

723659

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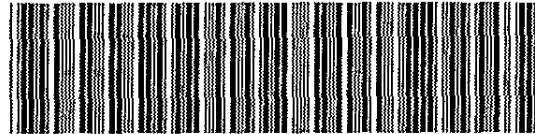
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**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** JAPANESE GARDENS LOT RENTERS PROTECTIVE ASSOCIATION OF CLEARWATER INC.

**DOCUMENT NUMBER:** 723659

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

Please return all correspondence concerning this matter to the following:

Richard E. Driscoll

(Name of Contact Person)

(Firm/ Company)

2678 Rickshaw Drive

(Address)

Clearwater, FL 33764

(City/ State and Zip Code)

For further information concerning this matter, please call:

Richard E. Driscoll

(Name of Contact Person)

at ( 727 ) 531-2517

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &  
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☐ \$52.50 Filing Fee  
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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  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**Articles of Amendment  
to  
Articles of Incorporation  
of**

JAPANESE GARDENS LOT RENTERS PROTECTIVE ASSOCIATION OF CLEARWATER INC.

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

723659

(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:

**NEW CORPORATE NAME (if changing):**

JAPANESE GARDEN OF CLEARWATER HOME OWNERS PROTECTIVE ASSOCIATION INC.

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not be used in the name of a not for profit corporation)

**AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE)** Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

Articles II through XII are deleted and in place thereof the following Articles are inserted

(see attached pages)

(Attach additional pages if necessary)  
(continued)

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DIVISION OF CORPORATIONS  
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**AMENDED ARTICLES OF INCORPORATION  
JAPANESE GARDENS LOT RENTERS PROTECTIVE ASSOCIATION OF  
CLEARWATER INC.**

**ARTICLE I**

**Name of the Organization**

**The Name of this organization shall be:**

**JAPANESE GARDEN OF CLEARWATER HOME OWNERS PROTECTIVE ASSOCIATION INC.**

**ARTICLE II**

**Purposes of the Organization**

The purpose of this association is: To exercise all of the rights granted under Chapter 723.071 723.077, 723.078, and 723.079 of the Florida Statutes to Home Owners Associations and in particular to exercise the powers granted under section 723.077 to negotiate for, acquire and operate the mobile home park on behalf of the mobile home owners and for the conversion of the mobile home park once acquired to a condominium, a cooperative, or a subdivision for of ownership, or another type of ownership. Upon acquisition of the property, the association, by action of its board of directors, shall be the entity that creates a condominium, cooperative, or subdivision or offers condominium, cooperative, or subdivision units for sale or lease in the ordinary course of business, or if the homeowners choose a different form of ownership, the entity that owns the record interest in the property and that is responsible for the operation of property. To exercise and enjoy any and all rights and privileges granted to home owners associations and/or corporations under the laws of the state of Florida in general. The right to preserve, protect and defend the mutual interests of the resident owners of mobile homes in the said Park, including the right of the Directors to designate five members to meet with park management to approve any increase in park rent as authorized by law. The right to work with management to achieve the fair and just enforcement of Park Rules. The power to borrow money to carry out its nonprofit corporate purposes, and to make accept, endorse, execute and issue promissory notes, bills of exchange, bonds, debentures or other obligations from time to time for any purpose in or about the business of the nonprofit corporation and if deemed proper to secure the payment thereof and to enter into, make, perform and carry out contracts of every sort and kind which may be necessary or convenient for the function of the business of the nonprofit corporation, and to do all things necessary and proper to carry out its operation and further to employ counsel, accountants and all other types of agents to carry out the objectives of the nonprofit corporation

**ARTICLE III MEMBERSHIP**

Membership in this association shall, upon payment of the annual dues be open to all individual resident owners of record of mobile homes located in the park known as Japanese Garden Mobile Estates and situated at 19709 U.S. Highway 19 North, Clearwater, Florida 33764. hereinafter referred to as "The Park". The term "mobile home" shall be deemed to include manufactured homes. The Board reserves the right to expel any member who in the opinion of the Board has acted in a manner which is derogatory to the organization, its officers or its membership.

#### **ARTICLE IV BOARD OF DIRECTORS**

The business of this organization shall be managed by a Board of Directors consisting of nine members. At least one of the directors elected shall be a resident of the state of Florida and a citizen of the United States. The directors to be elected as follows: At the first meeting of the membership Four directors shall be elected for a term of 1 year and Five directors shall be elected for a term of 2 years. After serving their initial term each director shall be elected for a term of 2 years.

The Board of Directors shall have the control and management of the affairs and business of this organization. Such Board of Directors shall act only in the name of the organization when it shall be regularly convened by its chairman after due notice to all the directors of such meeting. Meetings of the Directors may be held at any time when called by the President or a majority of the Board. Five of the members of the Board of Directors shall constitute a quorum Any meeting of the Board of Directors at which assessments against members are to be considered shall so state in the notice of the meeting along with the nature of such assessments. The Board of Directors may when necessary vote by mail or by FAX with a signature.

Each director shall have one vote. The Board of Directors may make such rules and regulations covering its meetings as it may, in its sole discretion, determine necessary. Vacancies in the said Board of Directors may be filled until the next annual meeting by a vote of the majority of the remaining members of the Board of Directors.

The President of the organization by virtue of his/ her office shall be Chairman of the Board of Directors. The Board of Directors shall immediately following the annual meeting, meet and elect from their members a President, Vice President, Secretary and Treasurer to serve at the discretion of the Board and they shall perform the duties of those offices as customarily performed by officers of corporations. The Board may appoint such other officers and designate to them such duties as they may deem proper.

- ( a ) The Board of Directors shall have a fiduciary relationship to the members.
- ( b ) The Board of Directors may entertain charges against any director who may be removed when in the sole opinion of the Board sufficient cause exists for such removal. A vote to remove shall require a two-thirds majority vote of the board members.
- ( c ) The Board of Directors shall serve without compensation.
- ( d ) No member of the Board of Directors shall meet with management as a representative of the Board unless he/she has been delegated to do so by the Board of Directors.

## **ARTICLE V MEETINGS**

The annual membership meeting of this organization shall be held in the month of January each year. The Secretary shall, not less than 14 days prior to such meeting provide notice to every member in good standing at his or her address as it appears in the membership roll-book of this organization. Such notice may be by e-mail or by written notice delivered to their address of record as aforesaid. Said notice shall also be posted in a conspicuous place on the park property.

A one third majority of all members in good standing shall constitute a quorum and shall be necessary to conduct the business of this organization; but a lesser number may adjourn the meeting for a period of not more than four weeks from the date scheduled by these By-Laws and the Secretary shall cause a notice of this scheduled meeting to be sent to all those members in good standing who were not present at the meeting originally called. A quorum, as hereinbefore set forth, shall be required at any adjourned meeting. All meetings shall be conducted in accordance with "Robert's Rules of Procedure" as most recently amended. Unless otherwise specified all votes shall be by a simple majority of those present and voting.

Special meetings of this organization may be called by the President, when he/she deems it for the best interest of this organization. Notices of such meeting shall be delivered to every member in good standing, at their addresses as it appears in the membership roll-book at least seven days, but not more than one month, before the scheduled date set for such special meeting. Such notice shall state the reasons that such meeting has been called, the business to be transacted at such meeting, and by whom called. Notices of regular meetings will be published in the Park newspaper whenever possible.

At the request of at least three members of the Board of Directors or one-third of the members in good standing of the organization, the President shall cause a special meeting to be called, but such request must be made in writing not less than fourteen days before the requested scheduled date.

No other business but that specified in the notice may be transacted at such special meeting without the unanimous consent of all present at such meeting.

## **ARTICLE VI VOTING**

At all meetings of the membership all votes except for election to the Board of Directors shall be by a show of voting cards with one vote for each paid member. Coaches recorded as owned by two or more persons may have a vote for each person listed as an owner of record provided that each such owner wishing to vote has paid his or her dues. Any member seeking to run for election to the Board of Directors, shall not less than ten days prior to such election submit in writing to the Secretary their name, address and a statement of intent to seek election to the Board. The Secretary shall place all names of candidates on a printed ballot which shall be used in the voting for directors. The names shall be placed on the ballot in the order in which the notice of intent was received by the Secretary. The annual meeting shall be conducted by a Chairman appointed by the Board of Directors. The Chairman of the meeting shall appoint a committee of three who shall act as "Tellers" and who shall, at the conclusion of such balloting, certify in writing to the Chairman the results and a certified copy shall be physically affixed in the Minutes Book to the minutes of that meeting. No person acting as a "Teller" shall be a candidate for office nor reside with a candidate for office nor shall be personally interested in any question being voted upon.

## **ARTICLE VII ASSESSMENTS**

All assessments made by this association for any purpose shall be paid by the members in proportion to the number of homes owned by them in the "Park".

## **ARTICLE VIII AMENDMENTS**

These By-Laws may be amended by majority vote of the Board of Directors and approval by a two-thirds majority vote of the membership.

## **ARTICLE IX CONVERSION**

Upon purchase of the mobile home park the association organized under this Chapter may convert to a condominium, cooperative, or subdivision. The Directors shall have the authority to amend and restate the Articles of Incorporation and By-Laws in order to comply with the requirements of Chapter 718, Chapter 719 or other applicable Florida Statutes.

Notwithstanding the provisions of s 723.75 (1) upon purchase of the mobile home park and conversion of the association to a condominium, cooperative, or subdivision the mobile home owners who were members of the association prior to the conversion, and who no longer meet the requirements for membership as established by the restated or amended articles of incorporation and by-laws, shall no longer be members of the converted association. Mobile home owners as defined in this chapter who no longer are eligible for membership in the converted association may form an association pursuant to Chapter 723.075. of the Laws of the state of Florida.

## **ARTICLE X COMPLIANCE & SEVERANCE**

All articles and provisions of these By-Laws shall be interpreted so as to comply with the provisions of Chapter 723.075. of the Laws of the state of Florida.

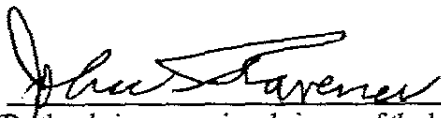
The invalidity of any section, article or part of these by-laws shall not effect any other section, article or part of these by-laws.

The date of adoption of the amendment(s) was: January 7, 2007

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

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

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

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.)

John Ravener  
(Typed or printed name of person signing)

Treasurer  
(Title of person signing)

**FILING FEE: \$35**