

745267

(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

2557-611



200310246052

03/15/18--01010--013 **35.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
18 APR 27 AM 8:54

*Amended
&
Restated
Art.*

*DC
05-15-18*



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 2, 2018

ANNE M. HATHORN, ESQUIRE
150 2ND AVENUE NORTH
SUITE 1270
SAINT PETERSBURG, FL 33701

SUBJECT: WOODSIDE VILLAGE CONDOMINIUM ASSOCIATION, INC.
Ref. Number: 745267

We have received your document and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Claretha Golden
Regulatory Specialist II

Letter Number: 318A00008996



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 20, 2018

ANNE M. HATHORN, ESQUIRE
150 2ND AVENUE NORTH
SUITE 1270
SAINT PETERSBURG, FL 33701

SUBJECT: WOODSIDE VILLAGE CONDOMINIUM ASSOCIATION, INC.
Ref. Number: 745267

We have received your document and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Please file an Amendment or Amended and Restated Articles because we have no record of Amended and Restated Articles being filed.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Claretha Golden
Regulatory Specialist II

Letter Number: 418A00005555

RECEIVED
18 APR 27 PM 2:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 24, 2018

BY REGULAR U.S. MAIL

Florida Department of State, Division of Corporations
Amendment Section
P.O. Box 6327
Tallahassee FL 32314

RE: Articles of Amendment – Woodside Village Condominium Association, Inc.

Dear Sir or Madam:

Enclosed please find the Amended, Restated and Integrated Articles of Incorporation of Woodside Village Condominium Association, inc. The document number of the corporation is 745267. All previous amendments were duly adopted in the manner provided in the Governing Documents, with requisite membership approval, and then integrated in the enclosed document.

Please note that this document was previously provided to your office with a check for \$35.00 (see enclosed copy of denial letter). We are filing the Amended, Restated and Integrated Articles of Incorporation pursuant to your office's instruction.

Please return the filed Amended, Restated and Integrated Articles of Incorporation to my attention. Thank you.

Very truly yours,



Anne M. Hathorn, Esq.
For the Firm

AMH
Enclosures

Prepared By and Return to:
Anne M. Hathorn, Esquire
Anne Hathorn Legal Services, LLC
150 2nd Ave. N., Suite 1270
St. Petersburg, FL 33701

FILED

18 APR 27 AM 8:54

SECRETARY OF STATE
TALLAHASSEE FLORIDA

**AMENDED, RESTATED AND INTEGRATED ARTICLES OF INCORPORATION
OF
WOODSIDE VILLAGE CONDOMINIUM ASSOCIATION, INC.**

This is to certify that by approval of the members of Woodside Village Condominium Association, Inc. (the "Association"), in accordance with the requirements of the applicable Florida Statutes and the documents governing the Association and its members, the Amended, Restated and Integrated Articles of Incorporation of Woodside Village Condominium Association, Inc., attached hereto, wherein all previous amendments were duly adopted in the manner provided in the Governing Documents, with requisite membership approval, and then integrated in the foregoing document.

IN WITNESS WHEREOF, WOODSIDE VILLAGE CONDOMINIUM ASSOCIATION, INC. has caused this instrument to be signed by its duly authorized officer on the 17th day of April, 2018.

WOODSIDE VILLAGE CONDOMINIUM
ASSOCIATION, INC.

By: Joan Janda
Signature
JOAN JANDA V.P.
Printed Name and Title

Emmett Elkin
Signature of Witness #1
EMMETT ELKIN
Printed Name of Witness #1

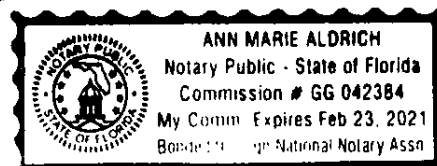
Mary Ellen Janda
Signature of Witness #2
MARY ELLEN JANDA
Printed Name of Witness #2

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 17th day of April, 2018 by John Janda, as Vice President of WOODSIDE VILLAGE CONDOMINIUM ASSOCIATION, INC., on behalf of the corporation. He/She acknowledged that he/she executed this document on behalf of the corporation. He She is personally known to me or has produced _____ as identification.

Ann Marie Aldrich
Notary Public
Ann Marie Aldrich
Printed Name

My Commission Expires: Feb. 23, 2021



AMENDED, RESTATED AND INTEGRATED ARTICLES OF INCORPORATION

OF

WOODSIDE VILLAGE CONDOMINIUM ASSOCIATION, INC.

The undersigned, by these Articles, associate themselves for the purpose of forming a corporation not-for-profit under Chapter 617, Florida Statutes (1975), and certify as follows:

ARTICLE I

NAME

The name of the corporation shall be WOODSIDE VILLAGE CONDOMINIUM ASSOCIATION, INC. For the convenience, the corporation shall be referred to in this instrument as the Association.

ARTICLE II

PURPOSE

2.1 The purpose for which the Association is organized is to provide an entity pursuant to the provisions of the Condominium Act, Chapter 718, Florida Statutes (1977), for the operation of WOODSIDE VILLAGE, a Condominium, to be located upon the following lands in Pinellas County, Florida.

See Exhibit "A" attached hereto and incorporated herein by reference.

2.2 The Association shall make no distributions of income to its members, directors or officers.

ARTICLE III

POWERS

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

3.1 The Association shall have all the common law and statutory powers of a corporation not-for-profit which are not in conflict with the terms of these Articles.

3.2 The Association shall have all of the powers and duties set forth in the Condominium Act, except as limited by these Articles and the Declaration of Condominium, and all of the powers and duties reasonably necessary to operate the condominium pursuant to the Declaration as presently drafted and as it may be amended from time to time, including but not limited to the following:

- (a) Assess. To make and collect assessments against members as unit owners to defray the costs, expenses and losses of the condominium.
- (b) Disburse. To use the proceeds of assessments in the exercise of its powers and duties.
- (c) Maintain. To maintain, repair, replace and operate the condominium property.
- (d) Insure. To purchase insurance upon the condominium property and insurance for the protection of the Association and its members as unit owners, as well as liability insurance for the protection of Directors of the Association.
- (e) Reconstruct. To reconstruct improvements after casualty and further improve the condominium property.
- (f) Regulate. To make and amend reasonable regulations respecting the use of the property in the condominium.
- (g) Approve. To approve or disapprove the leasing, transfer, mortgage and ownership of units as provided by the Declaration of Condominium.
- (h) Enforce. To enforce by legal means the provisions of the Condominium Act, the Declaration of Condominium, these Articles, the By-Laws of the Association, and the Regulations for the use of the property in the condominium.
- (i) Management Contract. To contract for the maintenance, management or operation of the condominium property and to delegate to such manager all powers and duties of the Association, except such as are specifically required by the Declaration of Condominium or the By-Laws to have the approval of the Board of Directors or the membership of the Association.
- (j) Employment. To employ personnel for reasonable compensation to perform the services required for proper administration of the purposes of the Association.
- (k) Payment of Liens. To pay taxes and assessments which are liens against any part of the condominium other than individual apartment units and the appurtenances thereto, and to assess the same against the apartment units subject to such liens.
- (l) Utilities. To pay the cost of all power, water, sewer and other utility services rendered to the condominium and not billed to owners of individual apartment units.

3.3 The Association shall have the power to purchase a unit in the condominium and to hold, lease, mortgage and convey the same.

ARTICLE IV

MEMBERS

4.1 The members of the Association shall consist of all of the record owners of units in the condominium, and after termination of the condominium shall consist of those who are members at the time of such termination and their successors and assigns.

4.2 After receiving approval of the Association as required by the Declaration of Condominium, change of membership in the Association shall be established by recording in the Public Records of Pinellas County, Florida, a deed or other instrument establishing a record title to a unit in the condominium 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.

4.3 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 his unit.

ARTICLE V

DIRECTORS

5.1 The affairs of the Association shall be managed by a Board of Directors consisting of no less than three (3) Directors, nor more than nine (9) Directors. Each Director shall be a person entitled to cast a vote in the Association, except as provided in Section 5.3 hereof and by the By-Laws.

5.2 Members of the Board of Directors shall be elected at the annual meeting of the Association members in the manner specified in the By-Laws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the By-Laws.

5.3 The initial Board of Directors of WOODSIDE VILLAGE CONDOMINIUM ASSOCIATION, INC. shall consist of three (3) members and shall be elected by the Developer, who need not be members and shall be elected by the Developer, who need not be members entitled to vote in the Association. The Directors named in the Articles shall serve until the first election of Directors, and any vacancies in their number occurring prior to the first election shall be filled by the remaining Directors.

5.4 The Board of Directors shall call a special members' meeting at such time as the Developer has conveyed fifteen percent (15%) or more of the units in the condominium at which meeting the unit owners other than the Developer shall be entitled to elect one-third (1/3) of the members of the Board of Directors.

The Board of Directors shall call a special members' meeting:

- (a) Within three (3) years after the Developer has conveyed fifty percent (50%) of the units in the condominium; or
- (b) Within three (3) months after the Developer has conveyed ninety percent (90%) if the units in the condominium; or
- (c) When all of the units in the condominium have been completed and some of the units have been sold, and none of the other are being offered for sale by the Developer in the ordinary course of business;

whichever shall first occur, at which meeting the units owners other than the Developer shall be entitled to elect a majority of the Board of Directors.

5.5 Anything herein to the contrary notwithstanding, from and after the time the unit owners other than the Developer are entitled to elect a majority of the members of the Board of Directors, and for so long as the Developer shall hold for sale in the ordinary course of business any units in the condominium the Developer shall be entitled to designate or elect the same number of Directors elected by unit owners other than the Developer, less one (1) Director.

5.6 The names and address of the members of the First Board of Directors, who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

<u>Name</u>	<u>Address</u>
Bobby E. Story	5151 Adanson Street, Suite 100 Orlando, Florida 32804
Earl S. Smith	5151 Adanson Street, Suite 100 Orlando, Florida 32804
John O. Outlaw	5151 Adanson Street, Suite 100 Orlando, Florida 32804

ARTICLE VII

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation shall be:

5151 Adandon Street, Suite 100
Orlando, Florida 32804.

The name of the corporation's initial registered agent at such address shall be:

Bobby E. Story

ARTICLE VIII

INDEMNIFICATION

Every Director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel 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 in such cases wherein 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 herein shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interests of the Association. The foregoing right of indemnification shall be in addition to an not exclusive of all other rights to which such Director or officer may be entitled.

ARTICLE IX

BY-LAWS

The first By-Laws of the Association shall be adopted by the Board of Directors and may be altered, amended, or rescinded in the manner provided by the By-Laws.

ARTICLE X

AMENDMENTS

Amendments to the Articles of Incorporation shall be proposed and adopted in the following manner:

10.1 Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is considered.

10.2 A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by sixty-six and two-thirds percent (66 2/3%) of the members of the Association. Directors and members not present in person or by proxy at the meeting to consider the amendment may express their approval in writing, provided such approval is delivered to the Secretary prior to such meeting. A resolution adopting a proposed amendment must be approved by the affirmative vote of a majority of the members of the Association.

10.3 In the alternative, an amendment may be made by an agreement signed and acknowledged by all the record owners of apartment units in the manner required for the execution of a deed.

10.4 No amendment shall made any changes in the qualifications for membership nor the voting rights of members, nor any change in Section 3.3 of Article III hereof, without approval in writing by all members and the joinder of all record owners of mortgages upon the condominium. No amendment shall be made that is in conflict with the Condominium Act or the Declaration.

10.5 A copy of such amendment shall be certified by the Secretary of State of Florida, and be recorded in the Public Records of Pinellas County, Florida.

ARTICLE XI

TERM

The term of the Association shall be perpetual.

ARTICLE XII

SUBSCRIBERS

The names and address of the subscribers to these Articles of Incorporation are as follows:

<u>Name</u>	<u>Address</u>
Bobby E. Story	5151 Adanson Street, Suite 100 Orlando, Florida 32804
Earl S. Smith	5151 Adanson Street, Suite 100 Orlando, Florida 32804
John O. Outlaw	5151 Adanson Street, Suite 100 Orlando, Florida 32804

2951

LEGAL DESCRIPTION
WOODSIDE VILLAGE - TRACT NO. 1

A parcel of land lying in the Southwest 1/4 of Section 31, Township 29 S, Range 16 E, Pinellas County, Florida comprising a portion of Lots 3, 4 and 5 PINELLAS GROVES as recorded in Plat Book 1, Page 55, public records of Pinellas County, Florida and being more particularly described as follows:

Commence at the Northeast corner of the Southwest 1/4 of said Section 31-29-16; run thence along the North line of said Southwest 1/4, N 88° 55' 47" W., 933.81 feet to a point in said line, said point also being on the Northerly extension of the Westerly right of way line of Bedford Circle West as shown on plat of Newport Unit No. 1 as recorded in Plat Book 59, Pages 59 through 63; run thence along said Westerly right of way line of Bedford Circle West S 01° 04' 13" W., 423.00 feet to the Northeast corner of Lot 9, Block 47 of said Newport Unit No. 1; run thence along the Northerly line of Lot 8 and 9, Block 47 of said Newport Unit No. 1, N 88° 55' 47" W., 185.00 feet; run thence along the Westerly line of Lot 8, Block 47 of said Newport Unit No. 1 S 01° 04' 13" W., 100.00 feet to a point in the Northerly right of way line of Darien Way as shown on said Newport Unit No. 1 to the POINT OF BEGINNING: run thence S 01° 04' 13" W., 60.00 feet to a point in the Southerly right of way line of said Darien Way, said point also being on the Northerly boundary line of a 40.00 foot canal as shown on said Newport Unit No. 1; run thence along the Westerly right of way line of said canal N 88° 55' 47" W., 37.79 feet to the Northwesterly corner of said canal right of way; run thence along the Westerly right of way line of said canal S 14° 56' 59" E., 605.95 feet to a corner of said canal right of way; run thence along the Northwesterly right of way line of said canal S 65° 10' 36" W., 718.95 feet to a corner of said canal right of way; thence run along a Westerly boundary of said canal right of way S 23° 49' 24" E., 22.47 feet; thence run S 89° 23' 45" W., 276.60 feet; thence run N 00° 36' 15" W., 1434.13 feet; thence run along the Southerly right of way of East Boy Drive S. 88° 55' 47" E., 245.52 feet; thence run S 01° 04' 13" W., 520.00 feet; thence run S 88° 55' 47" E., 366.11 feet; thence run N 01° 04' 13" E., 60.00 feet; thence run S 88° 55' 47" E., 200.00 feet to the POINT OF BEGINNING.

Said parcel containing 19.08 Acres. 1, 2, & 3


CERTIFICATE DESIGNATING REGISTERED AGENT FOR THE SERVICE
OF PROCESS WITHIN THIS STATE.

Pursuant to Chapter 48, Florida Statutes, the following
is submitted in compliance with said Act.

Woodside Village Condominium Association, Inc., desiring
to organize as a corporation under the laws of the State of
Florida, with its registered office at 5151 Adanson Street,
Suite 100, Orlando, Florida 32804, has named BOBBY E. STORY,
located at the above registered office, as its Registered
Agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for
the above-stated corporation, at the place designated in this
Certificate, I hereby accept to act in this capacity, and
agree to comply with the provision of said Act relative to
keeping open said offices.

By: 
BOBBY E. STORY, Registered
Agent

Dated: December 14, 1978