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July 9, 2007

Florida Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**RE: ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF  
DOVER AT WYCLIFFE HOME OWNERS ASSOCIATION, INC.**

To Whom It May Concern:

Enclosed please find an original and one copy of an Amendment to the Articles of Incorporation of Dover at Wycliffe Home Owners Association, Inc. Please accept said Amendment for filing and return a copy to the undersigned. Also, enclosed is the firm's check in the amount of \$35.00 to cover the filing fees.

Should you have any questions or comments, please do not hesitate to contact me.

Very truly yours,



EDWARD DICKER  
For the Firm

EAD:sao  
Enclosures  
226910107.06L

**ARTICLES OF AMENDMENT**  
**to**  
**ARTICLES OF INCORPORATION**  
**OF**  
**DOVER AT WYCLIFFE HOME OWNERS ASSOCIATION, INC.**

Pursuant to the relevant provision of the Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: **See Attached**

SECOND: On April 19, 2007, the above Amendments were adopted by the members and the number of votes cast for the amendments was sufficient for approval.

Dated 6/21/, 2007.

**DOVER AT WYCLIFFE HOME OWNERS  
ASSOCIATION, INC.**

By:   
President

Don Howard J. Kashy  
Typed or printed name

EXHIBIT "2"

DOVER AT WYCLIFFE HOME OWNERS ASSOCIATION, INC.  
(A CORPORATION NOT FOR PROFIT)  
AMENDED ARTICLES OF INCORPORATION  
ARTICLE I

NAME

The name of this not-for-profit nonstock corporation shall be DOVER AT WYCLIFFE HOMEOWNERS ASSOCIATION, INC., a Florida not-for-profit corporation, which is hereafter referred to as the "Association." The address of the corporation is 10095 Dover Carriage Lane, Lake Worth, FL 33467 c/o Dr. Leon Leshay.

ARTICLE II

PURPOSES AND POWERS

The objects and purposes of the Association are those objects and purposes as are authorized by the Declaration of Restrictions and Protective Covenants for Dover.

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

The Association shall have the power:

A. To contract for the management of the Association and to delegate to the party with whom such contract has been entered the powers and duties of the Association except those which require specific approval of the Board of Directors or members.

B. To promulgate reasonable Rules and Regulations relating to the Property, including, but not limited to, the Common Areas and the Lots.

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 and the Covenants above identified. The Association shall also have all of the powers necessary to implement the purposes of the Association.

## ARTICLE III

### MEMBERS

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

Section 2. Voting Rights. Members shall be entitled to one vote for each Lot in which they hold the interests required for membership by Section 1. When more than one person other than husband and wife holds such interest or interests in any Lot, all such persons shall be members, but the vote for such Lot shall be exercised only by that one person designated in writing by all such members and filed with the Secretary of the Association. In no event shall more than one vote be cast with respect to any such Lot.

Section 3. Meetings of Members. The By-Laws of the Association shall provide for an annual meeting of members, and may make provision for regular and special meetings of members other than the annual meeting. A quorum for the transaction of business at any meeting of the members shall exist if thirty (30%) percent of the total number of voting members in good standing shall be present or represented at the meeting.

## ARTICLE IV

### 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 not less than five persons. The Board of Directors shall from time to time determine if they wish to have as many as nine members. A majority of the Directors in office shall constitute a quorum for the transaction of business. The By-Laws shall provide for meetings of directors, including an annual meeting.

Section 2. Election of Members of Board of Directors. Directors shall be elected by the members of the Association at the Annual Meeting of the membership as provided by the By-Laws and Articles of Incorporation of the Association, and the By-Laws and Articles of Incorporation may provide for the method of voting in the election and for removal from office of Directors. All Directors shall be members of the Association residing in Dover, or shall be authorized representatives, officers, or employees of corporate members of the Association.

Section 3. Staggered Terms. The Directors elected by the members shall have terms of two (2) years which shall be staggered terms. To accomplish staggered terms, the following

election procedures shall apply to the election of five (5) Directors by members at the annual meeting of the members and election of Directors. Three (3) Directors receiving the highest number of votes shall be elected for a two (2) year term in odd numbered years. Two (2) Directors receiving the highest number of votes shall be elected for a two (2) year term in even numbered years. Each Director shall serve until his successor is duly elected and qualified, or until he is removed in the manner elsewhere provided.

Section 4. Vacancies. If a Director elected by the general membership shall for any reason cease to be a director, the remaining Directors so elected may elect a successor to fill the vacancy for the balance of the unexpired term.

## ARTICLE V

### OFFICERS

Section 1. Officers Provided For. The Association shall have a President, a Vice President, Secretary and a Treasurer, and such other officers as the Board of Directors may from time to time elect.

Section 2. Election and Appointment of Officers. The Officers of the Association, in accordance with any applicable provisions of the By-Laws, shall be elected by the Board of Directors for terms of one year and until qualified successors are duly elected and have taken office. The By-Laws may provide for the method of voting in the election, for the removal from office of Officers, for filling vacancies, and for the duties of the officers. The President and Vice President shall be Directors; other Officers may or may not be Directors of the Association. If the office of President shall become vacant for any reason, or if the President shall be unable or unavailable to act, the Vice President shall automatically succeed to the office or perform its duties and exercise its powers. If any office other than that of the President shall become vacant for any reason, the Board of Directors may elect or appoint an individual to fill such vacancy.

## ARTICLE VI

### INDEMNIFICATION OF OFFICERS AND DIRECTORS

The Association shall indemnify any Director or Officer of the Association who is made a party or is threatened to be made a party to any threatened, pending or contemplated action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he is or was a Director or Officer of the Association or is or was serving at the request of the Association as a Director, Officer, employee or agent of another corporation, association, partnership, joint venture, trust or other enterprise:

- A. Against expenses (including attorney's fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with an

action, suit or proceeding (other than one by or in the right of the Association) if he acted in good faith, and, with respect to any criminal action or proceeding, if he had no reasonable cause to believe his conduct was unlawful; and

- B. Against expenses (including attorney's fees) actually and reasonably incurred by him in connection with the defense or settlement of an action or suit by or in the right of the Association, if he acted in good faith.

The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith, and, with respect to any criminal action or proceeding, had reasonable cause to believe that his conduct was unlawful.

No indemnification shall be made in respect of any claim, issue, or matter as to which such person shall have been adjudged to be liable for malfeasance or intentional misconduct in the performance of his duty to the Association unless and only to the extent that the Court in which such action or suit was brought shall determine upon application that, despite the adjudication of liability, but in view of all the circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expense which such court shall deem proper.

Any indemnification under Article VI (unless ordered by a Court) shall be made by the Association only as authorized in the specific case upon a determination that indemnification of the Director or Officer is proper in the circumstances because he has met the applicable standard of conduct set forth in this Article VI. Such determination shall be made by the Board of Directors by a vote of fifty-one percent (51%) of the Directors who were not parties to such action, suit or proceeding.

Expenses incurred in defending a civil or criminal action, suit or proceeding shall be paid by the Association from time to time as incurred rather than only after the final disposition of such action, suit or proceeding. Payment of such expenses shall be authorized by the Board of Directors in each specific case only after receipt by the Association of an undertaking by or on behalf of the director or officer to repay such amounts if it shall later develop that he is not entitled to the indemnified by the Association.

Notwithstanding the foregoing provisions, indemnification provided under this Article VI shall not include indemnification for any action of a Director, Officer or employee of the Association for which indemnification is deemed to be against public policy. In the event that indemnification provided under this resolution is deemed to be against public policy, such an event shall not invalidate or affect any other right of indemnification herein provided.

The Association shall purchase and maintain indemnification insurance to provide coverage for any liability asserted against any Director, Officer or employee of the Association in any of his capacities as described in this Article.

Any person requesting indemnification shall first look to any insurance maintained by the Association for indemnification against expenses (including attorney's fees), judgments, fines and amounts paid in settlement (as described above). The Association shall be obligated to indemnify such person (if entitled to indemnification by the Association) only to the extent such insurance does not indemnify such person. In the event that any expenses, judgment, fines or amounts paid in settlement are paid pursuant to insurance maintained by the Association, the Association shall have no obligation to reimburse the insurance company.

#### ARTICLE VII

##### BY-LAWS

The Board of Directors shall adopt By-Laws consistent with these Articles of Incorporation. Such By-Laws may be altered, amended or repealed by the membership in the manner set forth in the By-Laws.

#### ARTICLE VIII

##### AMENDMENTS TO ARTICLES OF INCORPORATION

These Articles may be altered, amended or repealed by a vote at a meeting or by written consent in lieu of a meeting, by a majority of the votes of the entire membership.

#### ARTICLE IX

##### REGISTERED AGENT AND OFFICE ADDRESS

The Registered Agent of the not for profit corporation is Dr. Leon Leshay, and the address of the Agent is: 10095 Dover Carriage Lane, Lake Worth, FL 33467 or such other person and/or place as determined by the Board.