

# 70500012356

Florida Department of State  
Division of Corporations  
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**From:**

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Account Number : I20000000121  
Phone : (239) 649-6200  
Fax Number : (239) 261-3659

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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
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**COR AMND/RESTATE/CORRECT OR O/D RESIGN  
WATERSTONE HOMEOWNERS ASSOCIATION OF PALM  
BAY, INC.**

Certificate of Status	1
Certified Copy	0
Page Count	06
Estimated Charge	\$43.75

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SEP 10 2015  
J. LEMIEUX

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: Waterstone Homeowners Association of Palm Bay, Inc.

DOCUMENT NUMBER: N05000012356

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

Please return all correspondence concerning this matter to the following:

Steven M. Falk, Esq.

(Name of Contact Person)

Roetzel & Andress, LPA

(Firm/ Company)

850 Park Shore Drive, Suite 300

(Address)

Naples, FL 34103

(City/ State and Zip Code)

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

For further information concerning this matter, please call:

Steven M. Falk, Esq. at (239) 649-2718

(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 &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy is<br>Enclosed) |
|--|--|---|--|

**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

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Articles of Amendment  
to  
Articles of Incorporation  
of

**Waterstone Homeowners Association of Palm Bay, Inc.**

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

**N05000012356**

(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:**

*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:**

(Principal office address **MUST BE A STREET ADDRESS**)

**C. Enter new mailing address, if applicable:**

(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: \_\_\_\_\_

(Florida street address)

New Registered Office Address: \_\_\_\_\_

(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.*

\_\_\_\_\_  
Signature of New Registered Agent, if changing

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TALLAHASSEE, FLORIDA

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

<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			_____
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			_____

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**E. If amending or adding additional Articles, enter change(s) here:**  
(attach additional sheets, if necessary). (Be specific)

**See Exhibit "A"**

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The date of each amendment(s) adoption: August 29 2014, if other than the date this document was signed.

Effective date if applicable: \_\_\_\_\_  
(no more than 90 days after amendment file date)

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 8/29/2014

Signature David Kanarek, President  
(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)

David Kanarek

(Typed or printed name of person signing)

President

(Title of person signing)

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EXHIBIT "A"

Additional language indicated by underlining.

Deleted language indicated by ~~hyphens~~.

AMENDMENTS TO ARTICLES OF INCORPORATION

ARTICLE V  
MEMBERS AND VOTING

[Preamble through Section G not amended]

H. There shall be only one (1) vote for each Home, except for the Class B Members as set forth herein. ~~The voting by Class A Members shall be solely through the Voting Representatives elected as provided in the Community Documents (as defined in the Declaration).~~ Class A Members shall have the right to vote directly in all matters for which a vote of the Members is permitted or required, (including the election of Directors by secret ballot), in the manner set forth in the Bylaws.

[Section I not amended]

ARTICLE X  
BOARD OF DIRECTORS

A. The number of Directors on the first Board of Directors of the Association ("First Board") shall be three (3). ~~The number of Directors after beginning on the Turnover Date and elected in accordance with the Bylaws selected in accordance with the terms of the articles of incorporation of the Community Associations (as defined in the Declaration) shall be five (5) (i.e., two (2) Directors from The Lakes at Waterstone each of whom shall be a Voting Representative (as defined in the Articles of Incorporation of the Community Associations), two (2) Directors from Heron Bay at Waterstone each of whom shall be a Voting Representative, and one (1) Director from The Isles at Waterstone whom shall be a Voting Representative.~~ There shall be only one (1) vote for each Director.

[Section B not amended]

C. Upon the Turnover Date, the Directors shall be ~~selected~~ elected in accordance with the Bylaws ~~terms of the articles of incorporation of the Community Associations.~~

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D. The Board shall continue to be so ~~designated~~ elected, at each subsequent "Annual Members' Meeting" (as defined in the Bylaws), except that the Directors elected on the Turnover Date shall serve until the 2016 Annual Meeting.

E. A Director (other than a Declarant-appointed Director) may be removed from office only by the members of the Community Association that ~~selected~~ elected such Director.

F. The Directors shall be elected in accordance with the Bylaws ~~appointed in accordance with the articles of incorporation of each Community Association within sixty (60) days after the Members in that Community Association are entitled to elect such Directors.~~

[Section G not amended]

ARTICLE XIII  
AMENDMENTS

[Sections A through B not amended]

C. After the Turnover Date, these Articles may be amended in the following manner:

1. (a) The Board shall adopt a resolution setting forth the proposed amendment and directing that it be submitted to a vote at a meeting of the ~~Voting Representatives~~ Members, which may be at either the Annual Member's Meeting or a special meeting. Any number of proposed amendments may be submitted to the ~~Voting Representatives~~ Members and voted upon by them at one meeting.

(b) Written notice setting forth the proposed amendment or a summary of the changes to be effected thereby shall be given to each ~~Voting Representative~~ Member within the time and in the manner provided in the Bylaws for the giving of notice of meetings.

(c) At such meeting, a vote of the ~~Voting Representatives~~ Members shall be taken on the proposed amendment(s). The proposed amendment(s) shall be adopted upon receiving the ~~unanimous affirmative vote~~ approval from a majority of the total voting interests ~~present at such meeting.~~

~~D. These Articles may not be amended without the unanimous written consent of the members of the Board.~~

[remainder of Article XIII not amended]

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