

713765

(Requestor's Name)

(Address)

(Address)

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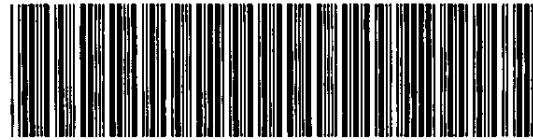
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Amend / Name
chg

FEB -7 2017
I ALBRITTON

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Royal Oak Civic Association, Inc.

DOCUMENT NUMBER: 713765

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

Please return all correspondence concerning this matter to the following:

Albert M. Koller, Jr

(Name of Contact Person)

(Firm/ Company)

P. O. Box 2236,

(Address)

Titusville, Florida 32781

(City/ State and Zip Code)

alkoller@gmail.com

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

For further information concerning this matter, please call:

Albert M. Koller, Jr.

321

289-2074

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

Royal Oak Civic Association, Inc.

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

713765

(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:

Royal Oak Community Alliance, Inc.

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**)

2645 Royal Oak Drive

Titusville, Florida 32780

C. Enter new mailing address, if applicable:

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

P. O. Box 2236

Titusville, Florida

32781

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:

Albert M. Koller, Jr.

2645 Royal Oak Drive

(Florida street address)

New Registered Office Address:

Titusville

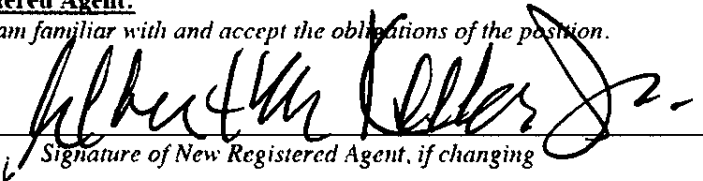
(City)

Florida 32780

(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>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>PD</u>	<u>William Queen</u>	<u>3085 Saunders Place</u> <u>Titusville</u> <u>Florida 32780</u>
2) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>VD</u>	<u>Albert M. Koller, Jr.</u>	<u>2645 Royal Oak Drive</u> <u>Titusville</u> <u>Florida 32780</u>
3) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>SD</u>	<u>Rose Roach</u>	<u>3100 Saunders Place</u> <u>Titusville</u> <u>Florida 32780</u>
4) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>TD</u>	<u>Harriett Zbiegien</u>	<u>3030 Saunders Place</u> <u>Titusville</u> <u>Florida 32780</u>
5) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>D</u>	<u>James E. Hattaway</u>	<u>3443 Trevino Circle</u> <u>Titusville</u> <u>Florida 32780</u>
6) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>D</u>	<u>Earl P. Johnson, Jr.</u>	<u>3105 Saunders Place</u> <u>Titusville</u> <u>Florida 32780</u>

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

Article I - Changed the name from Royal Oak Civic Association, Inc. to Royal Oak Community Alliance, Inc. (ROCA)

Article II - Added objectives to meet the requirements of a 501(c)3 charitable organization. See the attached sheet.

Article III - Broadened the membership to include persons and organizations in the community at large in addition to those in the original Royal Oak Subdivision. See the attached sheet.

Article IV - N/A

Article V - N/A

Article VI - Changed the wording of the election of officers to strengthen the process and link it to the bylaws.

Article VII - Defined the number of Directors on the Board; named the current Directors and Officers. See attached sheet.

Article VIII - Changed the process for amending the bylaws by the Corporate Board. See the attached sheet.

Article IX - Changed the process for amending the Articles of Incorporation by the Corporate Board. See attached sheet.

Article X - New Article defines corporate powers in accordance with the provisions of 501(c)3. See attached sheet.

Article XI - New Article for distribution of assets upon dissolution per provisions of 501(c)3. See attached sheet.

Attached are the complete texts of the amended and new articles noted above listed in the order shown.

Also attached is a copy of the complete text of the Articles of Incorporation (two pages) as amended per the above notes.

**Articles of Amendment to Articles of Incorporation of
Royal Oak Community Alliance, Inc.**

**Additional Sheet for Page 2
Amending Officers and Directors**

<u>Type of Action</u>	<u>Title</u>	<u>Name</u>	<u>Address</u>
Add	D	Wendell K. Murray	2625 Royal Oak Drive, Titusville, FL 32780
Add	D	Zoheir Chehayeb	3595 Travis Place, Titusville, FL 32780
Remove	P	Michael Lutter	3025 Royal Oak Drive, Titusville, FL 32780
Remove	VP	Don Anjal	2539 Country Club Drive, Titusville FL 32780
Remove	D	Julia Bumgarner	1608 Wall Drive, Titusville, FL 32780
Remove	D	Garry Coleman	3406 Royal Oak Drive, Titusville, FL 32780
Remove	T	Terrence J. Eilers	2352 Armor Court, Titusville, FL 32780
Remove	D	Carol Eilers	2352 Armor Court, Titusville, FL 32780
Remove	S	Beverly Wecal	3883 Finerwald Drive, Titusville, FL 32780
Remove	D	Larry Vanzandt	2322 Country Club Drive, Titusville, FL 32780

**Articles of Amendment to Articles of Incorporation of
Royal Oak Community Alliance, Inc.**

**Additional Sheet for Page 3
Amending or Adding Additional Articles**

Article 1 - The name of this Corporation shall be Royal Oak Community Alliance, Inc. (aka ROCA)

Article II - This Corporation is organized exclusively for charitable, educational, and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax codes).

ROCA shall sponsor, promote, and support the development of community-related activities throughout Titusville and specifically in the Royal Oak Community to encourage participation in and appreciation of the Royal Oak Subdivision and the Titusville community. The Alliance will act as the focal point for neighborhood activities, analyzing area resources and physical needs, developing long range plans for the community, and supporting activities to coordinate actions and promote programs of safety, aesthetics, and quality of life beneficial to the residents, the public, and visitors to the area.

No part of any net earnings shall inure to the benefit of any member, director, or officer. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation. The Corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

Article III - The membership of this Corporation shall constitute all persons hereinafter named as Directors and officers, and such other persons and organizations as, from time to time, hereafter may become members in the manner provided by the bylaws.

Article VI - The affairs of this corporation are managed by the officers: President, Vice President, Secretary, and Treasurer; and a Board of Directors consisting of the above officers and such other members as may be provided in the bylaws. The officers and directors shall be elected at the annual meeting of the corporation, as provided in the bylaws, to hold office until the end of the succeeding annual meeting or other period as appropriate.

Article VII - This Corporation shall have not less than five nor more than fifteen Directors. The Board of Directors may be increased or decreased as provided in the bylaws. The names and addresses of the persons currently serving as Directors and officers of the Corporation are:

<u>Names</u>	<u>Addresses</u>
• William Queen,	3085 Saunders Place, Titusville FL 32780 (President)
• Albert M. Koller, Jr.,	2645 Royal Oak Drive, Titusville, FL 32780 (Vice President)
• Rose Roach,	3100 Saunders Place, Titusville FL 32780 (Secretary)
• Harriett Zbiegien,	3030 Saunders Place, Titusville FL 32780 (Treasurer)
• James E. Hattaway,	3443 Trevino Circle, Titusville FL 32780
• Earl P. Johnson, Jr.,	3105 Saunders Place, Titusville FL 32780
• Wendell K. Murray,	2625 Royal Oak Drive, Titusville FL 32780
• Zoheir Chehayeb,	3595 Travis Place, Titusville FL 32780

The officers and Directors may employ or arrange for services by such persons as they deem necessary in carrying out their duties for the proper administration and operation of the Corporation.

**Articles of Amendment to Articles of Incorporation of
Royal Oak Community Alliance, Inc.**

**Additional Sheet for Page 3
Amending or Adding Additional Articles**

Article VIII - The bylaws of this corporation shall be made, altered, or rescinded by a two-thirds (2/3) majority of the Board of Directors present at any meeting called for such purpose.

Article IX - These Articles of Incorporation shall be amended only by proposal and adoption by two-thirds (2/3) of the Board of Directors. Amendments shall be effective when a copy thereof, properly executed and acknowledged, has been filed with the Florida Department of State.

Additional Articles

Article X - The Corporation is to have the power to do any and all things necessary or expedient for carrying out the objectives and purposes of the Corporation and in general to possess all rights, privileges and immunities, and enjoy all the benefits granted to Corporations of similar character under the laws of the State of Florida, including:

- A. Make contracts, incur liabilities, and borrow money as the Corporation may determine suitable.
- B. Purchase, take, receive, lease, take by gift or bequest, or otherwise deal in and with real or personal property, or any interest therein, wherever situated.
- C. Acquire, enjoy, utilize, and dispose of patents, copyrights, trademarks, licenses and other rights or interests thereunder and therein.
- D. Sell, convey, mortgage, pledge, lease, exchange, transfer, or otherwise dispose of all or any part of its property and assets.
- E. Adopt, change, amend and repeal bylaws consistent with law and these Articles of Incorporation.

Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a Corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code) or (b) by a Corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code (or corresponding section of any future Federal tax code).

Article XI – If the Board of Directors determines by two-thirds (2/3) vote that the Royal Oak Community Alliance, Inc. should be dissolved as a nonprofit organization under Florida laws, all assets and property held by it, whether in trust or otherwise, shall, after payment of its liabilities, be paid over to an organization which itself has similar purposes and has established an appropriate tax exempt status under Section 501(c)(3) of the United States Internal Revenue Code as now enacted or as it may hereafter be amended.

AMENDED ARTICLES OF INCORPORATION

Royal Oak Community Alliance, Inc.

January 2017

ARTICLE I - NAME AND PRINCIPAL LOCATION

The name of this Corporation shall be Royal Oak Community Alliance, Inc. (aka ROCA) and it shall be located in Brevard County, Florida, with its principal headquarters at Titusville, Florida.

ARTICLE II – PURPOSES

This Corporation is organized exclusively for charitable, educational, and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax codes).

ROCA shall sponsor, promote, and support the development of community-related activities throughout Titusville and specifically in the Royal Oak Community to encourage participation in and appreciation of the Royal Oak Subdivision and the Titusville community. The Alliance will act as the focal point for neighborhood activities, analyzing area resources and physical needs, developing long range plans for the community, and supporting activities to coordinate actions and promote programs of safety, aesthetics, and quality of life beneficial to the residents, the public, and visitors to the area.

No part of any net earnings shall inure to the benefit of any member, director, or officer. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation. The Corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE III – MEMBERSHIP

The membership of this Corporation shall constitute all persons hereinafter named as Directors and officers, and such other persons and organizations as, from time to time, hereafter may become members in the manner provided by the bylaws.

ARTICLE IV – TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE V - ORIGINAL SUBSCRIBERS

The names and residences of the subscribers of this corporation are as follows:

Daniel C. Powell	3000 Saunders Place, Titusville, Florida
Thomas Smith	1810 Diane Drive, Titusville, Florida
Mrs. Paul (Nancy) Wilkinson	3442 Zaharis Drive, Titusville, Florida
Mrs. B. C. (Sherry) Rothfield	2241 Country Club Drive, Titusville, Florida

ARTICLE VI – GOVERNANCE

The affairs of this corporation are managed by the officers: President, Vice President, Secretary, and Treasurer; and a Board of Directors consisting of the above officers and such other members as may be provided in the bylaws. The officers and directors shall be elected at the annual meeting of the corporation, as provided in the bylaws, to hold office until the end of the succeeding annual meeting or other period as appropriate.

ARTICLE VII - DIRECTORS

This Corporation shall have not less than five nor more than fifteen Directors. The Board of Directors may be increased or decreased as provided in the bylaws. The names and addresses of the persons currently serving as Directors and officers of the Corporation are:

Names

Addresses

- William Queen, 3085 Saunders Place, Titusville FL 32780 (President)
- Albert M. Koller, Jr., 2645 Royal Oak Drive, Titusville FL 32780 (Vice President)
- Rose Roach, 3100 Saunders Place, Titusville FL 32780 (Secretary)
- Harriett Zbiegien, 3030 Saunders Place, Titusville FL 32780 (Treasurer)
- James E. Hattaway, 3443 Trevino Circle, Titusville FL 32780
- Earl P. Johnson, Jr., 3105 Saunders Place, Titusville FL 32780
- Wendell K. Murray, 2625 Royal Oak Drive, Titusville FL 32780
- Zoheir Chehayeb, 3595 Travis Place, Titusville FL 32780

The officers and Directors may employ or arrange for services by such persons as they deem necessary in carrying out their duties for the proper administration and operation of the Corporation.

ARTICLE VIII - BYLAWS

The bylaws of this corporation shall be made, altered, or rescinded by a two-thirds (2/3) majority of the Board present at any meeting called for such purpose.

ARTICLE IX - AMENDMENTS

These Articles of Incorporation shall be amended only by proposal and adoption by two-thirds (2/3) of the Board of Directors. Amendments shall be effective when a copy thereof, properly executed and acknowledged, has been filed with the Florida Department of State.

ARTICLE X - POWERS

The Corporation is to have the power to do any and all things necessary or expedient for carrying out the objectives and purposes of the Corporation and in general to possess all rights, privileges and immunities, and enjoy all the benefits granted to Corporations of similar character under the laws of the State of Florida, including:

- A. Make contracts, incur liabilities, and borrow money as the Corporation may determine suitable.
- B. Purchase, take, receive, lease, take by gift or bequest, or otherwise deal in and with real or personal property, or any interest therein, wherever situated.
- C. Acquire, enjoy, utilize, and dispose of patents, copyrights, trademarks, licenses and other rights or interests thereunder and therein.
- D. Sell, convey, mortgage, pledge, lease, exchange, transfer, or otherwise dispose of all or any part of its property and assets.
- E. Adopt, change, amend and repeal bylaws consistent with law and these Articles of Incorporation.

Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on (a) by a Corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code) or (b) by a Corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code (or corresponding section of any future Federal tax code).

ARTICLE XI - DISSOLUTION

If the Board of Directors determines by two-thirds (2/3) vote that the Royal Oak Community Alliance, Inc. should be dissolved as a nonprofit organization under Florida laws, all assets and property held by it, whether in trust or otherwise, shall, after payment of its liabilities, be paid over to an organization which itself has similar purposes and has established an appropriate tax exempt status under Section 501(c)(3) of the United States Internal Revenue Code as now enacted or as it may hereafter be amended.

---- end ----

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

February 1, 2017

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 January 29, 2017 _____

Signature William Queen
(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)

William Queen

(Typed or printed name of person signing)

President, Royal Oak Civic Association, Inc.

(Title of person signing)