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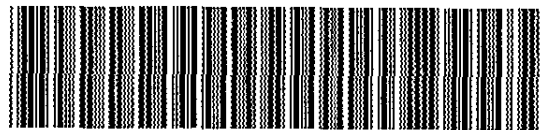
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SECRETARY OF STATE  
TALLAHASSEE, FL 32399

G. Ocullette MAR 10 2004

LAW OFFICES

## BECKER & POLIAKOFF, P.A.

2401 West Bay Drive, Suite 414  
Largo, Florida 33770-1941  
Phone: (727) 559-0588 Fax: (727) 581-4063  
Toll Free: 800-535-3318

Reply To:  
Ellen Hirsch de Haan, J.D.  
edehaan@becker-poliaoff.com

March 2, 2004

### Florida Offices

Administrative Office  
5111 Stirling Road  
Ft. Lauderdale, FL 33312  
U.S. Toll Free: (800) 432-7712  
bp@becker-poliaoff.com

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Florida Department of State  
Amendment Section  
P.O. Box 6327  
Tallahassee, FL 32302-6327

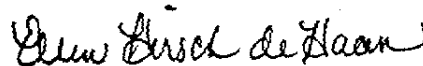
Re: Articles of Amendment to the Articles of Incorporation of Glenwood  
Estates, Inc.

Dear Sir/Madam:

Enclosed please find the original Articles Amendment to the Articles of  
Incorporation of Glenwood Estates, Inc., and a copy of same to be stamped and  
returned to this office. Please also find a check in the amount of \$35.00, your  
recording fee, and a return envelope for our copy of the document.

If you should have any questions, please do not hesitate to contact this office.

Yours truly,



ELLEN HIRSCH de HAAN  
For the Firm

EHD/sdk  
Enclosure

G2397/8897

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AMENDED AND RESTATED ARTICLES OF INCORPORATION  
OF  
GLENWOOD ESTATES, INC.

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: Amended and Restated Articles of Incorporation.  
(See attached)

SECOND: The date of adoption of the amendment was FEB. 9, 2004.

THIRD: Adoption of amendment: (Check one):

☒ The amendment was adopted by the members and the number of votes cast for the amendment was sufficient for approval.

☐ There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.

(SEAL)

GLENWOOD ESTATES, INC.

BY: Randy B. Bellerose

Randy Bellerose, President

DATED MARCH 2, 2004

STATE OF FLORIDA  
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared Randy Bellerose, to me known to be the President of Glenwood Estates, Inc., and he acknowledged before me that he freely and voluntarily executed the same as such authorized agent, under authority vested in him by said corporation. He is personally known to me or has produced (type of identification) as identification and did (did not) take an oath.

WITNESS my hand and official seal in the County and State last aforesaid, this  
\_\_\_\_\_ day of MARCH 2, 2004.

Lois J. Ericson  
Notary Public

Printed Name: LOIS J. ERICSON

My commission expires: 3/23/05



Lois J. Ericson  
My Commission CC906856  
Expires March 23, 2005

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CLERK OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
GLENWOOD ESTATES, INC..

A corporation not for profit

The undersigned, by these Articles, associate themselves for the purpose of forming a corporation not for profit under chapter 617 of the Florida Statutes, and certify as follows:

ARTICLE I

NAME

The name of the corporation shall be GLENWOOD ESTATES, INC.. The principle place of business shall be 12501 Ulmerton Road, Largo Florida 33774.- 2721

This corporation is referred to herein as the Association

ARTICLE II

PURPOSE

The purpose for which the Association is organized is the operation of a condominium, according to the Declaration of Condominium now, or hereinafter, recorded in the Public Records of Pinellas County, Florida, and located upon lands in Pinellas County, Florida.

ARTICLE III

MEMBERS

The members of the Association shall constitute all of the record Owners of Condominium Units in GLENWOOD ESTATES, INC. Admission to membership shall be established by the recording in the Public Records of Pinellas County, Florida, a Deed or other instrument establishing a record title to the Unit in the Condominium and the delivery to the Association of a certified copy of such instrument, which instrument shall reflect the prior approval of the Association as required by the respective Declaration of Condominium. Upon receipt of such a certified copy, the Owner or Owners designated by such instrument thus become members of the Association and the membership of the prior Owner is terminated. The Owner of each Unit shall be entitled to at least one vote as a member of the Association. The exact number of votes to be cast by Owners of a Unit and the manner of exercising voting rights shall be determined by the By-Laws of the Association.

#### ARTICLE IV

##### TERMS

The term of the Association shall be perpetual unless all of the Condominiums comprising such Association are terminated. In the event of such termination, the Association shall be dissolved in accordance with the applicable dissolution statute existing at such time.

#### ARTICLE V

##### DIRECTORS

The affairs of the Association shall be managed by a Board of Directors. The Board shall consist of seven (7) Directors. Members of the Board of Directors shall be elected, hold office, and be removed and replaced in the manner provided by the By-Laws.

#### ARTICLE VI

##### OFFICERS

The affairs of the Association shall be administered by the officers and designated in the By-Laws. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the Association and shall serve at the pleasure of the Board of Directors.

#### ARTICLE VII

##### INDEMNIFICATION

Every Director and every officer of the Association and any Unit Owner appointed to an Association committee by the Association President shall be indemnified by the Association against all expenses and liabilities, including attorneys' 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 of the Association, at the time such expenses are incurred, provided that there shall be no such indemnification where the Director or Officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties.

#### ARTICLE VIII

##### BY-LAWS

The By-Laws of this Association are annexed to this Declaration of Condominium, recorded, or to be recorded, in the Public Records of Pinellas County, Florida. Such By-

Laws may be altered or rescinded in the manner provided for in the said By-Laws and as provided herein.

#### ARTICLE IX

#### AMENDMENTS

These Articles of Incorporation may be altered, amended or added to by secret ballot vote at any duly called meeting of the members of this Association for the specific purpose of amending this document provided that notice is given as provided in the By-Laws and that it contains a full statement of the proposed alteration, amendment or addition, and there is an affirmative vote of sixty-six and two-thirds (66 2/3rd%) of the members present in person or by proxy casting ballots. There shall be a separate vote on the secret ballot for each alteration, amendment or addition.

Absentee ballots will be allowed for the voting on these proposed amendments to said Documents. Voting members unable to vote in person on the designated date at the designated place will have the right to apply for an absentee ballot using the same procedure as given in the By-Laws for requesting a proxy vote. This request must be filed with the Association at least 15 days before the voting date and must be received by the Association no later than the appointed time of the meeting. The President of the Association will, in accordance with his power to appoint as stated in Article IX, Section 2, of the By-Laws, appoint a committee to do a review and revision of this document. The review and revision will be done annually or biannually as deemed necessary by changes which occur in Florida Statutes and/or needs.

#### ARTICLE X

#### POWERS

The powers of the Association shall include and be governed by the following provisions:

1. The Association shall have all of the common law and statutory powers of a corporation not for profit not in conflict with the terms of these Articles.
2. The Association shall have all of the powers and duties set forth in the Condominium Act, except as limited by these Articles and the respective Declaration of Condominium, and all of the powers and duties reasonably necessary to operate the Condominium pursuant to the Declaration and as they may be amended from time to time, including but not limited to the following:
  - (a) To make and collect assessments against members to defray the costs, meet the expenses, obligations, losses of the Condominium.
  - (b) To use the proceeds of assessments in the exercise of its powers and duties.

- (c) To maintain, repair, replace and operate Condominium property.
- (d) To purchase insurance upon the Condominium property and for the protection of the Association and its members.
- (e) To reconstruct improvements after casualty and to further improve the property.
- (f) To make and amend reasonable Regulations respecting the use of the property.
- (g) To approve or disapprove the transfer, mortgage and ownership of Units as may be provided by the Declaration of Condominium and By-Laws.
- (h) To enforce by legal means the provisions of the Condominium Act, the respective Declaration of Condominium, these Articles, the By-Laws of the Association, and Regulations of the Condominium.
- (I ) To contract for the management or operation of portions of the Common Elements susceptible to separate management or operation and to lease such portions.
- (j) To enter into agreements pertaining to the recreational facilities for the use and benefit of the Association.
- (k) To employ personnel to perform the services required for proper operation of the Condominium.
- (l) To take appropriate action to protect the Condominium or any of its Units from the negative actions which are being planned by any neighboring property Owners, whose property borders the Condominium. These negative actions might include such things as land development, trash and other actions affecting the quality of life in this Condominium and/or the value of any Unit of this Condominium.

3. The Association shall not have the power to purchase a Unit in the Condominium, except as may be originally reserved in the Declaration of Condominium, or except at sales and foreclosure of liens for assessments of common expenses, at which sales the Association shall bid no more than the amount secured by its lien.

4. All funds and the title to all properties acquired by the Association and their proceeds shall be held in trust for the members in accordance with the provisions of the respective Declaration of Condominium, these Articles of Incorporation, and the By-Laws.

5. These powers may be exercised by the Directors and Officers in a proper and lawful manner notwithstanding the fact that some or all of the Officers and Directors may

be directly or indirectly involved in the exercise of such powers and in the negotiation and consummation of agreements executed pursuant to such power and all such agreements shall be presumed conclusively to have been made and entered into by the *Directors and Officers of the Association* in the valid exercise of their lawful authority.

#### ARTICLE XI

#### DEFINITIONS

The definitions contained in the Florida Condominium Act are hereby adopted to the extent that such definitions are applicable to these Articles of Incorporation.