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TALLAHASSEE, FLORIDA

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** North Dade Two Housing Development Corporation, Inc.

**DOCUMENT NUMBER:** 756433

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

Please return all correspondence concerning this matter to the following:

Dianne S. Pickersgill, Esq.

(Name of Contact Person)

Hessel and Aluise, P.C.

(Firm/ Company)

1050 17th Street, NW, Suite 900

(Address)

Washington, DC 20036

(City/ State and Zip Code)

For further information concerning this matter, please call:

Dianne S. Pickersgill, Esq.

(Name of Contact Person)

at ( 202 ) 466-5300

(Area Code & Daytime Telephone Number)

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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  
NORTH DADE TWO HOUSING  
DEVELOPMENT CORPORATION, INC.**

(Document Number: 756433)

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*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:** The following amendments are hereby adopted:

1. Article FIFTH shall be amended in its entirety to read as follows:

FIFTH: There shall be no members of this corporation.

2. Article SIXTH shall be amended in its entirety to read as follows:

SIXTH: There shall be a Board of Directors composed of six (6) persons, who shall serve without compensation (the "Directors"). The President and the Executive Vice President of the Elderly Housing Development and Operations Corporation ("EHDOC"), a District of Columbia nonprofit corporation, shall by virtue of their offices, be Directors. The Executive Vice President shall be a non-voting Director. The remaining Directors shall be selected by EHDOC.

3. Article SEVENTH shall be amended in its entirety to read as follows:

SEVENTH: The term of office of all members of the Board of Directors shall be three (3) years or until a successor has been selected in accordance with the procedure set forth in the corporation's bylaws.

4. Article EIGHTH shall be amended in its entirety to read as follows:

EIGHTH: All questions relating to vacancies, quorums, committees, and meetings of the Board of Directors and all other questions relating to the structure and operation of this corporation shall be governed by the Chapter 617 of the Florida Statutes and the bylaws of this corporation.

5. Article NINTH shall be amended in its entirety to read as follows:

NINTH: The officers of this corporation shall be a President, a Vice President, a Secretary, a Treasurer, and such other officers as may be appointed in accordance with the corporation's bylaws. The duties of all officers shall be as set forth in the bylaws.

**SECOND:** The date of adoption of the amendments was January 16, 2007.

**THIRD:** There were no members entitled to vote on the amendment. The amendments were adopted by the board of directors.

By: Maria C. Cordone  
Maria C. Cordone, Secretary

Date: 1/26/2007