

NO8000009675

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

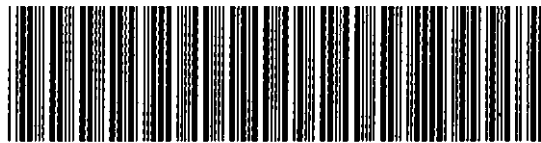
(Document Number)

Certified Copies \_\_\_\_\_

Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

0/20/08 KBeizer  
unprimed w/ phone call to  
Jacob-Erner that "shares" are for  
voting purposes only. No assets  
are distributed. No incorporation  
listed in Amended & Restated Articles  
but was listed in original articles  
as a profit corp. prior to this  
court-ordered conversion  
to a profit corp. to 704-profit corp.



000136469060

10/03/08--01021--005 \*\*78.75

~~10/03/08--01021--005 \*\*122.50~~

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

08 OCT 16 PM 12:19

APPROVED  
AND  
FILED

Bm 10/20/08

ROSS EARLE & BONAN, P.A.

DEBORAH L. ROSS  
DAVID B. EARLE†  
ELIZABETH P. BONAN  
JACOB E. ENSOR  
KATY L. BOWEN  
†CERTIFIED CIVIL MEDIATOR

ATTORNEYS AT LAW  
ROYAL PALM FINANCIAL CENTER  
SUITE 212  
759 SOUTH FEDERAL HIGHWAY  
STUART, FLORIDA 34994

MAILING ADDRESS:  
POST OFFICE BOX 2401  
STUART, FLORIDA 34995  
(772) 287-1745  
FAX (772) 287-8045

October 13, 2008

Department of State Division of Corporations  
Corporate Filings  
ATTN: BECKY McKNIGHT  
P.O. Box 6327  
Tallahassee, FL 32314

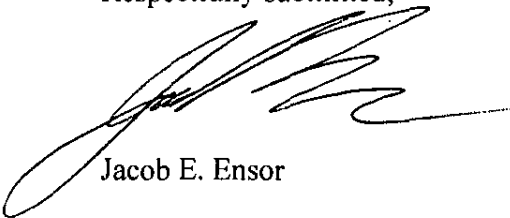
RE: Woodbridge Mobile Homeowners Association, Inc.  
Conversion of Corporation For-Profit to Corporation Not-For-Profit

Dear Ms. McKnight:

Pursuant to our discussion regarding the above-referenced matter, enclosed please find the Court's Amended Order Authorizing Conversion of Corporation For-Profit to Corporation Not-For-Profit, Amended and Restated Articles of Incorporation of Woodbridge Mobile Home Owners, Inc. and a self addressed stamped envelope. Upon filing, please provide our office with a certified copy for our records.

Thank you for your assistance in this matter and should you have any questions, please do not hesitate to contact our office.

Respectfully submitted,



Jacob E. Ensor

Enclosures  
JEE/sm

IN THE CIRCUIT COURT OF THE  
NINETEENTH JUDICIAL CIRCUIT IN  
AND FOR MARTIN COUNTY, FLORIDA

CASE NO.: 432007CA000676  
JUDGE: MAKEMSON

IN RE: THE CORPORATION KNOWN AS  
WOODBIDGE MOBILE HOME OWNERS, INC.,  
a Florida Corporation

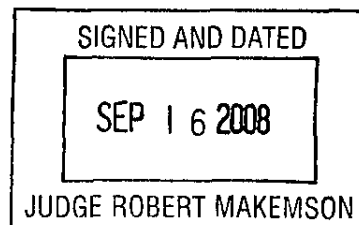
---

**ORDER AUTHORIZING CONVERSION OF  
CORPORATION FOR-PROFIT TO CORPORATION NOT-FOR-PROFIT  
(Pursuant to F.S. 617.1807)**

THIS CAUSE having come before the Court as a result of a Petition for Conversion of a Corporation For-Profit to a Corporation Not-For-Profit with proposed Articles of Incorporation, pursuant to F.S. 617.1807, and the Court having found that the Petition and Articles of Incorporation are in proper form, it is hereby

ADJUDGED that petitioner, WOODBRIDGE MOBILE HOME OWNERS, INC., incorporated on June 30, 1986, be converted in form from a corporation for-profit to a corporation not-for-profit under the laws of this state. All of the property of petitioner shall become the property of the successor corporation not-for-profit, subject to all indebtedness and liabilities of the petitioning corporation.

Ordered this \_\_\_\_ day of September 2008.



Judge Robert Makemson  
Circuit Court Judge

Cc: Jacob E. Ensor  
759 S. Federal Highway  
Suite 212  
Stuart, Florida 34994

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

08 OCT 16 PM 12:19

APPROVED  
AND  
FILED

ARTICLES OF INCORPORATION

OF

WOODBIDGE MOBILE HOME OWNERS, INC.

FILED  
JUN 30 3 05 PM '86  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

THE UNDERSIGNED, acting as an incorporator of a corporation under the Florida For Profit Corporation Act and under Chapter 723, Florida Statutes, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is WOODBRIDGE MOBILE HOME OWNERS, INC.

SECOND: The period of duration of the corporation is perpetual.

THIRD: The purposes for which this Association is organized are to negotiate for, acquire, and operate on behalf of the residents, the mobile home park now known as WOODBRIDGE MOBILE VILLAGE, in Hobe Sound, in Martin County, Florida. The corporation is also authorized to convert the mobile home park, once acquired, to a condominium, cooperative, or other form of ownership. The corporation shall further have all of the powers, duties and limitations set forth in Chapter 723, Florida Statutes, as amended by the Legislature from time to time. The corporation shall finally have all other powers to engage in any activity or business permitted under the Laws of the United States and of this State, so long as they are consistent with the foregoing. The Association shall have the authority to maintain a class action.

FOURTH: The corporation shall have no members who are not bona fide owners of a mobile home located in the park. Any additional qualifications for members, and the manner of their admission, are regulated by the bylaws.

FIFTH: The street address in Florida of the initial registered agent of the corporation is 300 Colorado Avenue, Suite 210, Stuart, Florida, 33494, and the name of the initial registered agent at such address is: Joanna R. Martin.

SIXTH: The Board of Directors shall consist of nine members. All members of the Board must be bona fide residents of WOODBRIDGE MOBILE VILLAGE and owners of a mobile home therein.

SEVENTH: The names and addresses of the persons who shall serve on the Board of Directors until their successors are elected and qualified, are as follows:

Name	Number & Street	City/State/Zip
Walter Evans	Lot 20	11055 S.E. Federal Highway Woodbridge Mobile Village

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

08 OCT 16 PM 12:15

APPROVED  
AND  
FILED

Adelaide Groves	Lot 5	11055 S.E. Federal Highway Woodbridge Mobile Village Hobe Sound, FL 33455
Margaret Ryan	Lot 90	11055 S.E. Federal Highway Woodbridge Mobile Village Hobe Sound, FL 33455
Bernard Willette	Lot 12	11055 S.E. Federal Highway Woodbridge Mobile Village Hobe Sound, FL 33455
Clarence R. Anderson	Lot 6	11055 S.E. Federal Highway Woodbridge Mobile Village Hobe Sound, FL 33455

EIGHTH: The name and address of the initial incorporator is as follows:

Walter Evans, Lot 20, Woodbridge Mobile Village, 11055 SE Federal Highway, Hobe Sound, FL 33455

Adelaide Groves 11055 S.E. Federal Hwy., Woodbridge Mobile Village, Hobe Sound, FL 33455.

NINTH: Amendments to these Articles of Incorporation may be proposed by a Resolution approved by at least five of the members of the Board of Directors and presented to the general members for their vote. A majority of the general members shall constitute a quorum. The Articles of Incorporation shall be amended by a majority of the members represented at a meeting at which a quorum is present.

TENTH: The Bylaws of the Association, which must be consistent with Section 723.078, Florida Statutes, as amended from time to time by the Legislature, shall be promulgated and amended as provided in the Bylaws.

ELEVENTH: The business of this corporation shall be conducted by the President, Vice-President, Secretary, and Treasurer, and the Board of Directors. The terms of office, and the manner of election of officers and Directors, shall be as provided in the By-Laws. The officers shall perform the duties of those offices customarily performed by officers of corporations, and these officers shall serve without compensation. The Directors shall likewise serve without compensation. Those officers who shall serve until their successors are elected are as follows:

President: Walter Evans

Vice President: Reginald Shipley

Secretary: Adelaide Groves

Treasurer: Eugene K. Schmidt

TWELFTH: Authorized Shares.

Number: The total number of shares that the corporation shall have the authority to issue is 130 shares of no par value Common Stock.

The authorized shares of stock are all of one class with equal voting powers and each such share shall be equal with any

owners in the park, are hereby adopted.

Walter Evans  
Walter Evans, Incorporator  
Walter E. Evans

DATED: April 18, 1986

Walter Evans  
President

Ray Shipley  
Vice President

Shirley D. Jones  
Secretary (Dolly)

E

STATE OF FLORIDA  
COUNTY OF MARTIN

BEFORE ME, the undersigned authority, personally appeared Adelaide R. Jones, who is known to me to be the person named herein and who did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at North Central, Florida in said County and State this 18th day of April, 1986.

NOTARY PUBLIC STATE OF FLORIDA  
MY COMMISSION EXPIRES JUNE 30, 1988  
BORNED THRU GENERAL INS. UND.

Linda C. Lease  
Notary Public  
STATE OF FLORIDA

I HEREBY ACCEPT APPOINTMENT AS THE REGISTERED AGENT:

Joanna R. Martin  
JOANNA R. MARTIN  
Registered Office: 300 Colorado Avenue  
Suite 210  
Stuart, FL 33494

STATE OF INDIANA  
COUNTY OF Clay

BEFORE ME, the undersigned authority, personally appeared WALTER E. EVANS, who is known to me to be the person named herein and who did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Brazil, In. in said County and State this 9th day of May, 1986.

Samuel C. Queen  
Notary Public - residing in Clay Co., In.  
SAMUEL C. QUEEN  
My Commission Expires: 11-28-88

LAST PAGE

CLERK OF CIRCUIT COURT  
MARTIN CO., FL

01165037

RECEIVED & VERIFIED  
BY D.C.

96 MAR 18 PM 4:46

96 JAN 22 PM 12:34

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

WOODBIDGE MOBILE HOME OWNERS, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted:

ARTICLE THIRD is amended to read as follows:

THIRD: The purposes for which this Association is organized are to negotiate for, acquire, and operate on behalf of the residents, the mobile home park now known as WOODBRIDGE MOBILE VILLAGE, in Hobe Sound, Martin County, Florida. The corporation shall operate as a cooperative and shall further have all of the powers, duties and limitations set forth in Chapter 719, Florida Statutes, as amended by the Legislature from time to time. The corporation shall finally have all other powers to engage in any activity or business permitted under the Laws of the United States and of this State, so long as they are consistent with the foregoing. The Association shall have the authority to maintain a class action.

ARTICLE TENTH is amended to read as follows:

TENTH: The Bylaws of the Association, which must be consistent with Section 719.106, Florida Statutes, as amended from time to time by the Legislature, shall be promulgated and amended as provided in the Bylaws.

SECOND: The date of each amendment's adoption is January

JANUARY 16, 1996.

THIRD: Adoption of Amendment(s)

X The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

Signed this 16 day of JANUARY, 1996.

Signature

Robert P. Gonczy  
President

ROBERT P. GONCZY  
Typed or printed name

5-corp-3 woodbrid





INSTR # 1834522  
OR BK 02007 PG 2712  
RECORDED 04/28/2005 10:00:15 AM  
MARSHA EWING  
CLERK OF MARTIN COUNTY FLORIDA  
RECORDED BY C Walsh

AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
WOODBIDGE MOBILE HOME OWNERS, INC.

08 OCT 16 PM 12:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

The purpose of this Amended and Restated Articles of Incorporation is to continue the purposes of the Articles of Incorporation as originally filed with the Department of State, Division of Corporation, on June 30, 1986.

FIRST: The name of the corporation is WOODBRIDGE MOBILE HOME OWNERS, INC. The principal office and mailing address of the corporation, which office and/or mailing address may be changed from time to time by action of the Board of Directors shall be located at 11055 SE Federal Highway, Hobe Sound, Florida 33455.

SECOND: The period of duration of the corporation is perpetual.

THIRD: The general purpose for which the corporation is organized is to engage in, conduct and carry on the business of operation of a residential cooperative association. The corporation has executed its power to negotiate for, acquire and has the power to operate the mobile home park known as Woodbridge Mobile Home Village on behalf of the shareholders; to engage in activities which are necessary, suitable or convenient for the accomplishment of that purpose, or which are incidental thereto or connected therewith. The corporation shall have the power to transact any and all acts of business for which corporations may be incorporated under Chapter 617, Florida Statute, as well as Chapter 719, Florida Statutes, the Cooperative Act.

FOURTH: The corporation shall have no shareholders who are not bona fide owners of a mobile home located in the park. Additional qualifications for shareholders are set forth in the Declaration of Restrictive Covenants, Bylaws of the corporation and the Rules and Regulations.

FIFTH: The street address of the registered office of the corporation is 759 South Federal Highway, Suite 212, Stuart, Florida 34994 and the name of the registered agent at such address is Elizabeth P. Bonan, Esquire.

SIXTH: The Board of Directors shall consist of nine (9) members. All members of the Board of Directors must be shareholders of the corporation.

SEVENTH: These Articles of Incorporation may be amended upon the affirmative vote of the owners of a majority of the shares of the corporation.

EIGHTH: The corporation may adopt Bylaws which shall be amended and modified as provided within the Bylaws.

NINTH: The business of the corporation shall be conducted by the Board of Directors and the officers which shall consist of the President, Vice-President, Secretary and Treasurer. The terms of office, and the annual election of officers and directors, shall be as provided in the Bylaws. The officers shall perform the duties of those offices customarily performed by officers of corporations and these officers shall serve without compensation. The directors shall likewise serve without compensation.

TENTH: The total number of shares that the corporation shall have the authority to issue is 130 shares of no of par value common stock. The authorized shares of stock are all of one class with equal voting powers and each share shall be equal with every other such share.

ELEVENTH: No person may own more than one (1) share of stock.

These Amended and Restated Articles of Incorporation for Woodbridge Mobile Home Owners, Inc. were approved by the Board of Directors and by a majority of the Members represented at the meeting of the members held on March 30, 2005, which vote was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has cause these presents to be signed in its name, by its President and Secretary, and its corporate seal affixed on this 12th day of April, 2005.

WITNESSES:

WOODBIDGE MOBILE  
HOME OWNERS, INC.

Elliot A. Phillips  
Printed Name: Elliot A. Phillips

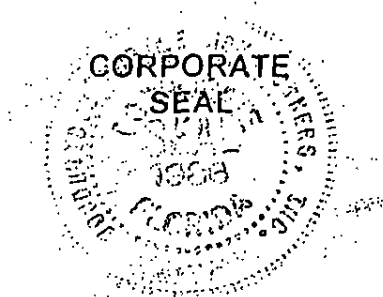
By: Berton Homer Porter  
\_\_\_\_\_, Its President

Edward E. Spinnery  
Printed Name: Edward E. Spinnery

Samuel E. Dook  
Printed Name: SAMUEL E. DOOK

By: James M. Potter  
\_\_\_\_\_, Its Secretary

Elliot A. Phillips  
Printed Name: ELLIOT A. Phillips



STATE OF FLORIDA  
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me on 12 April, 2005, by Grace Porter as President of Woodbridge Mobile Home Owners, Inc. [X] who is personally known to me, or ~~he~~ who has produced identification [Type of Identification: \_\_\_\_\_]. EF

Notarial Seal

CHARLES FIKE  
Notary Public, State of Florida  
My comm. exp. May 12, 2006  
Comm. No. DD 116539

Charles Fike  
Notary Public  
Printed Name: CHARLES FIKE  
Commission Expires: \_\_\_\_\_

STATE OF FLORIDA  
COUNTY OF MARTIN

The foregoing instrument was acknowledge before me on 12 April, 2005, by Grace Porter as Secretary of Woodbridge Mobile Home Owners, Inc. [X] who is personally known to me, or [ ] who has produced identification [Type of Identification: \_\_\_\_\_].

Notarial Seal

CHARLES FIKE  
Notary Public, State of Florida  
My comm. exp. May 12, 2006  
Comm. No. DD 116539

Charles Fike  
Notary Public  
Printed Name: CHARLES FIKE  
Commission Expires: \_\_\_\_\_

Record and Return to:  
ELIZABETH P. BONAN, ESQUIRE  
Ross Earle & Bonan, P.A.  
Post Office Box 2401  
Stuart, Florida 34994

APPROVED  
AND  
FILED  
08 OCT 16 PM 12:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA