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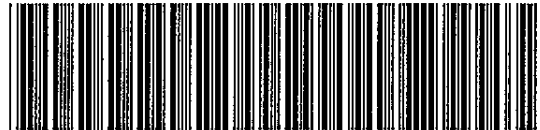
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April 12, 2005

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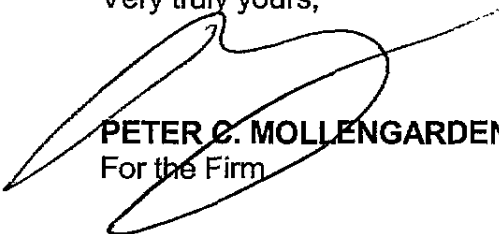
**RE: Woodland Lakes Home Owners Association, Inc.; Amendment to
Articles of Incorporation**

Dear Sir/Madam:

Enclosed herein please find an **original** and **one copy** of Articles of Amendment to the Articles of Incorporation of **Woodland Lakes Home Owners Association, Inc.**, as well as a check in the amount of **\$43.75** to cover the cost of filing same and return of a stamped copy to my attention.

Thank you for your attention to this matter.

Very truly yours,


PETER C. MOLLENGARDEN
For the Firm

PCM/dj
Enclosures

 **CONSULEGIS** ESG
Member of Consulegis,
an International Association
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cc: Woodland Lakes Home Owners Association, Inc.
273993_1.DOC

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ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
WOODLAND LAKES HOME OWNERS ASSOCIATION, INC.

RECEIVED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2005 APR 14 PM 1:05

The undersigned officers of Woodland Lakes Home Owners Association, Inc. do hereby certify that the following amendments to the Articles of Incorporation of said corporation is a true and correct copy as amended, pursuant to Article XIV thereof, by the membership at a duly called and noticed meeting of the members held. The amendments were adopted by the members and the number of votes cast for the amendments was sufficient for approval.

(SEE ATTACHED HERETO)

WITNESS my signature hereto this 5 day of April, 2005, at Palm Beach Gardens, Palm Beach County, Florida.

[Signature]
Witness

[Signature]
Witness

WOODLAND LAKES HOME OWNERS
ASSOCIATION, INC.

BY: [Signature] (SEAL)
President

ATTEST: [Signature] (SEAL)
Secretary

STATE OF FLORIDA :

COUNTY OF PALM BEACH :

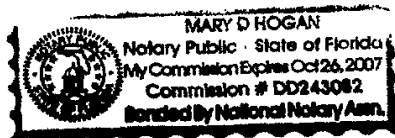
The foregoing instrument was acknowledged before me this 5th day of April, 2005, by Jack Pugh and Baris Strickmann, as Barry Kamp and Walt Wiley, respectively, of Woodland Lakes Home Owners Association, Inc., a Florida not-for-profit corporation, on behalf of the corporation. They are personally known to me, or have produced known by me identification and did take an oath. If no type of identification is indicated, the above-named persons are personally known to me.

[Signature] (Signature)

MARY D. HOGAN (Print Name)

Notary Public, State of Florida at Large

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AMENDMENTS TO THE
ARTICLES OF INCORPORATION OF
WOODLAND LAKES HOME OWNERS ASSOCIATION, INC.

(Additions shown by "underlining",
deletions shown by "~~strikeout~~")

1. Amendment to Article VII as follows:

a. The affairs of the Association shall be managed by a Board of Directors consisting of six (6) directors, each of whom shall be a member of the Association. The directors shall elect one (1) of their number to serve as Chairman of the Board of Directors. The chairman shall have no vote relative to any board matter except that the chairman may cast a vote when necessary to break a tie vote of the Board of Directors. The election of the Board of Directors shall be further governed in accordance with the following guidelines:

1. Preferred Membership: The preferred membership of the Board of Directors shall consist of three (3) directors who are owners of lots and three (3) directors who are owners of condominium units. The entire Board of Directors shall be elected by a vote of all the members of the Association. In the event there are the same number of nominees qualified to serve as Directors pursuant to these Articles of Incorporation, the Bylaws and applicable law, as vacancies to be filled representing either group (condominium units or lots) such persons shall be deemed elected automatically without the casting of any ballots. In the event there are more qualified nominees than vacancies to be filled representing a group of owners (condominium units or lots) an election shall be held for the Directors representing such group. In the event the number of qualified nominees for a group of owners (condominium units or lots) is less than the vacancies to be filled for that group, the qualified nominees (if any) from that group shall be deemed automatically elected and the remaining vacancies for that group may be filled by election of nominee(s) from the other group. In the event there are insufficient qualified nominees to fill any vacancy or vacancies on the Board, the Board may elect persons to fill such vacancy(ies) regardless of the group he, she or they represent.

The chairmanship of the Board of Directors shall be rotated each year so that a director who is an owner of a lot shall serve one (1) year and a director who is the owner of a condominium unit shall serve the next year.

2. Other Membership: In the event that the preferred membership described in subparagraph one above is not attained, the six (6) Board of Directors so elected may consist of any mix of owners of lots and owners of condominium units as described above. The entire Board of Directors shall be elected by a vote of all members of the Association except as otherwise provided in these Articles of Incorporation.

In the event that the Board of Directors are so elected, the chairmanship of the Board of Directors shall be rotated each year so that no chairman shall serve two (2) consecutive terms. Membership permitting, the chairmanship shall be alternatively a lot owner and a condominium owner.

2. Amendment to Article XIV as follows:

These Articles may be altered, amended, or repealed in the following manner:

(a) Notice of the proposed amendment shall be included in the notice of any meeting in which a proposed amendment is considered.

(b) A resolution for the adoption of the proposed amendment may be proposed either by the Board of Directors or by the members of the Association. Approval of a proposed amendment must be by a majority of the Board of Directors of the Association and not less than ~~seventy-five percent (75%)~~ a majority of the votes entitled to be cast by all the members of the Association. ~~or by the unanimous approval of the initial Board of Directors.~~ Approval of the membership of the Association may also be obtained by written consent in lieu of a meeting in accordance with the provisions of Chapter 617, Florida Statutes, as amended from time to time.