

747598

September 16, 2002

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

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-09/20/02--01070--005
*****35.00 *****35.00

Dear Sir or Madam:

We would appreciate your expediting the amendments to the Board of Directors/Officers at Windsong Lakes Village Condominium Association, Inc, as requested in the attached form. Please find enclosed my personal check number 3854, in the amount of \$35.00, to cover the filing fee.

Per the enclosed copy of the FINAL ORDER CERTIFYING RECALL, issued by the Arbitrator in this case, Ms. Cassandra Pasley, from the Department of Business and Professional Regulation, the new Board of Directors at Windsong Lakes Village Condominium Association was certified as of September 11, 2002. We need to update your records accordingly.

If you have any questions regarding this request, please feel free to contact me during normal business hours (8:30 am to 5:30 pm) at my direct line, 305-381-7663, at my home number in the evenings, 305-554-7380, or via email at glenda.j.ayala@us.pwcglobal.com.

We would greatly appreciate your prompt attention to this matter.

Sincerely yours,

Glenda Ayala
Glenda Ayala
9961 NW 9th Street Circle
Apartment 5
Miami, FL 33172

Enclosures

cc: Lisa Baez Kidd
Jorge E. Rodriguez-Florida

FILED
02 SEP 20 AM 11:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Amend
to Lewis 9/27/02*

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

FILED
02 SEP 20 AM 11:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WINDSONG LAKES VILLAGE CONDOMINIUM ASSOCIATION, INC.
(present name)

747598
(Document Number of Corporation (If known))

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER (S) BEING AMENDED, ADDED OR DELETED.)

Amendment to the present Board of Directors. New officials are:

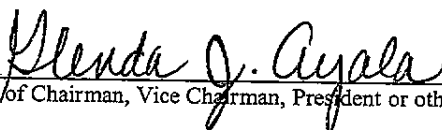
Lisa Baez-Kidd, President
Jorge E. Rodriguez-Florida, Vice President
Glenda J. Ayala, Secretary
Emy Toledo, Treasurer
Luis Antonio Suarez, Director

****NOTE:** This change of Board members was brought about through a Recall process and certified by Final Order of Arbitrator, Ms. Cassandra Pasley, from the Department of Business and Professional Regulation. Copy of Order attached.

SECOND: The date of adoption of the amendment(s) was: September 11, 2002

THIRD: Adoption of Amendment (CHECK ONE) ****Please refer to Note above.**

- ☐ 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 of Chairman, Vice Chairman, President or other officer

Glenda J. Ayala

Typed or printed name

Secretary

September 16, 2002

Title

Date

09/16/2002 15:52 305-278-7473

BELLON GROUP ARCHITE

PAGE 02

Sep 12 02 01:55p Zamora&Hillman
DEPR/MOBILE HOMES Fax:850-487-0870

(305) 476-9455
Sep 12 2002 12:21 P.01



STATE OF FLORIDA
DEPARTMENT OF BUSINESS AND PROFESSIONAL REGULATION

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To: Edoardo Meloni, Esq. Fain & From: Cynthia Ventrella
Meloni, Ernesto J. De La
Fe, Esq.

Division of Florida Land
Sales, Condominiums,
Mobile Homes

Fax: 954-316-2022, 305-476-
9455

Pages: 7

Arbitration Section

MAIL
1040 North Monroe Street
Tallahassee, Florida
32304-1020

Phone:

Date: 09/12/02

Re: 02-4835

CC:

PHYSICAL
P.O. Box Warren Building
202 Blount Street
Tallahassee, Florida
32301

☐ Urgent

☐ For Review

☐ Please Comment

☐ Please Reply

☐ Please Recycle

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Comments: Final Order Certifying Recall.

STATE OF FLORIDA
DEPARTMENT OF BUSINESS AND PROFESSIONAL REGULATION
DIVISION OF FLORIDA LAND SALES, CONDOMINIUMS AND MOBILE HOMES

IN RE: PETITION FOR RECALL ARBITRATION

WINDSONG LAKES VILLAGE
CONDOMINIUM ASSOCIATION, INC.,

Petitioner,

v.

Case No. 02-4835

UNIT OWNERS VOTING FOR RECALL,

Respondent.

FINAL ORDER CERTIFYING RECALL

On April 15, 2002, the unit owners seeking recall (respondent) served Windsong Lakes Village Condominium Association, Inc. (petitioner or association) with written agreements seeking to recall board member Raymond Kattoura, Roberto Gonzalez, Maritza Prego, Matilde Valero and Flavio Santana. Emy Toledo, Lisa Baez-Kidd, Glenda J. Ayala, Jorge E. Rodriguez-Florida and Luis Antonio Suarez were listed as replacement candidates and received a majority of the replacement votes. On April 22, 2002, the board decided to not certify the recall. On April 29, 2002, the association filed a petition for recall arbitration.

Section 718.112, Florida Statutes, and Chapter 61B-50 and rule 61B-23.0028, Florida Administrative Code, govern this proceeding. Section 718.112(2)(j), Florida Statutes, provides that "any member of the board may be recalled and removed from office with or without cause by the vote or agreement

in writing by a majority of all the voting interests." The association has 136 voting interests; therefore, 69 valid votes in favor of recall are required to remove any member from the board. The association contends that it was served with 83 written agreements.

According to the minutes of the board meeting, the recall was not certified because the owner of unit 10003-13 rescinded his vote; duplicate written agreements were submitted for units 9903-2, 9907-2, 9937-3, 9937-5, 9937-15, 9999-3 and 10003-8; all of the units' respective owners did not sign the written agreements and there are no voting certificates on file for units 9901-4, 9907-8, 9917-1, 9937-6, 9953-1, 9961-2, 10003-2 and 10003-9; written agreements were signed by someone other than the unit owner for units 9908-3, 9913-3, 9961-4, 9937-7; written agreements were signed by someone other than the unit owner and the signature does not match the association records for units 9961-7, 9961-12 and 10003-2.

The unit owners filed an answer to the petition and later submitted 83 written agreements. The written agreements submitted by the parties do not match. On August 9, 2002, a (combined) order commemorating status conference, rescheduling final hearing and requiring amended witness and exhibits lists was issued; that order is incorporated herein by reference. In that order, 63 votes were deemed valid and eight votes were deemed invalid.

On September 10, 2002, at 10:00 a.m., a final evidentiary hearing was held in this matter at the law office of Ernesto J. de la Fé. Edoardo Meloni, Esquire,

represented the petitioner. Ernesto J. de la Fé, Esquire, represented the respondent. The remaining issues in dispute are the validity of the written agreements submitted on behalf of units 9907-8, 9917-1, 9909-3, 9937-7 and 9951-12, and which written agreements were actually served on the association.

On April 3, 2002, a group of unit owners held a meeting poolside at the condominium. The purpose of the meeting was to gather signatures to recall the current board members. Glenda Ayala, Lisa Baez-Kidd and Jorge E. Rodriguez-Florida collected signatures. Two witnesses testified that they were required to show identification at the time that they submitted their written agreements.

On April 13, 2002, Mr. Rodriguez-Florida made two copies of the written agreements. The copies were then given to Lisa Baez-Kidd, who then mailed one copy of the written agreements to the association and the other copy to the Division of Florida Land Sales, Condominiums and Mobile Homes. Initially, the arbitrator was unable to locate the written agreements submitted to the Division. However, on August 12, 2002, a notice of locating the written agreements was issued. As evidenced by the Division's date stamp, those written agreements were received by the Division on April 16, 2002.

On April 15, 2002, Matilde Valero was the president of the association. Ms. Valero has since resigned from her position on the board. Ms. Valero testified that after she received the written agreements in the mail, she took them to All Florida Management. Ms. Valero also testified that she opened the package at the management company and reviewed the written agreements with Barbara Blanco.

owner of the management company, and Ada Valdivia, an employee at the management company. Ms. Valero further testified that no copies were made of the written agreements while she was at the management company. Both Ms. Valero and Ms. Valdivia testified that they remember counting 83 sheets of paper and that seven of those sheets were duplicates.

The written agreements filed with the Division on April 16, 2002, contained written agreements for 83 separate units; however, some of the units had more than one written agreement stapled together. The issue that the arbitrator must decide is whether the unit owners seeking recall served the association with fewer written agreements than the association filed with the arbitrator. The written agreements filed with the Division on April 16, 2002, include all of the written agreements that have been submitted by both parties throughout this proceeding. The association argues that there is no way to account for custody or control of the written agreements after the agreements were submitted to the unit owners' representatives. The association's position is that it does not dispute that these individuals signed written agreements, but it denies that the representatives actually mailed all of the forms to the association. The fact that the Division received all of the forms shows that on the date of mailing, April 13, 2002, all of the forms were in the custody of the representative who mailed them, Ms. Baez-Kidd. The association also contends that it was possible that the person who made the copies or the person who mailed them could have mixed the two sets of copies. Mr. Rodriguez-Florida stated that he made two copies and kept the

originals. If the copies had been mixed, the Division's set of written agreements would have either been incomplete or contained extra copies. This was not the case. The most logical explanation for the duplicates contained within the association's packet, in light of the fact that the Division's copy was complete, is that at some point after service on the association duplicates of some of the written agreements were inadvertently made. Therefore, the following votes are deemed valid: 9906-3 (Aura Carillo and Juan Carlos Galeano), 9907-6 (Roxanne Davila), 9909-3 (Hector Cata), 9937-7 (Kynthia Delgado), 9959-2 (Manuela Rohm), and 9991-2 (Olga Gutierrez). This brings the total of valid votes to 69, a majority of the voting interests.

For the sake of clarity, three additional votes require discussion - the votes cast on behalf of units 9907-8, 9917-1, and 9981-12. Monica Garcia and her husband own unit 9907-8, and Ms. Garcia signed the written agreement. Voting certificates are not required when a wife and her husband own a unit. Therefore, this vote is valid. Griselda Perez is the sole owner of unit 9981-12 and signed the written agreement for this unit; therefore, this vote is valid.

Three sisters purchased unit 9917-1 in 1980: Ana Gutierrez, Clara Gutierrez, and Maria Gutierrez. In 1981, the unit was transferred to Ana Gutierrez and Clara Gutierrez via a quit claim deed. The association's record shows all three of the sisters as owners and challenged the written agreement because Maria Gutierrez had not signed it. The association also submitted a form from the Property Appraiser's office listing Maria Gutierrez as an owner. "The arbitrator is charged

with determining whether the basis for the board's action in rejecting the recall was legitimate." The Board Of Directors of Tilden Condominium Association, Inc. v. Unit Owners Seeking Recall, Arb. Case No. 98-5250, Final Order Certifying Recall (December 3, 1998). Although it appears that the only current owners of the unit are the two individuals who signed the written agreement, over the last 20 years the association's records have shown Maria Gutierrez to be an owner. The association has addressed its mail to all three of the sisters, with no objection from the unit owners. It was logical and reasonable for the association to conclude that Maria Gutierrez was an owner of the unit in question at the time of the recall and to reject the vote because it had not been signed by all of the unit's owners.

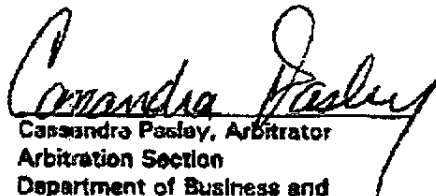
Combining the 63 votes previously deemed valid with the 8 votes that have been deemed valid in this order brings the total number of valid votes in favor of recall to 71, which constitutes a simple majority of the voting interests.

Based on the foregoing, it is ORDERED:

1. The recall of Raymond Kettura, Roberto Gonzalez, Maritza Prego, Matilde Valero and Fluvio Santana is CERTIFIED, and is effective upon mailing of this order. Those board members, or any individuals who may have replaced these board members since the service of the recall on the board on April 15, 2002, shall immediately turn over all association records in their possession to the new board members within 5 days.

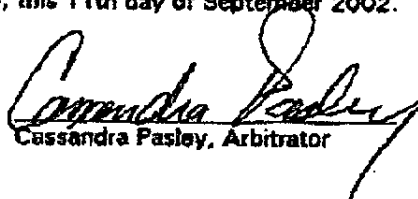
2. The following individuals constitute the new board of Windsong Lakes Village Condominium Association, Inc.: Erny Toledo, Lisa Baez-Kidd, Glenda J. Ayala, Jorge E. Rodriguez-Florida and Luis Antonio Suarez.

DONE AND ORDERED this 11th day of September 2002, at Tallahassee, Leon County, Florida.


Cassandra Pasley, Arbitrator
Arbitration Section
Department of Business and
Professional Regulation
1940 North Monroe Street
Tallahassee, Florida 32399-1029

CERTIFICATE OF MAILING

I hereby certify that a true and correct copy of the foregoing was mailed by U.S. mail, postage prepaid, to Edoardo Meloni, Esquire, Fein & Meloni, 900 SW 40th Avenue, Plantation, FL 33317 and Ernesto J. de la Fé, Esquire, 10 NW LeJeune Road, Suite 600, Miami, FL 33126, this 11th day of September 2002.


Cassandra Pasley, Arbitrator