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TALLAHASSEE, FLORIDA

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: AMELIA WOODS BEACH AND RACQUET CLUB CONDOMINIUM ASSOCIATION, INC.

DOCUMENT NUMBER: 739250

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

Please return all correspondence concerning this matter to the following:

Brian M. Rowland, Esq.

(Name of Contact Person)

Brian Rowland, P.A.

(Firm/ Company)

P.O. Box 56047

(Address)

Jacksonville, FL 32241

(City/ State and Zip Code)

brian@brianrowland.com

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

For further information concerning this matter, please call:

Brian Rowland

(Name of Contact Person)

at (904) 352-1945

(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 Amendment
to
Articles of Incorporation
of

AMELIA WOODS BEACH AND RACQUET CLUB CONDOMINIUM ASSOCIATION, INC.

(Name of Corporation as currently filed with the Florida Dept. of State)

739250

(Document Number of Corporation (if known))

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TALLAHASSEE, FLORIDA

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:

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)

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

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:

New Registered Office Address:

_____ *(Florida street address)*

_____, Florida
(City) (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

The date of each amendment(s) adoption: February 12, 2011

(date of adoption is required)

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 March 1, 2011

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)

Dr. E. William McGrath, Jr., M.D.

(Typed or printed name of person signing)

President

(Title of person signing)

EXHIBIT "A"

AMENDMENTS TO THE
ARTICLES OF INCORPORATION
of
AMELIA WOODS BEACH AND RACQUET CLUB
CONDOMINIUM ASSOCIATION, INC.

Nassau County, Florida

KNOW ALL BY THESE PRESENTS, that the Articles of Incorporation of Amelia Woods Beach and Racquet Club Condominium Association, Inc., as set forth in the Declaration of Condominium of *Amelia Woods Beach and Racquet Club, Phase I, a Condominium*, pursuant and according to the Declaration thereof recorded in Official Record Book 240, Page 639, of the Public Records of Nassau County, Florida, as may be amended, are hereby amended by deleting the stricken items (~~example~~) and adding the underlined items (example) in parentheses, as set forth below:

1. Amendments.

(a) ARTICLE II of the Articles of Incorporation is amended as follows:

"The purpose and objects of the corporation shall be to administer the operation and management of AMELIA WOODS BEACH AND RAQUET CLUB CONDOMINIUMS, PHASES I ~~and II~~, Nassau County, Florida, (hereinafter referred to as the "Condominium"), a Condominium project to be established in accordance with the Condominium Act of the State of Florida and to undertake the performance of the acts and duties incident to the administration of the operation and management of said Condominium, in accordance with the terms, provisions, conditions and authorizations contained in these Articles of Incorporation and in the Declaration of Condominium which will be recorded in the Public Records of Nassau County, Florida, at the time said property and improvements now or thereafter situate thereon are submitted to a plan of Condominium ownership, and to own, operate, lease, sell, trade and otherwise deal with such property, whether real or personal, as may be necessary or convenient in the administration of said Condominium. The Corporation shall be conducted as a non-profit organization for the benefit of its members."

EXHIBIT "A"

(b) ARTICLE XV of the Articles of Incorporation is amended
as follows:

"An Amendment or Amendments to these Articles of Incorporation may be proposed by the Board of Directors of the Corporation acting upon a vote of the majority of the Directors, or by members of the Corporation owning a majority of the Condominium Units in the Condominium, whether meeting as members or by instrument, in writing, signed by them. Upon any amendment or amendments to these Articles of Incorporation being proposed by said Board of Directors or members, such proposed amendment or amendments shall be transmitted to the President of the Corporation or other Officer of the Corporation, in the absence of the President, who shall, thereupon, call a Special Meeting of the Members of the Corporation for a date not sooner than forty-five (45) days from the receipt by him of the proposed amendment or amendments, and it shall be the duty of the Secretary to give each member written or printed notice of such meeting, stating the time and place of the meeting and reciting the proposed amendment or amendments in reasonably detailed form, which notice shall be posted in a conspicuous place on the Condominium property and be mailed or presented personally to each member not less than fifteen (15) days, or more than thirty (30) days, before the date set for such meeting. If mailed, such notice shall be deemed to be properly given when deposited in the United States mail, addressed to the member at his post office address as it appears on the records of the Corporation, postage thereupon prepaid. Any member may, by written waiver of notice signed by such member, waive such notice, and such waiver, when filed in the records of the Corporation, whether before or after the holding of the meeting shall be deemed equivalent to the giving of such notice to such member. At such meeting, the amendment or amendments proposed may be approved by an affirmative vote of the members ~~owning having member votes of not less than seventy-five percent (75%)~~ sixty-six and two-thirds percent (66 and 2/3%) of the Corporation in order for such amendment or amendments to become effective. Thereupon, such amendment or amendments of these Articles of Incorporation shall be transcribed and certified in such form as may be necessary to register the same in the office of the Secretary of State, State of Florida, and upon the registration of such amendment or amendments with said Secretary of State a certified copy thereof shall be recorded in the Public Records of ~~Broward~~ Nassau County, Florida, within ten (10) days from the date on which the same are so registered. At any meeting held to consider such amendments of these Articles of Incorporation, the written vote of any member of the Corporation shall be recognized, if such member is not in attendance at such meeting or represented thereat by proxy, provided such written vote is delivered to the Secretary of the Corporation at or prior to such meeting."

2. No Further Amendment. Except as herein expressly modified, there are no additional amendments to the Articles of Incorporation.