

N511023

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

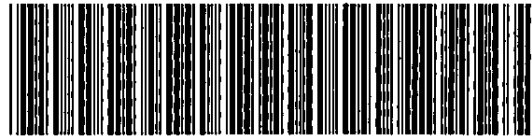
(Document Number)

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

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

Special Instructions to Filing Officer:

Office Use Only



500105785605

07/11/07--01010--007 \*\*35.00

FILED

07 JUL 11 AM 8:25

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



## Clayton & McCulloh

ATTORNEYS AT LAW

Attorneys:

Kenneth M. Clayton  
Neal McCulloh

Russell E. Klemm  
Joy E. Carney

Brian S. Hess  
Joseph C. Stayanoff

Christopher P. Eri  
Carlos R. Arias

Gerald K. Burton

July 9, 2007

Division of Corporations  
ATTN: CERTIFICATION  
P. O. Box 6327  
Tallahassee, Florida 32314

**Re: *Island Villas Homeowners Association, Inc.***

Dear Sir or Madam:

Enclosed herewith for filing with the Secretary of State please find the original "Articles of Amendment to Articles of Incorporation of Island Villas Homeowners Association, Inc.". Also enclosed is this firm's check in the amount of Thirty Five Dollars and Zero Cents (\$35.00) to cover the cost of said filing. Once the enclosed document has been filed, please return the original in the self-addressed and stamped envelope provided herein.

Should you have any questions or need any additional information, please do not hesitate to contact me.

Sincerely,

**CLAYTON & McCULLOH**

Jenny McKinney  
Paralegal to Brian S. Hess, Esq.

:jlm  
Enclosure

Web Site: [www.clayton-mcculloh.com](http://www.clayton-mcculloh.com)

Long Distance Toll Free: (888) 793-1486

Please Address Correspondence To: Main Office

**Brevard County Branch Office:**  
Indian Harbour Beach Professional Plaza  
2040 S. R. A1A, Suite 201  
Indian Harbour Beach, FL 32937  
Tel: (321) 777-0866  
Fax: (321) 773-9681

**Main Office:**  
The Clayton & McCulloh Building  
1065 Maitland Center Commons Blvd.  
Maitland, FL 32751  
Tel: (407) 875-2655  
Fax: (407) 875-3363

**Volusia County Branch Office:**  
The Charles Tindall Building  
406 North Wild Olive Avenue  
Daytona Beach, FL 32118  
Tel: (386) 947-9996  
Fax: (386) 255-6148

**ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF ISLAND  
VILLAS HOMEOWNERS ASSOCIATION, INC.**

Pursuant to the provisions of §617.1006, *Fla. Stat.*, Island Villas Homeowners Association, Inc. ("Association") adopts the following Articles of Amendment to its Articles of Incorporation.

FILED  
07 JUL 1 11 AM 8:25  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

**FIRST:      Amendment adopted:**

Article XII of the Articles of Incorporation of Island Villas Homeowners Association, Inc. is hereby amended as follows (additions are indicated by underlining; deletions are indicated by ~~strike-outs~~, omitted and unaltered provisions are indicated by ellipses):

ARTICLE XII  
AMENDMENTS

12.1 Amendments, Generally. These ARTICLES may only be changed, amended, modified or rescinded in the following manner:

12.1.1 Resolution of Board of Directors. The BOARD shall initially propose any amendments to these ARTICLES. Any such proposal shall be by resolution duly adopted by the BOARD setting forth the specific terms and provisions of the proposed amendment and directing that the proposed amendment be submitted to a vote of the members of the ASSOCIATION at the next annual meeting or at a special meeting of the members of the ASSOCIATION duly called for such purpose.

12.1.2 Notice of Meeting. Written notice setting forth the date and time of the meeting at which the proposed amendment is to be voted upon and also setting forth the specific terms and provisions of proposed amendment, or a summary of the changes to be effected by the proposed amendment, shall be given in accordance with the provisions of the BY-LAWS to each member of the ASSOCIATION entitled to vote thereon. Such meeting may not occur less than fifteen (15) days nor more than sixty (60) days from the date of the giving of the notice of the meeting at which the proposed amendment is to be considered and voted upon.

12.1.3 Vote of Members. A vote of the members of the ASSOCIATION entitled to vote thereon, shall be taken on the proposed amendment at the meeting of which notice has been given as provided in Section 12.1.2 above. The proposed amendment shall be adopted upon receiving the affirmative vote of ~~three-fourths (3/4ths)~~ a simple majority (i.e.: fifty-percent of all OWNERS, rounded up to the next whole OWNER, such that the number of votes in favor outnumbers the number of votes against or abstaining) ~~of the votes~~ of the members of the ASSOCIATION ~~cast at such a meeting~~, whether in PERSON or by proxy.

Any number of amendments may be proposed by the BOARD and voted upon by the members of the ASSOCIATION at any one meeting.

12.2 Written Consent. Notwithstanding anything to the contrary set forth in this Article XII, if a majority of the directors and such number of the members of the ASSOCIATION as eligible to vote and cast two-thirds (2/3) of the total voting power of the ASSOCIATION sign a written statement manifesting their intention that an amendment to these ARTICLES be adopted, then the amendment shall thereby be adopted as though the requirements of Section 12.1 of these ARTICLES had been satisfied.

12.3 ARTICLES of Amendment. Upon the approval of an amendment to these ARTICLES in accordance with the provisions of this Article XII, the officers of the ASSOCIATION shall cause ARTICLES of Amendment to be executed and delivered to the Office of the Secretary of State of the State of Florida as provided by law.

12.4 Limitations on Amendments.

12.4.1 Notwithstanding anything to the contrary set forth in the DECLARATION, these ARTICLES or the BY-LAWS of the ASSOCIATION, these ARTICLES may not be changed, amended, modified or rescinded in any fashion or respect which would result in any change, amendment, modification, diminution or elimination of or otherwise affected the rights, privileges of or benefits accruing hereunder to either the DEVELOPER, the CITY, INSTITUTIONAL LENDERS, the St. Johns Water Management District without first receiving the prior written consent and approval of the DEVELOPER and such other of these parties as may be or whose rights, privileges, benefit or interest may be adversely or otherwise affected by any such amendment to these ARTICLES.

12.4.2 No amendment to these ARTICLES shall be made which discriminates against any OWNERS or affects less than all of the OWNERS within ISLAND VILLAS, without the written approval of all of the OWNERS so discriminated against or affected

...  
**SECOND:** The date of adoption of the Amendment was the 17<sup>th</sup> day of February, 2007.

**THIRD:** Adoption of Amendment:

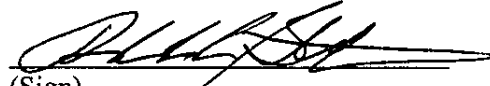
Article XII of the Articles of Incorporation of Island Villas Homeowners Association, Inc., entitled "Amendments" in effect prior to the adoption of the instant amendment provided that Amendments to the Articles of Incorporation may be adopted upon receiving the affirmative vote of three-fourths (3/4ths) of the votes of the members of the ASSOCIATION cast at a meeting of the members, whether in PERSON or by proxy.

The members of the corporation were entitled to vote on the Amendment. The members of the Association duly adopted the Amendment in accordance with the above-stated provision. **The number of votes cast for the Amendment was sufficient for approval.**

THE ASSOCIATION has caused these presents to be executed in its name, this 27<sup>th</sup> day of June, 2007.

ISLAND VILLAS HOMEOWNERS  
ASSOCIATION, INC.

By:

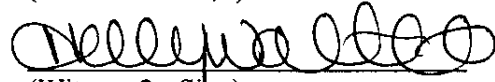
  
(Sign)

Richard L. Ballantyne  
(Print)

President, Island Villas Homeowners  
Association, Inc.

Melissa G. Moore  
(Witness 1 - Sign)

Melissa L. Moore  
(Witness 1 - Print)

  
(Witness 2 - Sign)

Holly Walters  
(Witness 2 - Print)

Attest:

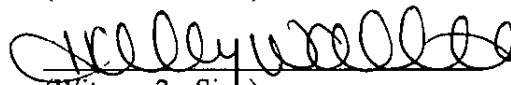
Kim Nicholas  
(Sign)

Kim Nicholas  
(Print)

Secretary, Island Villas Homeowners  
Association, Inc.

Melissa G. Moore  
(Witness 1 - Sign)

Melissa L. Moore  
(Witness 1 - Print)

  
(Witness 2 - Sign)

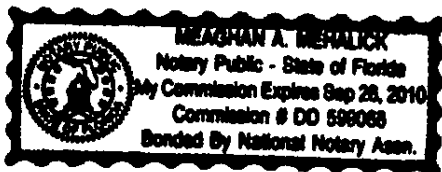
Holly Walters  
(Witness 2 - Print)

STATE OF FLORIDA

COUNTY OF BREVARD

The foregoing was acknowledged before me this 27<sup>th</sup> day of June 2007, by Richard Ballantyne, as President of Island Villas Homeowners Association, Inc., a Florida not for profit corporation, on behalf of the corporation, who is personally known to me or who has produced FLDL B453 75239 450 0 as identification.

NOTARY PUBLIC



Meghan A Mehalick  
(Sign)  
Meghan A. Mehalick  
(Print)

State of Florida, At Large

My Commission Expires: 9-26-10

STATE OF FLORIDA

COUNTY OF BREVARD

The foregoing was acknowledged before me this 27 day of June 2007, by Kimberly Nicholas, as Secretary of Island Villas Homeowners Association, Inc., a Florida not for profit corporation, on behalf of the corporation, who is personally known to me or who has produced FLDL U242 500539190 as identification.

NOTARY PUBLIC

Milena Kinard  
(Sign)  
Milena Kinard  
(Print)

State of Florida, At Large

My Commission Expires:

