

712124

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

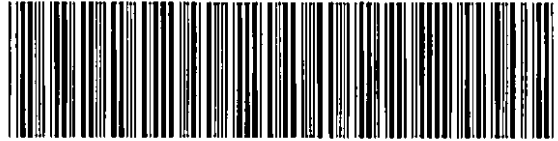
(Document Number)

Certified Copies \_\_\_\_\_

Certificates of Status \_\_\_\_\_

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700435753677

Amended &  
Restated  
Articles

2024 AUG 30 AM 11:57  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

FILED

2024 AUG 30 PM 3:13  
RECEIVED  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

A. RAMSEY

SEP 3 . 2024


# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Royal Park Villa, Inc.

Please Debit FCA000000003 For: 35

Thank you Seth Neeley



Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

- \_\_\_ Art of Inc. File \_\_\_\_\_
- \_\_\_ LTD Partnership File \_\_\_\_\_
- \_\_\_ Foreign Corp. File \_\_\_\_\_
- \_\_\_ L.C. File \_\_\_\_\_
- \_\_\_ Fictitious Name File \_\_\_\_\_
- \_\_\_ Trade/Service Mark \_\_\_\_\_
- \_\_\_ Merger File \_\_\_\_\_
- \_\_\_ Art. of Amend. File \_\_\_\_\_
- \_\_\_ RA Resignation \_\_\_\_\_
- \_\_\_ Dissolution / Withdrawal \_\_\_\_\_
- \_\_\_ Annual Report / Reinstatement \_\_\_\_\_
- \_\_\_ Cert. Copy \_\_\_\_\_
- \_\_\_ Photo Copy \_\_\_\_\_
- \_\_\_ Certificate of Good Standing \_\_\_\_\_
- \_\_\_ Certificate of Status \_\_\_\_\_
- \_\_\_ Certificate of Fictitious Name \_\_\_\_\_
- \_\_\_ Corp Record Search \_\_\_\_\_
- \_\_\_ Officer Search \_\_\_\_\_
- \_\_\_ Fictitious Search \_\_\_\_\_
- \_\_\_ Fictitious Owner Search \_\_\_\_\_
- \_\_\_ Vehicle Search \_\_\_\_\_
- \_\_\_ Driving Record \_\_\_\_\_
- \_\_\_ UCC 1 or 3 File \_\_\_\_\_
- \_\_\_ UCC 11 Search \_\_\_\_\_
- \_\_\_ UCC 11 Retrieval \_\_\_\_\_
- \_\_\_ Courier \_\_\_\_\_

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: ROYAL PARK VILLAS, INC.

DOCUMENT NUMBER: 712124

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

Please return all correspondence concerning this matter to the following:

Lee-Anne Bosch

(Name of Contact Person)

GOEDE, DEBOEST & CROSS, PLLC

(Firm/ Company)

6609 WILLOW PARK DRIVE, SECOND FLOOR

(Address)

NAPLES, FL 34109

(City/ State and Zip Code)

LBosch@gadclaw.com

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

For further information concerning this matter, please call:

LEE-ANNE BOSCH

239

331-5100

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:

- |   |  |   |  |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy is<br>Enclosed) |
|---|--|---|--|

**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

NOTE: SUBSTANTIAL AMENDMENT OF ENTIRE ARTICLES OF INCORPORATION.  
FOR PRESENT TEXT SEE EXISTING ARTICLES OF INCORPORATION.

AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
ROYAL PARK VILLAS, INC.

2024 AUG 30 AM 11:05  
FILED

Pursuant to Section 617.1007, Florida Statutes, the Articles of Incorporation of Royal Park Villas, Inc., a Florida corporation not for profit, which was originally incorporated under the same name on January 20, 1967, are hereby amended, and restated in their entirety as amended. All amendments included herein have been adopted pursuant to Section 617.0201(4), Florida Statutes, and there is no discrepancy between the corporation's Articles of Incorporation as heretofore amended and the provisions of these Amended and Restated Articles other than the inclusion of amendments adopted pursuant to Section 617.0201(4) and the omission of matters of historical interest. The Amended and Restated Articles of Incorporation of Royal Park Villas, Inc., shall henceforth be as follows:

**NAME:** The name of the corporation, herein called the "Association", is Royal Park Villas, Inc., and its address is 34 Kings Road, Naples, FL 34112.

**PURPOSE AND POWERS:** The purpose for which the Association is organized is to provide an entity pursuant to the Florida Condominium Act for the operation of Royal Park Villas, a Condominium, located in Collier County, Florida.

The Association is organized and shall exist on a non-stock basis as a corporation not for profit under the laws of the State of Florida, and no portion of any earnings of the Association shall be distributed or inure to the private benefit of any member, Director or Officer of the Association. For the accomplishment of its purposes, the Association shall have all of the common law and statutory powers and duties of a corporation not for profit under the laws of the State of Florida, except as expressly limited or modified by these Articles, the Second Amended and Restated Declaration of Covenants, Restrictions, Limitations, Conditions and Uses of Royal Park Villas, a Condominium, the Amended and Restated Bylaws or Chapter 718, Florida Statutes, as same may be amended from time to time, including but not limited to the following:

- A. To make and collect assessments against members of the Association to defray the costs, expenses and losses of the Association, and to use the funds in the exercise of its powers and duties.
- B. To protect, maintain, repair, replace and operate the condominium property.

- C. To purchase insurance for the common elements and Association property for the protection of the Association and its members and residences - drywall outward per original builder.

**TERM:** The term of the Association shall be perpetual.

#### ARTICLE V

**BYLAWS:** The Bylaws of the Association may be altered, amended, or rescinded in the manner provided therein.

#### ARTICLE VI

##### **DIRECTORS AND OFFICERS:**

- A. The affairs of the Association shall be administered by the Board of Directors consisting of the number of Directors determined by the Bylaws, but not less than seven (7) Directors, and in the absence of such determination shall consist of seven (7) Directors.
- B. Directors of the Association shall be elected by the members in the manner determined by the Bylaws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the Bylaws.
- C. The business of the Association shall be conducted by the officers designated by the Bylaws. The officers shall be elected each year by the Board of Directors at its first meeting after the annual meeting of the members of the Association, and they shall serve at the pleasure of the Board.

#### ARTICLE VII

**AMENDMENTS:** Amendments to these Articles shall be proposed and adopted in the following manner.

- A. Proposal. Amendments to these Articles may be proposed by a majority of the Board or by written petition, signed by at least fifty-one percent (51%) not to bring up the same topic for five (5) years of the voting interests.
- B. Procedure. Upon any amendment to these Articles being proposed by said Board or unit owners, such proposed amendment shall be submitted to a vote of the owners not later than the next annual meeting for which proper notice can be

given.

- C. Vote Required. Except as otherwise required by law, a proposed amendment to these Articles of Incorporation shall be adopted if it is approved by at least seventy-five percent (75%) of the then voting interests present in person or by proxy and voting at any annual or special meeting, provided that notice of any proposed amendment has been given to the members of the Association, and that the notice contains a fair statement of the proposed amendment.
- D. Effective Date. An amendment shall become effective upon proper filing with the Secretary of State and recording a certified copy in the Public Records of Collier Count, Florida.

### ARTICLE VIII

**INDEMNIFICATION:** To the fullest extent permitted by Florida law, the Association shall indemnify and hold harmless every Director, officer and volunteer of the Association against all expenses and liabilities, including attorneys' fees, actually and reasonably incurred by or imposed on him in connection with any legal proceeding (or settlement or appeal of such proceeding) to which he may be a party because of his being or having been a Director, officer or volunteer of the Association. The foregoing right of indemnification shall not be available if a judgment or other final adjudication establishes that his actions or omissions to act were material to the cause adjudicated and involved:

- A. Willful misconduct or a conscious disregard for the best interests of the Association, in a proceeding by or in the right of the Association to procure a judgment in its favor.
- B. Violation of criminal law, unless the person seeking indemnification had no reasonable cause to believe his action was unlawful or had reasonable cause to believe his action was lawful.
- C. A transaction from which the person seeking indemnification derived an improper personal benefit.
- D. Recklessness, or an act or omission which was committed in bad faith or with malicious purpose or in a manner exhibiting wanton and willful disregard" for human rights, safety or property, in an action by or in the right of someone other than the association or a member.

In the event of a settlement, the right to indemnification is subject to the finding by at least a

majority of the disinterested Directors that the settlement is in the best interest of the Association. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which a Director or officer may be entitled.

### CERTIFICATE

The undersigned, being the duly elected and acting President and Secretary of Royal Park Villas, Inc., hereby certify that the foregoing were duly proposed by the Board of Directors at a special meeting called for the purpose and held on the 29 day of January, ~~2004~~ 2005. The undersigned further certify that the foregoing were approved by at least seventy five percent (75 %) of the votes of the membership of the Association, present or by proxy, on the 29 day of January 2005, ~~2004~~, after due notice, in accordance with the requirements of the Articles of Incorporation for their amendment, and that said vote is sufficient for their amendment. The foregoing both amend and restate the amended Articles of Incorporation in their entirety.

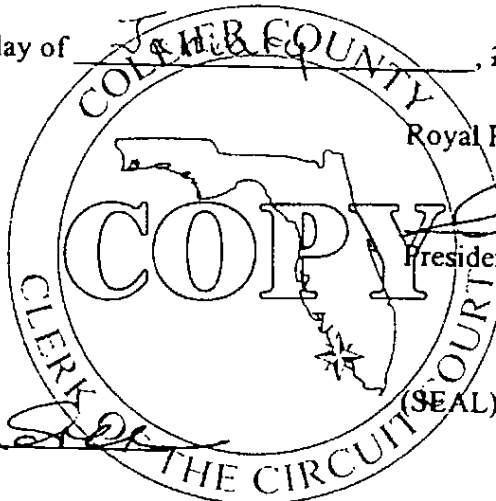
Executed this 29 day of JANUARY, ~~2004~~ 2005.

Royal Park Villas, Inc.

Alex Hood  
President

Attest:

Ann C. Gardner  
Secretary



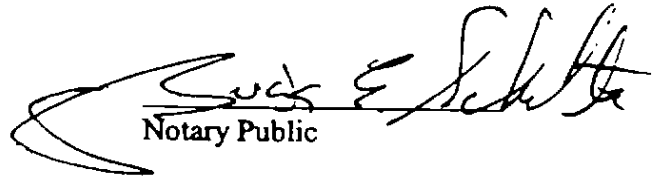
STATE OF FLORIDA  
COUNTY OF

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Alex Hood, President of Royal Park Villas Inc., a Florida corporation not for profit, on behalf of said corporation and Ann Gardner, Secretary of Royal Park Villas, Inc., a Florida corporation not for profit, on behalf of said corporation known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed

the same, that I relied upon the following forms of identification of the above-named person:

Drivers License and that an oath was taken.

WITNESS my hand and official seal in this County and State last aforesaid this 29  
day of January, ~~2004~~ 2005.

  
Notary Public



**Buck E. Schulte**  
Commission # UD317584  
Expires August 23, 2008  
Bonded Troy Firm - Insurance, Inc. 800-385-7018

