to all areas of K.L.P.A.

(E) To make and amend rules and regulations governing the operation and use of K.L.P.A.

(F) To enforce by legal means the provisions of the Association Bylaws.

#### ARTICLE IV

##### *TERM*

4.1 The Association shall have perpetual existence until the Association dissolves.

4.2 The manner of dissolution shall be determined by the Association Bylaws.

#### ARTICLE V

##### NO CHANGE TO THIS ARTICLE

#### ARTICLE VI

##### *MEMBERS*

6.1 The eligibility of membership, the manner of their admission, the rights of members, and the resignation and termination of membership shall be determined by the Association Bylaws.

6.2 Membership cannot be gifted, assigned or transferred.

6.3 No other persons or entities shall be entitled to membership.

#### ARTICLE VII

##### *DIRECTORS*

7.1 All corporate powers shall be exercised by or under the authority of, and the affairs of the corporation shall be managed under the direction of the Board of Directors.

7.2 The number, tenure, requirements, qualifications, and removal of the Board of Directors shall be determined by the Association Bylaws.

7.3 The Board of Directors shall be elected in a manner determined by the Association Bylaws.



## ARTICLE VIII

### *OFFICERS*

8.1 The affairs of the Association shall be administered by a President, a Vice President, a Secretary, and a Treasurer, all of whom shall be Directors, and as many Assistant Vice Presidents, Assistant Secretaries and Assistant Treasurers as the Board of Directors shall from time to time determine, who need not be Directors.

8.2 The election of officers by the Board of Directors shall be in a manner determined by the Association Bylaws.

8.3 The same person may hold two offices, the duties of which are not incompatible provided, however, that the office of President and Vice-President shall not be held by the same persons, nor shall the office of President and Secretary/Treasurer or Assistant Secretary/Treasurer be held by the same person.

## ARTICLE IX

### *INDEMNIFICATION*

9.1 Every Director and every Officer of the Association shall be indemnified by the Association in a manner determined by the Association Bylaws.

## ARTICLE X

### *AMENDMENTS*

10.1 Amendments to the Articles of Incorporation and the Association Bylaws shall be accomplished in a manner determined by the Association Bylaws.

10.2 The Articles of Incorporation and the Association Bylaws shall be subject to amendment, alteration or rescission by the Board of Directors.

## ARTICLE XI

### *DISSOLUTION*

11.1 The Association may be dissolved only with authorization of its Board of Directors. In the event of dissolution the manner shall be determined by the Association Bylaws.