

N 39581

## VolkLaw

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400411739114

July 28, 2023

**Via Federal Express Overnight Delivery**

Florida Division of Corporations  
2415 N. Monroe St., Suite 810  
Tallahassee, FL 32303

Re: River Oak Plantation Phase II Homeowners' Association Inc.  
Document # N39581  
FEI # 59-3168731

Dear Sir or Madam:

River Oak Plantation Phase II Homeowners' Association Inc. ("River Oak") is a Florida not-for-profit corporation and homeowner's association. I have been asked by its officers and directors, Larry Rockliff, Gilbert "Gil" Bever, and Richard "Rich" Cuvelier to write this letter to you.

Messrs. Rockliff, Bever and Cuvelier, were properly nominated and elected as directors of River Oak at a duly noticed meeting of the homeowners of the subdivision on June 14, 2023. Following their election, Mr. Rockliff was nominated and approved as president, Mr. Cuvelier was nominated and approved as vice president, and Mr. Bever was nominated and approved as Secretary and Treasurer. They are the sole directors and officers of River Oak.

Brian Hamilton, a past officer and director of River Oak, was duly notified of the meeting and elected not to attend. He did not cast a vote in person or by proxy.

Following the election of directors and appointment of officers, Mr. Rockliff submitted the enclosed Amended Annual Report that was electronically filed on July 7, 2023, showing the names of the new officers and directors. It also informed that Mr. Rockliff was the new registered agent for River Oak.

On July 8, 2023, Brian Hamilton submitted the enclosed Amended Annual Report that was electronically filed on July 8, 2023. This Report purported to remove the names of Rockliff, Bever and Cuvelier as officers and directors, and give Hamilton all of those positions. It also purports to remove Rockliff's name as registered agent and makes Hamilton the resident agent. Mr. Hamilton does not hold any of those positions.

Mr. Hamilton behaves as if he is entitled to sole control of River Oak. In addition to Mr. Hamilton not being an officer or director, Mr. Hamilton's position is legally incorrect. River Oak is a corporation not for profit under the provisions of Chapter 617 of the Florida Statutes. Section 617.0803, Florida Statutes, titled "Number of Directors," provides as follows (emphasis added):

(1) *A board of directors must consist of three or more individuals*, with the number specified in or fixed in accordance with the articles of incorporation or the bylaws.

(2) The number of directors may be increased or decreased from time to time by amendment to, or in the manner provided in, the articles of incorporation or the bylaws, but *the corporation must never have fewer than three directors*.

Article V of River Oak's Articles of Incorporation set the initial number of directors at three, and this could be increased or diminished from time to time but "shall never be less than three (3)." Although Mr. Hamilton attempted to amend the Articles of Incorporation to remove this provision, the amendment was not valid as it was not voted on at all, much less by a three-member board of directors. Under any circumstances, such an amendment would violate Section 617.0803, Florida Statutes

Mr. Hamilton is not a director, officer, or registered agent of River Oak. Mr. Hamilton is not authorized to make any changes to River Oak's annual report, and he is not authorized to file any documents pertaining to River Oak. Please do not accept or make any changes that Hamilton attempts to make to the annual report, and do not accept any documents filed by him pertaining to River Oak. We cannot have him simply filing new annual reports cancelling out the lawful changes with his fake changes. It is our opinion that Mr. Hamilton may be in violation of Section 817.155, Florida Statutes, which provides in relevant part that:

A person may not, in any matter within the jurisdiction of the Department of State, knowingly and willfully falsify or conceal a material fact, make any false, fictitious, or fraudulent statement or representation, or make or use any false document, knowing the same to contain any false, fictitious, or fraudulent statement or entry.

Please reinstate the information in the Amended Annual Report that was filed on July 7, 2023, showing Rockliff, Cuvelier, and Bever as the only officers and directors of River Oak, and showing Rockliff as registered agent. Please include the following addresses:

Larry Rockliff	3255 Spartina Avenue, Merritt Island, FL 32953
Gil Bever	3265 Spartina Avenue, Merritt Island, FL 32953
Rich Cuvelier	3235 Spartina Avenue, Merritt Island, FL 32953

Please enter 3255 Spartina Avenue, Merritt Island, FL 32953 as the mailing address for the corporation and for Larry Rockliff as the registered agent.

If a new Amended Annual Report must be filed to make these changes, please let me know as soon as possible. Once these changes are made, please do not accept any purported changes from Mr. Hamilton.

Thank you for your prompt attention to this matter.

Sincerely,

  
Michael E. Dujovne

MED/jc  
Enclosure: (as stated)  
cc: Larry Rockliff  
Gilbert Bever  
Richard Cuvelier


STATE OF FLORIDA  
COUNTY OF BREVARD

FURTHER AFFIANT SAYETH NOT.

  
MICHAEL E. DUJOVNE

The foregoing instrument was sworn to and subscribed before me on this \_\_\_\_\_ day of \_\_\_\_\_, 2023 by Michael E. Dujovne, who is personally known to me or produced \_\_\_\_\_ as identification.



  
Signature of Notary Public  
Lauren Beirsto  
Printed Name of Notary  
Commission/Serial No.: 344953  
My Commission Expires: 12/28/2023

**2023 FLORIDA NOT FOR PROFIT CORPORATION AMENDED ANNUAL REPORT**

DOCUMENT# N39581

**Entity Name:** RIVER OAK PLANTATION PHASE II HOMEOWNERS' ASSOCIATION, INC.

**Current Principal Place of Business:**

3195 SPARTINA AVE.  
MERRITT ISLAND, FL 32953

**Current Mailing Address:**

PO BOX 540829  
MERRITT ISLAND, FL 32954

**FEI Number:** 59-3168731

**Certificate of Status Desired:** No

**Name and Address of Current Registered Agent:**

ROCKLIFF, LARRY  
3195 SPARTINA AVE.  
MERRITT ISLAND, FL 32953 US

*The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.*

**SIGNATURE:** LARRY ROCKLIFF

07/07/2023

Electronic Signature of Registered Agent

Date

**Officer/Director Detail :**

Title	PRESIDENT	Title	VP
Name	ROCKLIFF, LARRY	Name	CUVELIER, RICH
Address	3195 SPARTINA AVE.	Address	3195 SPARTINA AVE
City-State-Zip:	MERRITT ISLAND FL 32953	City-State-Zip:	MERRITT ISLAND FL 32953
Title	SECRETARY/TREASURER		
Name	BEVER, GIL		
Address	3195 SPARTINA AVE		
City-State-Zip:	MERRITT ISLAND FL 32954		

*I hereby certify that the information indicated on this report or supplemental report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath, that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 617, Florida Statutes; and that my name appears above, or on an attachment with all other like empowered.*

**SIGNATURE:** LARRY ROCKLIFF

PRESIDENT

07/07/2023

Electronic Signature of Signing Officer/Director Detail

Date

**2023 FLORIDA NOT FOR PROFIT CORPORATION AMENDED ANNUAL REPORT**

DOCUMENT# N39581

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**Current Principal Place of Business:**

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MERRITT ISLAND, FL 32953

**Current Mailing Address:**

PO BOX 540829  
MERRITT ISLAND, FL 32954

**FEI Number:** 59-3168731

**Certificate of Status Desired:** No

**Name and Address of Current Registered Agent:**

HAMILTON, BRIAN K.  
3195 SPARTINA AVE.  
MERRITT ISLAND, FL 32953 US

*The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.*

**SIGNATURE:** BRIAN K. HAMILTON

07/08/2023

Electronic Signature of Registered Agent

Date

**Officer/Director Detail :**

Title	PRESIDENT, DIRECTOR	Title	VP
Name	HAMILTON, BRIAN K	Name	HAMILTON, BRIAN K
Address	3195 SPARTINA AVE.	Address	3195 SPARTINA AVE
City-State-Zip:	MERRITT ISLAND FL 32953	City-State-Zip:	MERRITT ISLAND FL 32953
Title	SECRETARY/TREASURER		
Name	HAMILTON, BRIAN K		
Address	3195 SPARTINA AVE.		
City-State-Zip:	MERRITT ISLAND FL 32953		

*I hereby certify that the information indicated on this report or supplemental report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath, that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 817, Florida Statutes; and that my name appears above, or on an attachment with all other like empowered.*

**SIGNATURE:** BRIAN K. HAMILTON

P/D

07/08/2023

Electronic Signature of Signing Officer/Director Detail

Date