

726988

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THE LAW OFFICES OF
LOBECK & HANSON

PROFESSIONAL ASSOCIATION

CONDOMINIUM
COOPERATIVE AND
COMMUNITY
ASSOCIATIONS

PERSONAL INJURY
FAMILY LAW
ESTATES AND TRUSTS
CRIMINAL DEFENSE
CIVIL LITIGATION

September 12, 2000

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

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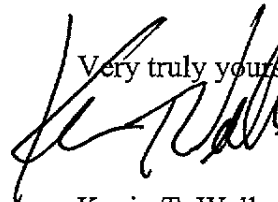
Re: Certificate of Amendment
Hidden Hollow Condominium Association, Inc.

Dear Sir or Madam:

Please file the enclosed original Certificate of Amendment and attached Amended and Restated Articles of Incorporation for the above-referenced corporation. Also enclosed is a check in the amount of \$ 35.00 for the filing fee.

Thank you for your assistance in this matter.

Very truly yours



Kevin T. Wells

KTW:sl
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 SEP 14 AM 10:12

Amended & Restated Art.

VA

9/27/00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 SEP 14 AM 10:12

CERTIFICATE OF AMENDMENT

AMENDED AND RESTATED

**ARTICLES OF INCORPORATION
HIDDEN HOLLOW CONDOMINIUM ASSOCIATION, INC.**

We hereby certify that the attached Amended and Restated Articles of Incorporation of Hidden Hollow Condominium Association, Inc. (herein, "the Association"), a Florida corporation not-for-profit, were adopted at the Special Meetings of the Association held on May 4, 2000, and adjourned meetings held subsequent thereto, by the affirmative vote of not less than a majority of all members of the Association and by not less than a majority of the entire membership of the Board of Directors, which is sufficient for adoption under Article VIII of the Articles of Incorporation of the Association.

DATED this 24 day of AUGUST, 2000.

HIDDEN HOLLOW CONDOMINIUM
ASSOCIATION, INC.

Signed, sealed and
delivered in the presence of:

sign: Laurence J. Piras

print: LAURENCE J. PIRAS

sign: Robert W. Timney

print: Robert W. Timney

By: Renee S. Woods
Renee Woods, President

(Corporate Seal)

Signed, sealed and
delivered in the presence of:

sign: Laurence J. Piras

print: LAURENCE J. PIRAS

sign: Robert W. Timney

print: Robert W. Timney

Attest: Karen C. Burrows
KAREN BURROWS, Secretary

Prepared by
And Return to: Kevin T. Wells, Esquire
Lobeck & Hanson, P.A.
2033 Main Street, Suite 301
Sarasota, Florida 34237

STATE OF FLORIDA
COUNTY OF Manatee

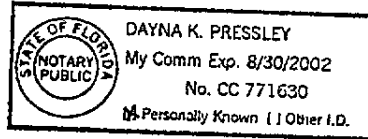
The foregoing instrument was acknowledged before me this 24th day of August, 2000,
by Renee Woods as President of Hidden Hollow Condominium Association, Inc., a Florida corporation, on
behalf of the corporation. She is personally known to me or has produced _____ as
identification.

NOTARY PUBLIC

sign Dayna K. Pressley

print Dayna K. Pressley
State of Florida at Large (Seal)

My Commission expires:



STATE OF FLORIDA
COUNTY OF Manatee

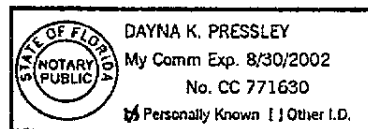
The foregoing instrument was acknowledged before me this 24th day of August, 2000,
by Karen Burrows as Secretary of Hidden Hollow, A Condominium Association, Inc., a Florida
corporation, on behalf of the corporation. He/She is personally known to me or has produced
_____ as identification.

NOTARY PUBLIC

sign Dayna K. Pressley

print Dayna K. Pressley
State of Florida at Large (Seal)

My Commission expires:



AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
HIDDEN HOLLOW CONDOMINIUM ASSOCIATION, INC.

By these Articles of Incorporation, the unit owners of Hidden Hollow, a Condominium (herein, "the Condominium"), located in Manatee County, Florida, associate themselves as a corporation not for profit under Chapter 617, Florida Statutes. The amended Articles of Incorporation of the Association were recorded in the Official Records of Manatee County, Florida, at Book 1008, Page 2761 et seq. and were first filed with the Florida Department of State on July 18, 1973, Charter Number 726988.

ARTICLE I
NAME OF CORPORATION AND ADDRESS

The name of this corporation shall be HIDDEN HOLLOW CONDOMINIUM ASSOCIATION, INC. (herein, "the Association"). The Association changed its name from Horizon De Soto Lakes Condominium Association, Inc. to Hidden Hollow Condominium Association, Inc. on June 30, 1981. The principal office of the corporation shall be located at 4399 Sandner Drive, Sarasota, Florida 34243. The Association Board of Directors may change the location of the principal office of the Association from time to time.

ARTICLE II
PURPOSE

2.1 Purpose. The purpose for which the corporation has been organized is to provide an entity responsible for the operation and management of HIDDEN HOLLOW, a Condominium, located in Manatee County, Florida, and to perform all acts provided in the Declaration of Condominium, these Articles, the Association Bylaws and the Florida Condominium Act. The Condominium was formerly known as HORIZON DE SOTO LAKES, a Condominium.

2.2 Distribution of Income. The Association shall be organized as a Florida corporation not for profit and as such it shall issue no stock and make no distribution of income to its members, directors or officers.

ARTICLE III
MEMBERS

3.1 Members. The members of the Association shall consist of all the record owners of residential condominium units in the Condominium shown by recordation of a deed or other instrument in the Public Records of Manatee County, Florida. After receiving the approval of the Association, as required under the Declaration, change of membership in the Association shall be

established by recording in the Public Records of Manatee County, Florida, a deed or other instrument establishing record title to a condominium unit and the delivery to the Association of a certified copy of such instrument. The owner designated by such instrument thus becomes a member of the Association and the membership of the prior owner is terminated. Upon termination of the entire Condominium project, the membership shall consist of those who are members at the time of such termination, their successors and assigns.

3.2 Limitation of Transfer of Shares of Assets. The share of a member in the funds and assets of the Association cannot be assigned, hypothecated, or transferred in any manner, except as an appurtenance to the member's condominium unit.

3.3 Voting Rights. The owner of each condominium unit shall be entitled one (1) vote, as a member of the Association. The manner of exercising voting rights shall be determined by the Declaration of Condominium, these Articles and the Association Bylaws.

ARTICLE IV TERM

The term for which the Association is to exist shall be perpetual, unless dissolved according to law.

ARTICLE V BOARD OF DIRECTORS

5.1 Board of Directors. The affairs of the Association shall be managed by the Board of Directors, composed as provided in the Association Bylaws, but in no event consisting of less than three (3) Directors. A Director must be a unit owner or a spouse of a unit owner and must fulfill all other requirements of eligibility provided in the Declaration of Condominium, these Articles and Association Bylaws.

5.2 Election of Directors. Directors shall be elected at the annual meeting of members in the manner determined by the Bylaws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the Condominium Act, the Declaration of Condominium and the Association Bylaws.

ARTICLE VI OFFICERS

The affairs of the Association shall be administered by the officers designated in the Association Bylaws. The officers must be members of the Association and shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Association. Officers shall serve at the pleasure of the Board of Directors.

ARTICLE VII BYLAWS

The Bylaws of the Association may be amended in the manner provided in the Bylaws.

ARTICLE VIII AMENDMENT

The Articles of Incorporation may be amended at any special or regular meeting by approval of not less than the majority of the entire membership of the Board of Directors and a majority of the members of the Association. Amendments shall be proposed by the Board of Directors or by ten percent (10%) of the members who call a special meeting of the Association in the manner provided in the Bylaws. The text of the proposed amendment shall be included in or with the notice of any meeting at which a proposed amendment will be considered. An amendment shall become effective upon filing with the Secretary of State and recording a copy in the Public Records of Manatee County, Florida.

ARTICLE IX REGISTERED OFFICE AND AGENT

The street address of the registered office of the Association is 2055 Wood Street, Suite 202, Sarasota, Florida 34237, and the name of the registered at that address is: Property and Accounting Management, Inc. The Board may change the registered office and registered agent from time to time as permitted by law.

ARTICLE X POWERS

10.1 Statutory Powers. The Association shall have all of the common law and statutory powers of corporation not for profit and all the powers and duties set forth in the Florida Condominium Act, the Declaration of Condominium, these Articles of Incorporation and the Association Bylaws, as amended from time to time, including but not limited to the following:

(A) To enter into agreements acquiring leaseholds, membership or other possessory or use interests in lands or facilities, whether or not contiguous to the lands of the Condominium, intended to provide for the enjoyment, recreation or other use or benefit of the unit owners.

(B) To contract for the management and maintenance of the condominium property and to delegate to such contractor any powers and duties of the Association, except such as are specifically required by the Declaration of Condominium, these Articles, the Association Bylaws or by the Condominium Act to have the approval of Directors or the membership of the Association.

(C) To enter into a maintenance agreement with other condominiums to provide for acquisition, maintenance, replacement and repair of facilities to be used jointly.

(D) To acquire by purchase or otherwise, units of the Condominium, subject, nevertheless, to the applicable provisions of the Declaration and Bylaws and to hold, lease, mortgage and convey the same.

(E) To make and collect assessments against members as unit owners to defray the expenses and losses of the Association.

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

(G) To maintain, repair, replace and operate the condominium property.

(H) To purchase insurance upon the condominium property and insurance for the protection of the Association and its members as unit owners.

(I) To reconstruct improvements after casualty and to further improve the condominium property.

(J) To make and amend reasonable rules regarding the use and occupancy of the units and common elements of the Condominium; provided, however, that no such rule shall conflict in any regard with the rights of unit owners provided in the Declaration of Condominium.

(K) To approve or disapprove the transfer, lease, mortgage and ownership of units in HIDDEN HOLLOW, a Condominium.

(L) To enforce by legal means the provisions of the Condominium Act, the Declaration of Condominium, these Articles of Incorporation, the Bylaws of the Association, and the rules of the Association.

(M) To employ personnel to perform the services required for proper administration and operation of the Condominium.

10.2 Assets Held In Trust. All funds and the titles of all properties acquired by the Association and the proceeds thereof shall be held in trust for the members in accordance with the provisions of the Declaration of Condominium, these Articles of Incorporation and the Bylaws of the Association.

10.3 Limitation on Exercise of Powers. The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the Declaration of Condominium, these Articles of Incorporation and the Bylaws of the Association.

ARTICLE XI INITIAL SUBSCRIBERS

The names and addresses of the initial subscribers to the original Articles of Incorporation

are as follows:

William J. Flynn, III
One Plaza Place N.E.
St. Petersburg, FL 33701

Phyllis Hetherington
One Plaza Place N.E.
St. Petersburg, FL 33701

Antonia J. Senzick
One Plaza Place N.E.
St. Petersburg, FL 33701

ARTICLE XII INDEMNIFICATION

The Association shall indemnify every officer and Director against all expenses and liabilities, including attorney's fees, reasonably incurred by or imposed upon him in connection with any proceeding or any settlement of any proceeding to which he may be a party, or in which he may become involved by reason of his being or having been a Director or officer of the Association, whether or not he is a Director or officer at the time such expenses are incurred, except when the Director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement, the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being in the best interests of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all others rights to which such Director or officer may be entitled.