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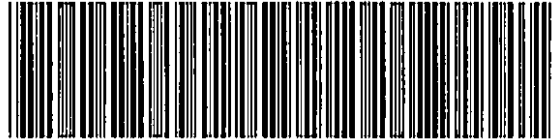
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Law Offices

of

Natalie C. Chin-Lenn

2300 Palm Beach Lakes Blvd.

Suite 308

West Palm Beach, FL 33409

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Email: lawnc1@aol.com

September 19, 2022

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

Re: *Articles of Amendment*
Garden Oaks Homeowners Association, Inc.
Document Number: N25332

To Whom it may concern:

Enclosed please find an original Articles of Amendment and check number 7264 in the amount of \$43.75. Please file the Articles of Amendment and return a certified copy of amendment to the undersigned in the enclosed envelope. If you have any questions regarding the same, Please do not hesitate to contact me.

Very Truly Yours,

A stylized, handwritten signature in black ink, appearing to read 'Natalie C. Chin-Lenn'.

Natalie C. Chin-Lenn

Enclosures as Stated/
C: N: Corporation/filing/letter

Prepared by and return to:
Natalie C. Chin-Lenn, Esquire
2300 Palm Beach Lakes Boulevard
Suite 308
West Palm Beach, FL 33409

**CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION
OF GARDEN OAKS HOMEOWNERS ASSOCIATION, INC.**

WHEREAS, the Articles of Incorporation of Garden Oaks Homeowners Association, Inc. was filed with the Secretary of State of Florida on March 10, 1988 and recorded on September 11, 1990 in Official Record Book 6576, Page 1442 and amended in Official Records Book 9287, Page 1584, Public Records of Palm Beach County, Florida;

WHEREAS, Section 2 of Article XI of the Articles of Incorporation provides that a proposal to amend the Articles of Incorporation must be approved by the majority of the entire Board of Directors and majority of the voting Members;

WHEREAS, a meeting of the Board of Directors was held on July 27, 2022 was duly noticed and at which time a quorum was present and the entire Board of Directors voted to approve the Amended and Restated Articles of Incorporation;

WHEREAS, a Special Owners meeting was held on April 28, 2022, was duly noticed and at least a majority of the voting members approved the Amended and Restated Articles of Incorporation as set forth in the attached Exhibit "1" to this Certificate;

WHEREAS, the Amended and Restated Articles of Incorporation and this Certificate shall be recorded in the Public Records of Palm Beach County, Florida;

NOW THEREFORE, the Amended and Restated Articles of Incorporation of Garden Oaks Homeowners Association, Inc. as stated in Exhibit "1" attached hereto shall run with the real property known as GARDEN OAKS, and shall be binding on all parties, having any right, title or interest in the said real property or any part thereof, their heirs, successors and assigns, and shall inure to the benefit of each Owner thereof.

CERTIFICATE OF ADOPTION OF AMENDMENTS

We hereby certify that the Amended and Restated Articles of Incorporation attached to this certificate was duly adopted and the required percentage the voting Members and Board of Directors approved same.

DATED this 12th day of September, 2022.

WITNESSES:

Sign Kevin A. Regan

Print KEVIN A. REGAN

Sign Ronald M. Varney

Print RONALD M. VARNEY

GARDEN OAKS HOMEOWNERS
ASSOCIATION, INC.

By: [Signature]

PRESIDENT
Print Timothy Kline

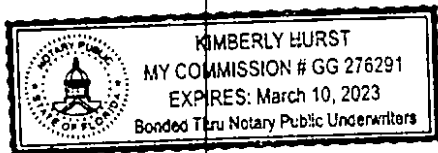
Current Address 4182 Royal Oak Dr.
Palm Beach Gardens, FL 33410

Attest [Signature]
SECRETARY

Print LINDA TRIGG ROSE
(CORPORATE SEAL)

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me by means of ☒ physical presence
or ☐ online notarization this 12th day of September, 2022 by
Timothy Kline President of GARDEN OAKS HOMEOWNERS ASSOCIATION,
INC., who is personally known to me or who has produced FL Driver's License (if left blank),
personal knowledge existed) as identification and who did take an oath.



NOTARY PUBLIC

Sign

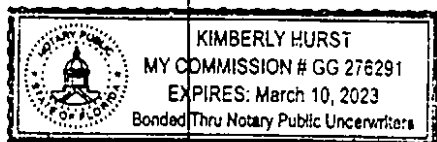
Kimberly Hurst

Print

State of Florida at Large (seal)

My Commission Expires: March 10, 2023

The foregoing instrument was acknowledged before me by means of ~~physical~~ physical presence or ~~online~~ online notarization this 12th day of September, 2022 by Linda Trigg Rose Secretary of GARDEN OAKS HOMEOWNERS ASSOCIATION, INC., who is personally known to me or who has produced Redline (if left blank), personal knowledge existed) as identification and who did take an oath.



NOTARY PUBLIC

Sign

Kimberly Hurst

Print

State of Florida at Large (seal)

My Commission Expires: March 10, 2023

EXHIBIT " 1 "

AMENDED _____ARTICLES OF INCORPORATION
OF
GARDEN OAKS HOMEOWNERS ASSOCIATION, INC.
(A Florida Corporation Not-For-Profit)

The original Articles of Incorporation of Garden Oaks Homeowners Association, Inc. was filed on March 10, 1988 with the State of Florida and recorded on September 11, 1990 in Official Records Book 6576 at Page 1442, and amended in Official Records Book 9287 at Page 1584 of the Public Records of Palm Beach County, Florida.

The Articles of Incorporation are amended and restated as set forth below:

In order to form a corporation not-for-profit, under and in accordance with Chapter 617 of the Florida Statutes, we, the undersigned hereby associate ourselves into a corporation not-for-profit, for the purpose and with the powers hereinafter set forth and to that end, we do, by these Articles of Incorporation, certify as follows:

ARTICLE I
NAME

1. Name. The name of this Association shall be GARDEN OAKS HOMEOWNERS ASSOCIATION, INC. (hereinafter referred to as the "Association"). The initial address of the Association ~~is shall be 10385 Ironwood Road, Palm Beach Gardens, Florida 33410.~~ 4100 Lazy Hammock Rd., Palm Beach Gardens, FL 33410.

~~1-2.~~ Definitions. The words used in these Articles shall have the same meaning as set forth in the Declaration of Covenants and Restrictions for the Association, (said Declaration, as amended, renewed, or extended from time to time, is hereinafter referred to as the "Declaration").

ARTICLE II
PURPOSE

The purpose for which the Association is organized is to engage as a ~~non~~ not for profit organization in protecting the value of the property of the Members of the Association, to exercise all the powers and privileges, and to perform all of the duties and obligations of the Association as set forth in the Declaration which ~~is to be~~ was recorded in the public records of Palm Beach County, Florida, including, without limitation, the establishment and enforcement of the payment of assessments and other charges contained therein, and to engage in such other lawful activities as may be to the mutual benefit of the Members and their property.

ARTICLE III
POWERS

The Association shall have the following powers which shall be governed by the following provisions:

1. Common Law and Statutory Powers. The Association shall have all of the common law and statutory powers of a corporation not-for-profit, which are not in conflict with the terms of these Articles, the Declaration, or the By-Laws of the Association.

2. Necessary Powers. The Association shall have all of the powers and duties set forth in the Declaration, except as limited by these Articles, and all powers and duties reasonably necessary to operate and administer the Properties pursuant to the Declaration, including but not limited to the following:

(a) To make and collect assessments against members to defray the costs and expenses of the Association property.

(b) To use the proceeds of assessments in the exercise of its powers and duties.

(c) To own, maintain, repair, replace, operate and convey the property of the Association in accordance with the Declaration.

(d) To purchase insurance upon the property of the Association and insurance for the protection of the Association and its members, in the amounts required by the Declaration.

(e) To dedicate or to transfer all or any part of the Association's property to any public agency, authority, or utility for such purposes and subject to such conditions as may be approved by ~~not less than fifty-one percent (51%)~~ a majority of all Unit Owners the Voting Members, and approved by not less than seventy-five percent (75%) of the institutional mortgagees holding mortgages encumbering Units.

(f) To reconstruct the improvements to the Association's property after casualty, and to further improve the Association's properties, as provided in the Declaration Governing Documents.

(g) To make and amend reasonable rules and regulations regarding the use of the property of the Association and Lots in accordance with the requirements set forth in the By-Laws the Governing Documents.

(h) To contract for the management of the Association property and to delegate to such contractors all powers and duties of the Association except such as are specifically required by the Declaration to have the approval of the Board or the membership of the Association. Any such contract may not exceed ~~three (3)~~ two (2) years, and must provide for termination by either party without cause and without payment of a termination fee on thirty (30) ninety (90) days written notice. All such contracts shall have a provision requiring the property management company and the property manager to have and maintain proper licensing and insurance.

(i) To employ or contract personnel or companies for reasonable compensation to perform the services required for proper operation and administration of the Association property. All employment or contract agreements must be signed by two (2) Association officers.

(j) To enforce by legal means the provisions of the Declaration, these Articles, the By-Laws of the Association, and the Rules and Regulations for the use of the Association's property and/or Lots, as same may be promulgated, modified, or amended from time to time by the Association.

(k) To pay taxes and assessments, which are liens against any part of the Association's property.

(l) To pay the cost of all power, water, sewer, waste collection, and other utility services rendered to the property of the Association, and not billed to Unit Owners.

(m) To enter any lot at a reasonable time and upon reasonable notice to make emergency repairs, to avoid waste, or to do such other work reasonably necessary for the proper protection, preservation, or maintenance of Association Property.

(n) To grant such permits, licenses, and easements over the Common Areas for utilities, roads, and other purposes reasonably necessary or useful for the proper maintenance or operation of the common areas.

~~(o) To collect from members, assessments which are made and levied by the Master Association.~~

(p) To do such other things as may be necessary in order to perform the duties and to exercise the powers provided for the Association in the Declaration, Articles, Bylaws and Rules and Regulations.

(q) To enter into cable, satellite, or other television signal distribution system agreements, and internet, telephone or other telecommunication agreements, including providing easements for the agreements and assessing Units and Owners for the cost of the agreements.

(r) To secure a line of credit for Association purposes.

3. Funds and Title to Properties. All funds and the titles of all properties acquired by the Association and their proceeds shall be held in trust for the members in accordance with the

provisions of the Declaration, these Articles, and the By-Laws of the Association.

ARTICLE IV MEMBERS

Qualification for, and admission to, membership in the Association shall be regulated by the Declaration, Articles of Incorporation and the By-Laws of the Association.

ARTICLE V TERM

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

ARTICLE VI INCORPORATORS

The names and residences of the original Incorporators to these Articles are as follows:

NAME	ADDRESS
Charles H. Hathaway	10385 Ironwood Road Palm Beach Gardens, Fl. 33410
Robert S. Kairalla	10385 Ironwood Road Palm Beach Gardens, Fl. 34410
William E. Shannon	10385 Ironwood Road Palm Beach Gardens, Fl. 33410

ARTICLE VII OFFICERS

Officers shall be elected by the Board at the first meeting of the Board following each annual meeting of the Voting Members, ~~provided, however, until the Transfer Date the Developer shall have the right to approve all of the officers elected.~~ The following persons shall serve as the initial officers.

____ President	____ Charles H. Hathaway
____ Vice President	____ Robert S. Kairalla
____ Secretary	____ William E. Shannon
____ Treasurer	____ William E. Shannon

ARTICLE VIII BOARD OF DIRECTORS

The affairs of the Association shall be managed by a Board of Directors ~~consisting of not less than three (3) nor more than five (5) directors.~~ The composition of the Board, the manner of election to the Board, the term of office and other provisions regarding the Board shall be established by the Declaration and the By-Laws of the Association. ~~The names and addresses of the persons who are to serve as the first Board are as follows:~~

<u>NAME</u>	<u>ADDRESS</u>
<u>Charles H. Hathaway</u>	<u>10385 Ironwood Road</u> <u>Palm Beach Gardens, Fl. 33410</u>
<u>Robert S. Kairalla</u>	<u>10385 Ironwood Road</u> <u>Palm Beach Gardens, Fl. 34410</u>
<u>William E. Shannon</u>	<u>10385 Ironwood Road</u> <u>Palm Beach Gardens, Fl. 33410</u>

ARTICLE IX INDEMNIFICATION

Every Director, Committee member, and officer of the Association (and the Directors, Committee members, and officers as a group) shall be indemnified by the Association against all expenses and liabilities, including counsel fees (at all trial and appellate levels and whether or not suit be instituted) reasonably incurred by or imposed upon ~~him or them~~ in connection with any proceeding, litigation or settlement in which ~~he~~ they may become involved by reason of ~~his~~ their being or having been a Director, Committee member, or officer of the Association. The foregoing provisions for indemnification shall apply whether or not ~~he is~~ they are a Director, Committee member, or officer at the time such expenses and/or liabilities are incurred. Notwithstanding the above, in the event of a settlement, the indemnification provisions herein shall not be automatic and shall apply only when the Board approves such settlement and authorizes reimbursement for the costs and expenses of the settlement as in the best interest of the Association. In instances where a Director, Committee member, or officer admits or is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties, the indemnification provisions of these Articles shall not apply. Otherwise, the foregoing rights to indemnification shall be in addition to and not exclusive of any and all rights of indemnification to which a Director, Committee member, or officer may be entitled whether by statute or common law.

ARTICLE X BY-LAWS

The By-Laws of the Association may be adopted, amended, altered, or rescinded as provided therein; provided, however, that at no time shall the By-Laws conflict with these Articles or the Declaration, and provided further, that no amendment, alteration, or rescission

may be made which adversely affects the rights and privileges of any Institutional Mortgagee, without the prior written consent of the Institutional Mortgagee so affected, ~~and provided further that until the Transfer Date no amendments, alterations or rescissions of the By Laws shall be effective unless the Developer shall have joined in and consented thereto in writing.~~ Any attempt to amend, alter, or rescind contrary to these prohibitions shall be of no force or effect.

ARTICLE XI AMENDMENTS

1. ~~Amendments Prior to Recording.~~ Prior to the recording of the Declaration amongst the public records of the County, these Articles may be amended only by an instrument in writing signed by all of the Incorporators to these Articles and filed in the Office of the Secretary of State of the State of Florida. The instrument amending these Articles shall identify the particular Article or Articles being amended, give the exact language of such amendments, and a certified copy of each such amendment shall always be attached to any certified copy of these Articles:

2. Amendments After Recording. After the recording of the Declaration amongst the public records of the County, these Articles may be amended in the following manner:

(a) Notice of the subject matter of the proposed amendment shall be included in the notice of any meeting (whether of the Board or of the membership) at which such proposed amendment is to be considered; and

(b) A resolution approving the proposed amendment may be first passed by either the Board or the membership. After such approval of a proposed amendment by one of said bodies, such proposed amendment must be submitted to and approved by the other of said bodies. Approval by the membership must be by a vote of a majority of ~~the Voting Members~~ all Unit Owners present at a meeting of the ~~Voting Membership~~ at which a quorum is present and approval by the Board must be by a majority of the Directors present at any meeting of the Directors at which a quorum is present.

3. Amendment by Reference to Title. No Article shall be revised or amended by reference to its title or number only. Proposals to amend existing Articles shall contain the full text of the Articles to be amended; new words shall be inserted in the text underlined, and words to be deleted shall be lined through with hyphens. However, if the proposed change is so extensive that this procedure would hinder, rather than assist, the understanding of the proposed amendment, it is not necessary to use underlining and hyphens as indicators of words added or deleted, but instead a notation must be inserted immediately preceding the proposed amendment in substantially the following language: "Substantial re-wording of Article ____ for present text." Non-material errors or omissions in the Article amendment process shall not invalidate an otherwise properly promulgated amendment.

4. Institutional Mortgagees. Notwithstanding the foregoing provisions of this Article, there shall be no amendment to these Articles which shall abridge, amend or alter the priority of any Institutional Mortgagee, or the validity of any mortgage held by such Institutional Mortgagee without the prior written consent therefor by such Mortgagee.

5. Developer. ~~Notwithstanding the foregoing provisions of this Article, there shall be no amendment to these Articles which shall abridge, amend or alter the rights of Developer, including the right to designate, to select, or to approve the selection of the Directors as provided in the Declaration and By Laws, without the prior written consent of the Developer.~~

C:\GardenOaksAmendedRestatedArticles .