

756748

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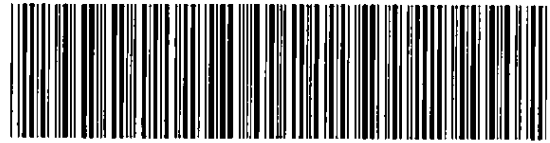
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2024 MAY -1 AM 9:26
STOCKPORT, CT 06209

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Green Glen III Homeowners Association, Inc.

DOCUMENT NUMBER: 756748

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

Please return all correspondence concerning this matter to the following:

Patricia Rogers, Legal Chair

(Name of Contact Person)

Kiowa Homeowners Association, Inc. c/o ISMA

(Firm/ Company)

5995 Bannock Terrace

(Address)

Boynton Beach, Florida 33437

(City/ State and Zip Code)

prl-isma@att.net

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

For further information concerning this matter, please call:

Patricia Rogers, Legal Chair

305

608.3499

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 checked="" type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input 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
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Articles of Amendment
to
Articles of Incorporation
of

Green Glen III Homeowners Association, Inc.

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

756748

(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:

Kiowa Homeowners Association, 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:

N/A

(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:

N/A

(Mailing address MAY BE A POST OFFICE BOX)

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:

N/A

N/A

New Registered Office Address:

(Florida street address)

N/A

(City)

, Florida

(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.

N/A

Signature of New Registered Agent, if changing

2024 MAY - 1 AM 9:26

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	PT	John Doe
<input checked="" type="checkbox"/> Remove	V	Mike Jones
<input checked="" type="checkbox"/> Add	SV	Sally Smith

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
2) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
3) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	N/A	_____ _____ _____
4) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
5) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
6) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____

E. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary). (Be specific)

see attachment for amended Articles of Incorporation

see attachment for amended Articles of Incorporation

The date of each amendment(s) adoption: March 15, 2024, if other than the date this document was signed.

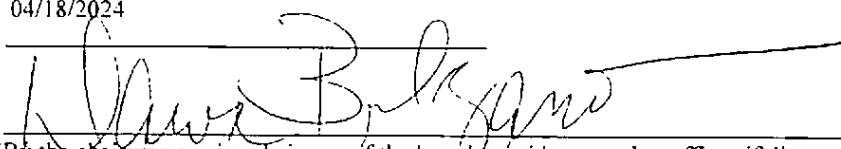
Effective date if applicable: April 18, 2024
(no more than 90 days after amendment file date)

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 04/18/2024
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)

Dawn Balzano

(Typed or printed name of person signing)

President

(Title of person signing)

FILED
2024 MAY -1 AM 9:26
TRENTON, NJ

NOTE: These Articles of Incorporation (AOI) have been re-written as they are a substantial change to the original document. These Amended Articles of Incorporation change the name of the corporation to Kiowa Homeowners' Association, remove references to the developer, eliminate contradictions to the Bylaws, and clarify that a vote of three directors in agreement is required to pass any item or action by the Board. This document, in full, is what you will be asked to vote on. For the original Articles, please see your original documents or contact the ISMA Office, at 5995 Bannock Terrace, Boynton Beach, Florida 33437

AMENDED ARTICLES OF INCORPORATION

The undersigned subscribers, desiring to modify an existing corporation, titled Green Glen III, to be titled Kiowa Homeowners' Association, a not-for-profit under Chapter 617 of the Florida Statutes, hereby adopt the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of the corporation shall be KIOWA HOMEOWNERS' ASSOCIATION, INC. For convenience, the corporation is hereinafter referred to as the "Association".

**ARTICLE II
LOCATION**

The principal office of the Association shall be located at 5995 Bannock Terrace, Boynton Beach, Florida 33437

**ARTICLE III
DEFINITIONS**

Each term used herein which is defined in the Declaration of Covenants and Restrictions for Kiowa Homeowners' Association recorded or to be recorded among the Public Records of Palm Beach County, Florida (the "Declaration") shall have the same meaning or definition when used herein as the meaning or definition ascribed thereto in the Declaration.

**ARTICLE IV
PURPOSE AND POWERS**

1 The objects and purposes of the Association are to own, maintain and administer the Common
2 Areas, Recreation Area and facilities of that certain residential community known as Kiowa
3 Homeowners' Association located within the real property known as Indian Spring situated in
4 Palm Beach County, Florida, pursuant to and in accordance with the Declaration, which said
5 residential community is planned for development according to the plat thereof recorded in Plat
6 Book 41, at Pages 92 and 93, of the Public Records of Palm Beach County, Florida; to contract
7 for the management of the Association and to delegate the powers and duties to the party with
8 whom such contract has been entered into, except those which require specific approval of the
9 Board or the Members; to administer and enforce the covenants and restrictions created by the
10 Declaration; to assess, levy, collect and disburse the assessments and charges, both general
11 and special, provided for in the Declaration; to promote the recreation, health, safety and wel-
12 fare of the residents of the said community; and to perform and exercise all of the rights and
13 duties of the Association under the Declaration. The Association shall have all of the common
14 law and statutory powers of a corporation not-for-profit which are not in conflict with the terms
15 of these Articles and the Declaration. The Association shall also have all the powers necessary
16 to implement the purposes of the Association.

17
18 The Association is not organized for profit and no part of the net earnings, if any, shall inure to
19 the benefit of any member or individual person, firm or corporation.
20

21
22 ARTICLE V
23 MEMBERS
24

25 **Section 1. Membership.** Every person or entity who is a record owner of a fee or undivided
26 fee interest in any lot which is subject by covenants of record to assessment by the Association
27 shall be a member of the association, provided that any such person or entity who holds such
28 interest merely as security for the performance of an obligation shall not be a member.
29

30 **Section 2. Voting Rights.** Members shall be entitled to one vote for each Lot in which they hold
31 the interests required for membership by Section 1. When more than one person holds such
32 interest or interests in any Lot, all such persons shall be members, but the vote for such Lot shall
33 be exercised only by that one member as shall be designated in a written instrument, executed
34 by or on behalf of any record owner of such interest, filed with the Secretary of the Association.
35 If no such document exists, the first member to exercise the right to vote shall hold that right for
36 such vote.
37

38 In no event shall more than one vote be cast with respect to any Lot. The Association shall have
39 the right to suspend any Member's right to vote for any period during which any assessment
40 levied by the Association against such Member's Lot shall remain unpaid for more than 30 days
41 or as defined by Florida Statutes after the due date for the payment thereof.
42

43 **Section 3. Meetings of Members.** The Bylaws of the Association shall provide for an Annual
44 meeting no later than 13 months after the prior Annual Meeting, and for member meetings as
45 may be required by State from time to time.
46

47
48 **Section 4. Action by Members without a Meeting.** Any action that can be taken by members
49 at a meeting may be taken by 30% of all members by written consent or limited proxy. Such

documents shall be executed and valid for 90 days from the date of the announcement of said vote.

Section 5. Quorum. A quorum of Members for a meeting shall be 30% in person or by proxy, unless a lesser number is defined by Florida Statutes, as may be amended from time to time.

ARTICLE VI CORPORATE EXISTENCE

The corporation shall have a perpetual existence.

ARTICLE VII DIRECTORS

Section 1. Management by Directors. The property, business and affairs of the Association shall be managed by a Board of Directors, which shall consist of five (5) persons, all of whom shall be Members of the Association. Directors shall be elected as stated in the Bylaws. Three directors shall constitute a quorum for the transaction of business. The Bylaws shall provide for meeting notice and procedures. Agreement of a minimum of three directors shall be required to pass any item.

Section 2. Original Board of Directors. The names and addresses of the first Board of Directors of Kiowa Homeowners' Association, who shall hold office until the annual meetings of 2024 and 2025, and defined by the Bylaws, or until qualified successors are duly elected and have taken office, shall be as follows:

Dawn Balzano	5995 Bannock Terrace, Boynton Beach, Florida 33437
Patty Layfield	5995 Bannock Terrace, Boynton Beach, Florida 33437
Ivan Bell	5995 Bannock Terrace, Boynton Beach, Florida 33437
Richard Banaszak	5995 Bannock Terrace, Boynton Beach, Florida 33437
Barbra Chaitin	5995 Bannock Terrace, Boynton Beach, Florida 33437

Section 3. Election of Board of Directors. The directors shall be elected as defined by the Bylaws.

ARTICLE VIII OFFICERS

Section 1. Officers. The Association shall have a President, a Secretary, and a Treasurer, and such other officers and assistant officers and agents as the Board of Directors may from

1 time to time deem desirable consistent with the Bylaws of the Association. The officers of the
2 Association, in accordance with any applicable provisions of the ByLaws, shall be elected by
3 the Board of Directors for terms of one year or until qualified successors are duly elected and
4 have taken office. The President shall be a director of the Association.
5

6 **Section 2. Vacancies.** Vacancies in an officer shall be filled by the Board at a meeting of the
7 Board. At all times, the Board must have a President, Treasurer and Secretary, as provided for
8 in Florida Statutes, as may be amended from time to time.
9

10 **Section 3. Current Officers.** The names and addresses of the current officers of the Associa-
11 tion are:
12

Dawn Balzano, President	5995 Bannock Terrace, Boynton Beach, Florida 33437
Patty Layfield, Vice President	5995 Bannock Terrace, Boynton Beach, Florida 33437
Barbra Chaitin, Secretary	5995 Bannock Terrace, Boynton Beach, Florida 33437
Patty Layfield, Treasurer	5995 Bannock Terrace, Boynton Beach, Florida 33437

13
14
15 ARTICLE IX
16 BYLAWS
17

18 The Board of Directors shall adopt Bylaws consistent with these Articles. Such Bylaws may be
19 altered, amended or repealed by the membership in the manner set forth in the Bylaws.
20

21
22 ARTICLE X
23 AMENDMENTS
24

25 Amendments to these Articles of Incorporation shall require the affirmative vote of 4 Directors
26 of the Board of Directors and the affirmative vote of two-thirds of all the votes of the entire
27 membership; provided, however, that (a) no amendment shall make any change in the qualifi-
28 cations for membership nor the voting rights of the Members without the written approval or af-
29 firmative vote of all Members of the Association, (b) that these Articles shall not be amended in
30 any manner without the which conflicts with the terms, covenants and provisions contained in
31 the Declarat A copy of each amendment to these Articles shall be recorded among the Public
32 Records of Palm Beach County, Florida.
33

34
35 ARTICLE XI
36 INDEMNIFICATION OF OFFICERS AND DIRECTORS
37

38 Every director and every officer of the Association shall be indemnified by the Association
39 against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed
40 upon such person in connection with any proceeding or any settlement thereof to which such
41 person may be a party or may become involved by reason of being or having been a director or

1 officer of the Association, whether or not a director or officer at the time such expenses are in-
2 curred, except in such cases wherein the director or officer is adjudged guilty of willful misfea-
3 sance or malfeasance in the performance of his duty; provided that in the event of a settle-
4 ment, the indemnification provided for herein shall apply only if and when the Board of Direc-
5 tors approves such settlement and reimbursement as being in the best interest of the Associa-
6 tion. The foregoing right of indemnification shall be in addition to and not exclusive of any and
7 all right of indemnification to which such director or officer may be entitled under statute or
8 common law.

9
10
11 ARTICLE XII
12 TRANSACTIONS IN WHICH
13 DIRECTORS OR OFFICERS ARE INTERESTED
14

15 No contract or transaction between the Association and one or more of its directors or officers,
16 or between the Association and any other corporation, partnership, association, or other organ-
17 ization in which one or more of its directors or officers are directors or officers, or have a finan-
18 cial interest, shall be invalid, void or voidable solely for such reason, or solely because the di-
19 rector or officer is present at or participates in the meeting of the Board or committee thereof
20 which authorized the contract or transaction, or solely because his or their votes are counted
21 for such purpose. No director or officer of the Association shall incur liability by reason of the
22 fact that he is or may be interested in any such contract or transaction. Interested directors
23 may be counted in determining the presence of a quorum at a meeting of the Board of Direc-
24 tors or of a committee which authorized the contract or transaction.

25
26
27 ARTICLE XIII
28 SUBSCRIBERS
29

30 The names and addresses of the subscribers to these Articles of Incorporation are:
31

Dawn Balzano	5995 Bannock Terrace, Boynton Beach, Florida 33437
Patty Layfield	5995 Bannock Terrace, Boynton Beach, Florida 33437
Ivan Bell	5995 Bannock Terrace, Boynton Beach, Florida 33437
Richard Banaszak	5995 Bannock Terrace, Boynton Beach, Florida 33437
Barbra Chaitin	5995 Bannock Terrace, Boynton Beach, Florida 33437

32
33
34 ARTICLE XIV
35 INITIAL REGISTERED OFFICE, AGENT AND ADDRESS
36

1 The principal office of the Association shall be 5995 Bannock Terrace, Boynton Beach, Florida
2 33437, or at such other place, within or without the State of Florida as may be subsequently
3 designated by the Board of Directors. The initial registered office is at the above address and
4 the initial registered agent therein is Stoloff & Manoff, P.A., 1818 Australian Ave. South, Suite
5 400, West Palm Beach, FL 33409.
6

CERTIFICATE OF AMENDMENT TO THE
KIOWA ARTICLES OF INCORPORATION

WHEREAS, the Articles of Incorporation, of Green Glen III Homeowners' Association, Inc., a Florida not-for-profit corporation, has been duly recorded in the Official Records of Palm Beach County, Florida in Official Records Book 3501, Page 1347; and the revived Articles of Incorporation of Green Glen III Homeowners' Association, Inc., has been duly recorded in the Official Records of Palm Beach County, Florida in Official Records Book 30864, Page 1001; and

WHEREAS, at a duly called and noticed meeting of the Board of Directors of Green Glen III Homeowners' Association, Inc., a Florida not-for-profit corporation, held February 29, 2024, noticed its members of proposed amendments to the aforementioned Articles of Incorporation, and solicited members to approve said Articles by written consent, and

WHEREAS, the amended and restated Articles of Incorporation change the name of the corporation from *Green Glen III Homeowners' Association, Inc.*, a Florida not-for-profit corporation, to *Kiowa Homeowners' Association, Inc.* a Florida not-for-profit corporation; and

WHEREAS, at a duly called and noticed meeting of the Board of Directors of Green Glen III Homeowners' Association, Inc., a Florida not-for-profit corporation, held March 15, 2024 and affirmed April 18, 2024, verified 42 written consents from members, all of whom voted in favor of the amended and restated Articles of Incorporation, and met the required percentage for amending said Articles of Incorporation; and

NOW, THEREFORE, the undersigned hereby certify that the attached amended and restated Articles of Incorporation, adopted by the membership by written consent of the members and the Board of Directors replace the original and revived Articles of Incorporation, recorded on the date and at the official records books and page identified above, and any amendments thereto. All of the exhibits to the original and revived Articles of Incorporation which are otherwise referenced in or attached to the attached and amended Articles of Incorporation remain intact and unchanged and are hereby incorporated by reference herein as if attached hereto and made a part hereof.

SEE ATTACHED AMENDED AND RESTATED ARTICLES OF INCORPORATION

IN WITNESS WHEREOF, the Association, by and through its President and Secretary, hereby execute this Certificate of Recording which shall also serve as evidence of their signatures on each of the documents that comprise the Revived Declaration.

Kiowa Homeowners' Association, Inc.
A Florida not-for-profit corporation

Patricia Layfield
Witness

Patricia Layfield
Print Name

Barbara Chaitin
Witness

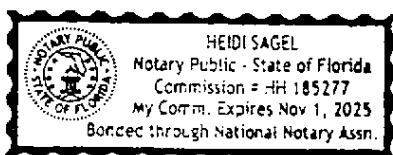
BARBARA CHAITIN
Print Name

BY: [Signature]
President

Attest: Julie Abrams
Secretary

STATE OF FLORIDA)
) ss
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 15th day of April, 2024, by Dawn Bedzane, as President and Julie Abrams, as Secretary, of Kiowa Homeowners' Association, Inc., a Florida not-for-profit corporation, on behalf of the corporation. They are personally known to me or have produced _____ as identification and did () did not () take an oath.



Heidi Sagel
Signature

Heidi Sagel (Print Name)
Notary Public, State of Florida at Large