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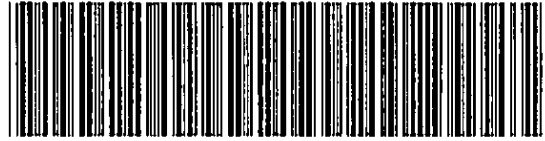
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J. PRATHER

# STOLOFF & MANOFF, P.A.

ATTORNEYS AT LAW

1818 AUSTRALIAN AVENUE SOUTH, SUITE 400  
WEST PALM BEACH, FLORIDA 33409

SCOTT A. STOLOFF\*  
LAURIE G. MANOFF\*

\*FLORIDA BAR BOARD CERTIFIED SPECIALIST  
CONDOMINIUM AND PLANNED DEVELOPMENT LAW

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November 16, 2022

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

**Re: Sky Lake Property Owners Association, Inc./Amended and Restated  
Articles of Incorporation**

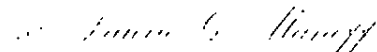
Dear Sir or Madam:

Enclosed are an original and one copy of the Amended and Restated Articles of Incorporation for Sky Lake Property Owners Association, Inc., and Stoloff & Manoff, P.A. check number 2544 in the amount of \$35.00 representing the filing fee.

If you have any questions, then please do not hesitate to contact me via email ([lmanoff@stoloffmanofflaw.com](mailto:lmanoff@stoloffmanofflaw.com)) or telephone: 561-615-0123.

Thank you.

Very Truly Yours,



Laurie G. Manoff  
For the Firm

Encl:  
Sky Lake Property Owners Association, Inc. two copies

This instrument prepared by:  
Laurie G. Manoff, Esquire  
**STOLOFF & MANOFF, P.A.**  
1818 Australian Avenue South, Suite 400  
West Palm Beach, FL 33409  
(561)615-0123

2022 NOV 22 PM 5:05  
PALM BEACH COUNTY

**CERTIFICATE OF RECORDING**  
**THE AMENDED AND RESTATED DECLARATION OF PROTECTIVE COVENANTS**  
**AND RESTRICTIONS FOR SKY LAKE, THE AMENDED AND RESTATED BYLAWS OF**  
**SKY LAKE PROPERTY OWNERS ASSOCIATION, INC. AND THE AMENDED AND**  
**RESTATED ARTICLES OF INCORPORATION OF SKY LAKE PROPERTY OWNERS**  
**ASSOCIATION, INC.**

**I HEREBY CERTIFY** that the Amended and Restated Declaration of Protective Covenants and Restrictions for Sky Lake, the Amended and Restated Bylaws of Sky Lake Property Owners Association, Inc., and the Amended and Restated Articles of Incorporation of Sky Lake Property Owners Association, Inc. which are attached to this Certificate were duly adopted by the membership of Sky Lake Property Owners Association, Inc. The original Declaration of Protective Covenants and Restrictions for Sky Lake was recorded in official Records Book 4270 at Page 1375 of the Public Records of Palm Beach County, Florida. The original Bylaws of Sky Lake Property Owners Association, Inc. was recorded in Official Records Book 4270 at Page 1418 of the Public Records of Palm Beach County, Florida. The original Articles of Incorporation of Sky Lake Property owners Association, Inc. was recorded in Official Records Book 4270 at Page 1407 of the Public Records of Palm Beach County, Florida.

DATED this 11<sup>th</sup> day of April, 2022.

Witnesses:

SKY LAKE PROPERTY OWNERS  
ASSOCIATION, INC.

Sign:

[Signature] 2<sup>nd</sup> VP

Print name:

Rich I. Calipharo

Sign:

[Signature] 1<sup>st</sup> VP

Print name:

KATHLEEN REYES

By:

[Signature] President

Sign:

[Signature] Treasurer

Print name:

Rita Haupt

Sign:

[Signature]

Print name:

Guy F. Bong

Attest:

[Signature] Secretary

(SEAL)

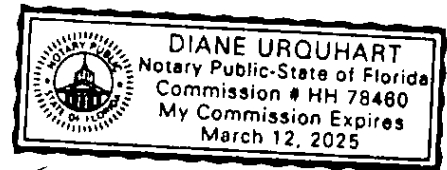
STATE OF FLORIDA           )  
COUNTY OF \_\_\_\_\_ )

The foregoing instrument was acknowledged before me by ☒ physical presence or \_\_\_ online notarization this 11<sup>th</sup> day of April 2022 by Tim Hill, as President of Sky Lake Property Owners Association, Inc., who are Personally Known ☒ or Produced Identification \_\_\_\_\_. Type of Identification Produced \_\_\_\_\_

NOTARY PUBLIC (SEAL)

Sign Diane Urquhart  
Print Diane Urquhart  
State of Florida  
My Commission Expires

STATE OF FLORIDA           )  
COUNTY OF PALM BEACH )



The foregoing instrument was acknowledged before me by ☒ physical presence or \_\_\_ online notarization this 11<sup>th</sup> day of April 2022 by Tiffany Frazier as Secretary of Sky Lake Property Owners Association, Inc., who are Personally Known ☒ or Produced Identification \_\_\_\_\_. Type of Identification Produced \_\_\_\_\_

NOTARY PUBLIC (SEAL)

Sign Diane Urquhart  
Print Diane Urquhart  
State of Florida  
My Commission Expires



2022 NOV 22 PM 5:05

AMENDED AND RESTATED ARTICLES OF INCORPORATION  
OF  
SKY LAKE PROPERTY OWNERS ASSOCIATION, INC.  
(A Corporation Not-For-Profit)

Substantial rewording of the Articles of Incorporation  
of Sky Lake Property Owners Association, Inc.  
See governing documents for current text.

(Amended and restating The original Articles of Incorporation of Sky Lake Property Owners Association, Inc. recorded in the Official Records Book 4270 at Page 1407 of the Public Records of Palm Beach County, Florida.)

In order to form a corporation under and in accordance with the provisions of the laws of the State of Florida for the formation of corporations not-for-profit, this corporation was formed by the incorporator and adopts the following Articles of Incorporation for the purposes and with the powers hereinafter mentioned; and is certified and set forth the following:

ARTICLE 1  
DEFINITIONS

The following words and phrases when used in these Articles (unless the context shall prohibit) shall have the following meanings:

1. "Association" means Sky Lake Property Owners Association, Inc.
2. "Association Articles" means these Articles of Incorporation.
3. "Association Board" means the Board of Directors of the Association.
4. "Association By-Laws" means the By-Laws of the Association.
5. "Association Director" means a member of the Association Board.
6. "Association Member" means a member of the Association.

7. "Association Operating Expenses" means the expenses, for which Sky Lake Owners are liable to the Association as described in the Sky Lake Documents and includes, but is not limited to, the costs and expenses described in the Sky Lake Documents as such and includes those incurred by the Association in administering, operating, reconstructing, maintaining, repairing and replacing the Association Property.

8. "Association Property" means such portions of Sky Lake as are dedicated to the Association in a plat or conveyed or intended to be conveyed to the Association.

9. "County" means Palm Beach County, Florida.

10. "Declaration" means the Declaration of Protective Covenants and Restrictions for Sky Lake and any supplements by amendments thereto.

11. "Developer" means Oriole Homes Corp., a Florida corporation, its successors and assigns; provided, however, that a purchaser of a Lot or Residence shall not be deemed a successor or assign of Developer unless such purchaser is specifically so designated as such by Developer.

12. "Hylib" means Hylib, Inc., a Florida corporation, its successors and assigns.

13. "Lot" means a portion of Sky Lake, as shown on one of the plats thereof, upon which a dwelling unit is permitted to be erected.

14. "Residence" means any dwelling unit located within Sky Lake.

15. "Sky Lake" is the name given to the planned residential community developed upon the land included within Plats I and II of Sky Lake, according to the Plats thereof recorded in Plat Book 39 at Page 133 and Plat Book 46, Page 81, respectively, of the Public Records of the County, and certain additional land as described in the Declaration.

16. "Sky Lake Owner" means the owner or owners of the fee simple title to a Lot or Residence and includes Developer and Hylib for so long as it is an owner of the fee simple title to a Lot or Residence.

17. "Sky Lake Documents" means in the aggregate the Declaration, these Association Articles, the Association By-Laws and all of the instruments and documents referred to therein.

## ARTICLE II NAME

The name of this corporation shall be SKY LAKE PROPERTY OWNERS ASSOCIATION, INC. For convenience, this corporation shall be herein referred to as the "Association," whose present address is 845 NW 9<sup>th</sup> St., Boynton Beach, FL 33426.

## ARTICLE III PURPOSES

The purpose for which this Association is organized is to take title to, operate and maintain the Association Property in accordance with the terms of, and purposes set forth in, the dedication

or conveyance of such property to the Association and to carry out the covenants and enforce the provisions of the Declaration.

#### ARTICLE IV POWERS

The powers of this Association shall include and be governed by the following provisions:

A. The Association shall have all of the common law and statutory powers of a corporation not-for-profit.

B. The Association shall have all of the powers to be granted to the Association in the Declaration.

C. The Association shall have all of the powers reasonably necessary to implement its purposes including, but not limited to, the following:

1. To do all of the acts required to be performed by it under the Declaration.
2. To make, establish, amend and enforce rules and regulations governing Sky Lake and the use of the Association Property.
3. To make, levy and collect assessments for the purpose of obtaining funds from its members to pay Association Operating Expenses and costs of collection, including the operational expenses of the Association and to use and expend the proceeds of assessments in the exercise of the powers and duties of the Association.
4. To administer, manage and operate Sky Lake and to maintain, repair, replace, improve, alter and operate the Association Property in accordance with the Declaration and in accordance with the terms of and purposes set forth in the dedication or conveyance of the Association Property to the Association.
5. To enforce by legal means the obligations of the members of the Association; the provisions of the Declaration; and the provisions of a dedication or conveyance of the Association Property to the Association with respect to the use and maintenance thereof.
6. To contract for professional management (the "Manager" which may be an individual, corporation, partnership or other entity) and to delegate to such Manager the powers and duties of the Association.
7. To enter into a Cable television agreement for the installation and service of cable television to Residences on a mandatory basis.
8. Notwithstanding any provision in the Sky Lake Documents to the contrary, prior to the "Turnover Date" (as defined in Article V hereof) the Association shall not enter into leases or contracts under which it is bound unless there is a right of termination of such lease or contract.

without cause, which is exercisable without penalty at any time after the Turnover Date upon not more than ninety (90) days notice to the other party. The foregoing provisions of this Article IV.C.8 shall not restrict the Association from joining in the execution of the Declaration.

9. Notwithstanding anything contained herein to the contrary, the Association shall be required to obtain the approval of two-thirds (2/3) of all Association Members (at a duly called meeting of the Association Members at which a quorum is present) prior to the payment of legal or other fees to persons or entities engaged by the Association for the purpose of suing, or making, preparing or investigating any lawsuit, or commencing any lawsuit other than for the following purposes:

(a) the collection of assessments, including special assessments and individual assessments.

(b) the collection of other charges which Sky Lake Owners are obligated to pay pursuant to the Sky Lake Documents;

(c) the enforcement of any applicable use and occupancy restrictions contained in the Sky Lake Documents; or

(d) in an emergency where waiting to obtain the approval of the Association Members creates a substantial risk of irreparable injury to the Association Property or to Association Member(s).

10. To borrow money for the purposes of carrying out the powers and duties of the ASSOCIATION

#### ARTICLE V MEMBERS

The qualification of Association Members, the manner of their admission to membership, the termination of such membership and voting by Association Members shall be as follows:

1. Membership: Every person or entity who is a record owner of a fee or undivided fee interest in any Lot in the Properties shall be a Member of the Association. Membership in the Association for Sky Lake Owners shall be established by the acquisition of ownership of fee title to a Residence at Lot as evidenced by the recording of an instrument of conveyance amongst the Public Records of the County.

2. Voting. The Association shall have one class of membership. Members shall be all Owners and shall be entitled to one (1) vote for each Lot owned by such Member.



C. Membership in the Association for Sky Lake Owners shall be established by the acquisition of ownership of fee title to a Residence or Lot as evidenced by the recording of an instrument of conveyance amongst the Public Records of the County.

D. The Association shall have one (1) class of voting membership: On all matters upon which the membership shall be entitled to vote, there shall be only one vote for each LOT.

E. No Association Member may assign, hypothecate or transfer in any manner his membership in the Association except as an appurtenance to his Lot.

F. Any Association Member of the Association who conveys or loses title to a Residence or Lot by sale, gift, bequest, judicial decree or otherwise shall, immediately upon such conveyance or loss of title, no longer be an Association Member of the Association with respect to such Residence or Lot and shall lose all rights and privileges of an Association Member of the Association resulting from ownership of such Residence or Lot.

G. There shall be only one (1) vote for each Residence or Lot if there is more than one Association Member with respect to a Residence or Lot as a result of the fee interest in such Residence or Lot being held by more than one person, such Association Members collectively shall be entitled to only one (1) vote.

H. A quorum shall consist of persons entitled to cast thirty percent (30%) of the votes of all Association Members, either in person or by proxy.

#### ARTICLE VI TERM

The term for which this Association is to exist shall be perpetual.

#### ARTICLE VII INCORPORATOR

The name and address of the incorporator of these Association Articles

MERLE D'ADDARIO  
1151 Northwest 24<sup>th</sup> Street  
Pompano Beach, Florida 33064

#### ARTICLE VIII OFFICERS

The affairs of the Association shall be managed by the President of the Association, assisted by the several Vice Presidents, Secretary and Treasurer, and, if any, by the Assistant Secretary and Assistant Treasurer, subject to the directions of the Association Board.

The Association Board shall elect the President, Secretary and Treasurer, and as many Vice Presidents, Assistant Secretaries Assistant Treasurers as the Association Board shall, from time to time, determine. The President, Vice President, Secretary and Treasurer shall be elected from amongst the membership of the Association Board. The same person may hold two offices, the duties of which are not incompatible; provided, however, the office of President and a Vice President shall not be held by the same person, nor shall the office of President and Secretary or Assistant Secretary be held by the same person.

#### ARTICLE IX FIRST OFFICERS

The names of the officers who are to serve until the first election of officers by the Association Board are as follows:

President	-	Merle D'Addario
Vice President	-	R. D. Levy
Secretary/Treasurer	-	A. Nunez

#### ARTICLE X BOARD OF DIRECTORS

A. The number of Association Directors shall be not less than three (3) nor more than five (5) as the Association Board shall from time to time determine prior to each meeting at which Association Directors are to be elected.

B. Association Directors must be Members of the Association.

At each Annual Association Members' Meeting the Association Directors shall be elected by the Association Members. Only an Association Member can be an Association Director.

#### ARTICLE XI INDEMNIFICATION

Each and every Association Director and officer of the Association shall be indemnified by the Association against all costs, expenses and liabilities, including counsel fees at all trial and appellate levels, reasonably incurred by or imposed upon him in connection with any proceeding, litigation or settlement in which he becomes involved by reason of his being or having been an Association Director or officer of the Association, and the foregoing provision for indemnification shall apply whether or not such person is an Association Director or officer at the time such cost,

expense or liability is incurred. Notwithstanding the above, in the event of any such settlement, the indemnification provisions provided in this Article XI shall not be automatic and shall apply only when the Association Board approves such settlement and reimbursement for the costs and expenses of such settlement as in the best interest of the Association, and in the event an Association Director or officer admits or is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties, the indemnification provisions of this Article XI shall not apply. The foregoing right of indemnification provided in this Article XI shall be in addition to and not exclusive of any and all right of indemnification to which an Association Director or officer of the Association may be entitled under statute or common law.

## ARTICLE XII BY-LAWS

The Association By-Laws shall be adopted by the First Association Board, and thereafter may be altered, amended or rescinded by the Association Members or the Association Board as provided for in the Association By-Laws.

## ARTICLE XIII AMENDMENTS

A. These Association Articles may be amended upon:

- 1) The approval or ratification of the amendment by ~~of~~ a majority of the Association's Board of Directors; AND
- 2) The consent of the majority of the votes of the Members present in person or by proxy at a meeting of the Members where there is a quorum of the Members; OR
- 3) Upon a vote of the Members by written consent in lieu of a meeting if a) the Association receives enough written consents from Members to constitute a quorum of the Members if a meeting was held; and, b) a majority of the total number of consents received approve the amendment.

B. Notwithstanding any provisions of this Article XIII to the contrary, these Association Articles shall not be amended in any manner which shall prejudice the rights of an "Institutional Mortgagee" (as that term is defined in the Declaration) without the prior written consent to such amendment by such Institutional Mortgagee, as the case may be.

C. Notwithstanding the foregoing provisions of this Article XIII, no amendment to these Association Articles which shall abridge, amend or alter the rights of Developer hereunder be adopted or become effective without the prior written consent of Developer.

D. Any instrument amending these Association Articles shall identify the particular

article or articles being amended and shall provide a reasonable method to identify the amendment being made. A certified copy of each of such amendment shall be attached to any certified copy of these Association Articles, and a copy of each amendment certified by the Secretary of State shall be recorded amongst the Public Records of the County.

ARTICLE XIV  
DISSOLUTION

In the event of a dissolution of the Association (unless same is reinstated), other than incident to a merger or consolidation, all of the assets of the Association shall be conveyed to a similar homeowners' association or a public agency having a similar purpose or, any Association Member may petition the Circuit Court of the Fifteenth Judicial Circuit of the State of Florida, for the appointment of a receiver to manage the affairs of the dissolved Association and its properties in the place and stead of the dissolved Association and to make such provisions as may be necessary for the continued management of the affairs of the dissolved Association and its properties.

ARTICLE XV  
REGISTERED OFFICE AND REGISTERED AGENT

The street address of the current registered office of the Association is 845 NW 9<sup>th</sup> Way, Boynton Beach, FL 33426, and the current Registered Agent of the Association at that address is Tim Hill.

IN WITNESS WHEREOF, We, being directors of Skylake Property Owners Association, Inc., a Florida Corporation, have hereunto set our hands this 11<sup>th</sup> day of April 2022.

SKYLAKE PROPERTY OWNERS ASSOCIATION,  
INC. a Florida corporation

By: Tim Hill as pres.  
Tim Hill, President

By: Tiffany Runnigan  
Tiffany Runnigan, Secretary

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me by means of ☒ physical presence or ☐ online notarization, this 11<sup>th</sup> day of April 2022, by TIM HILL as President for Skylake Property Owners Association, Inc. who are personal known or produced \_\_\_\_\_ as identification.

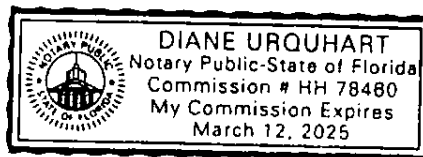
Diane Urquhart  
NOTARY PUBLIC STATE OF FLORIDA  
My Commission Expires: \_\_\_\_\_



STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me by means of ☒ physical presence or ☐ online notarization, this 11<sup>th</sup> day of April 2022, by Tiffany Ennegeer as Secretary for Skylake Property Owners Association, Inc. who are personal known or produced \_\_\_\_\_ as identification.

Diane Urquhart  
NOTARY PUBLIC STATE OF FLORIDA  
My Commission Expires: \_\_\_\_\_



2022 NOV 22 PM 5:05  
TALLAHASSEE, FLORIDA

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