

700479

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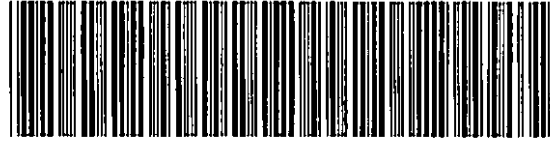
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SECRETARY OF STATE
TALLAHASSEE, FL

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: KEY LARGO PARK 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:

Kei Parrish - Secretary

(Name of Contact Person)

KLPA

(Firm/ Company)

P.O.Box 370235

(Address)

Key Largo, Florida 33037

(City/ State and Zip Code)

KLPA33037@gmail.com

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

For further information concerning this matter, please call:

Charles Ringer - Treasurer

570-850-5373

(Name of Contact Person)

at _____
(Area Code) (Daytime Telephone Number)

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

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| <input type="checkbox"/> \$35 Filing Fee | <input checked="" type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
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(Additional Copy is
Enclosed) |
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Mailing Address

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

Street Address

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Articles of Amendment
to
Articles of Incorporation
of

KEY LARGO PARK PROPERTY OWNERS ASSOCIATION, INC. 700479

FILED

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:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

1.1 The name of the corporation must be BUTTONWOOD SOUND CLUB, INC., and its location must be in the Key Largo Park Subdivision, Key Largo, Monroe County, in the State of Florida.

1.2 For convenience this corporation must be referred to as the "CLUB".

ARTICLE II

PURPOSES

2.1 The purpose for which the Club 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 B.S.C.

2.2 B.S.C. must be considered a private beach and boat access for ingress in and egress from the bordering waters. The Club is organized for the purpose of promoting the health, comforts and conveniences for the membership while utilizing the amenities of B.S.C.

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

ARTICLE III

POWERS

3.1 The Club must 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 Club must have all of the powers reasonably necessary to implement the purpose of the Club, including but not limited to the following:

(A) To establish membership criteria, adopt a budget, institute dues to be collected from the membership to defray the costs of operating and maintaining B.S.C. 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 property interest of the Club, including but not limited to obtaining and maintaining adequate insurance to protect the Club, officers and directors.

(D) To reconstruct improvements after casualty and construct further improvements to all property interest of the Club.

(E) To make and amend rules and regulations governing the operation and use of B.S.C.

(F) To enforce by legal means the provisions of the Club Bylaws and Rules and Regulations.

ARTICLE IV

TERM

4.1 The Club must have perpetual existence until the Club dissolves.

4.2 The manner of dissolution must be determined by the Club Bylaws.

ARTICLE V

NO CHANGE TO THIS ARTICLE

ARTICLE VI

MEMBERS

6.1 The eligibility for membership, the manner of their admission, the rights of members, and the resignation, suspension and termination of membership must be determined by the Club Bylaws.

6.2 Club membership cannot be sold, gifted, assigned or transferred.

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

ARTICLE VII

DIRECTORS

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

7.2 The board may delegate the management of the activities of the Club to any management company or committee however composed, provided that the activities, business and affairs of the Club be managed and all corporate powers shall be exercised under the ultimate direction of the board.

7.3 The number, tenure, requirements, qualifications, and removal of the Board of Directors must be determined by the Club Bylaws.

7.4 The Board of Directors must be elected in a manner determined by the Club Bylaws.

ARTICLE VIII

OFFICERS

8.1 The affairs of the Club must be administered by a President, a Vice President, a Secretary, and a Treasurer, all of whom must 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 must be in a manner determined by the Club 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 must not be held by the same persons, nor must 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 Club must be indemnified by the Club in a manner determined by the Club Bylaws.

ARTICLE X

AMENDMENTS

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

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

ARTICLE XI

DISSOLUTION

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

- ☒ 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 10/17/20

Signature KEI S. PARRISH
(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)

KEI S. PARRISH
(Typed or printed name of person signing)

SECRETARY
(Title of person signing)