

N47637

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Amend/cus
10 12.9.14

COVER LETTER

TO: Amendment Section
Division of Corporations

THE SOUTH BEACH PROPERTY OWNERS

NAME OF CORPORATION: ASSOCIATION, INC.

DOCUMENT NUMBER: N47637

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

Please return all correspondence concerning this matter to the following:

GEORGE LAMBORN

(Name of Contact Person)

(Firm/ Company)

2111 VIA FUENTES

(Address)

VERO BEACH, FLORIDA 32963

(City/ State and Zip Code)

lambol61@gmail.com

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

For further information concerning this matter, please call:

George Bryant

(Name of Contact Person)

at (772) 231-5297

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

☐ \$35 Filing Fee

☒ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is
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

Articles of Incorporation
of

THE SOUTH BEACH PROPERTY OWNERS ASSOCIATION, INC.
(Name of Corporation as currently filed with the Florida Dept. of State)

N47637

(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:

N/A

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)

2111 VIA FUENTES

VERO BEACH, FLORIDA 32963

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

P.O. BOX 643093

VERO BEACH, FLORIDA 32964

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: GEORGE LAMBORN

2111 VIA FUENTES

(Florida street address)

New Registered Office Address:

VERO BEACH

(City)

Florida 32963

(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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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: N/A

(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			_____

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

SEE ATTACHMENT E

ATTACHMENT E

ARTICLE V

The second sentence of ARTICLE V is hereby amended to read in its entirety as follows:

The specific purposes for which it is formed are to preserve, foster and promote the beauty, natural resources, security and best interests applicable to the South Beach which is defined as that portion of Orchid Island south of the southerly City Limit of the City of Vero Beach and north of the southerly county line of Indian River County, such area located in the State of Florida.

ARTICLE IX

Paragraph A of ARTICLE IX is hereby amended to read in its entirety as follows:

A. Board of Directors. All corporate powers must be exercised by or under the authority of, and the business, property and affairs of the Association shall be managed under the direction of, a Board of Directors composed of such odd number of directors as is specified by resolution of the Board from time to time, but not less than the number of directors required by the Florida Statutes. The composition, manner of election and replacement, terms and other provisions applicable to directors shall be as specified in the By-Laws of the Association from time to time.

ARTICLE X

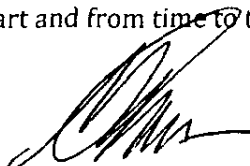
The text of ARTICLE X is hereby amended to read in its entirety as follows:

As provided in the By-Laws of the Association from time to time, the Association may indemnify and hold harmless, to the maximum extent permitted by applicable Florida Statutes, each person who serves as a *director, officer, employee or agent of the Association*. Such right of indemnification shall be in addition to, and not exclusive of, all other rights to which such person may be entitled. As provided in the By-Laws of the Association from time to time, the Association is authorized to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Association.

ARTICLE XI

The text of ARTICLE XI is hereby amended to read in its entirety as follows:

The By-Laws of the Association may be amended, revised, restated or repealed, in whole or in part and from time to time. Each such amendment,


George Lamberu, Pres
SBPOA

revision, restatement or repeal shall become effective when approved by (a) a majority vote of the directors present at a Board meeting at which a quorum of the Board is present and (b) a majority vote of the voting members present in person or by proxy at the time of the vote at any Annual Meeting or any Special Meeting of the members, if the notice of the Meeting sets forth or is accompanied by the text of the proposed amendment, revision, restatement or repeal or by a summary of the changes to be effected by the amendment, revision, restatement or repeal.

ARTICLE XV

The text of ARTICLE XV is hereby amended to read in its entirety as follows:

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors setting forth the proposed amendment and directing that it be submitted to a vote at a meeting of the voting members entitled to vote on the proposed amendment, which may be either an Annual Meeting or a Special Meeting of such members. Written notice, in accordance with the By-Laws, setting forth the proposed amendment or a summary of the changes to be effected by the amendment must be given to each such voting member. The proposed amendment shall be adopted upon receiving at least a majority of the votes which such voting members present at such meeting or represented by proxy are entitled to cast.



George LAMBORN, Pres
SBPOA.

The date of each amendment(s) adoption: November 18, 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 November 28, 2014

Signature _____

(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)

George Lamborn

(Typed or printed name of person signing)

President

(Title of person signing)