

LAW OFFICES

BECKER & POLIAKOFF, P.A.

630 South Orange Avenue, 3rd Floor
Sarasota, Florida 34236

Phone: (941) 366-8826 Fax: (941) 952-1481
(800) 282-8613

Internet: <http://www.becker-poliakoff.com>
Email: bp@becker-poliakoff.com

Florida Offices

Administrative Office
3111 Stirling Road
Ft. Lauderdale, FL 33312
FL Toll Free: (800) 432-7712

Boca Raton*

Clearwater

Ft. Myers

Hollywood

Melbourne*

Miami

Naples

Orlando

Port Charlotte*

St. Petersburg

Sarasota

Tallahassee

Tampa

West Palm Beach

* available for consultation
by appointment only

International Offices:

Beijing,
People's Republic
of China

Prague,
Czech Republic

Bern, Switzerland*

749019

Reply To:

Chad M. McClenathen
Board Certified Real Estate Attorney

January 7, 1999

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

600002736866--5
-01/11/99-01118-006
*****87.50 *****43.75

RE: Amended and Restated Articles of Incorporation of
Lido Regency Condominium Association, Inc.

Dear Sir/Madam:

Enclosed please find a check payable to the Florida Secretary of State for \$87.50 together with the original executed Amended and Restated Articles of Incorporation of Lido Regency Condominium Association, Inc., and a copy thereof. Please file the corporate documents and return a certified copy upon completion. A self-addressed stamped envelope is enclosed for your convenience.

Thank you for your cooperation.

Very truly yours,

CHAD M. MCCLENATHEN
For the Firm

Amend & Restate
1-15-99
BKS

CMM/do
Enclosures

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JAN 11 AM 9:41

FILED

THIS INSTRUMENT PREPARED BY
AND RETURN TO:
CHAD M. MCCLENATHEN, ESQ.
BECKER & POLIAKOFF, P.A.
630 S. ORANGE AVENUE
SARASOTA, FL 34236

FILED

99 JAN 11 AM 9:41

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
LIDO REGENCY CONDOMINIUM ASSOCIATION, INC.**

WHEREAS, the original Articles of Incorporation of Lido Regency Condominium Association, Inc. were filed with the Florida Department of State on September 21, 1979, and

WHEREAS, the Articles have been amended from time to time as reflected by instruments filed with the Secretary of State, and

WHEREAS, these Amended and Restated Articles of Incorporation contain amendments to Articles III, VI, VII, VIII, IX, X, XII, XVI and XVIII and delete former Articles XI, XIII, XIV, XV and XVII which amendments and deletions were duly approved by not less than fifty-one (51%) percent of the entire membership of the Association at a membership meeting held on the 13th day of January, 1998, and

WHEREAS, the number of membership votes cast for the revisions were sufficient for approval under the corporation documents and applicable law, and

WHEREAS, not less than two-thirds (2/3rds) of the entire membership of the Board of Directors approved the amendments and these Amended and Restated Articles of Incorporation at a duly noticed and convened Board meeting held on the 13th day of October, 1998.

NOW THEREFORE, the following are adopted as the Amended and Restated Articles of Incorporation of Lido Regency Condominium Association, Inc.

ARTICLE I

NAME: The name of this corporation shall be LIDO REGENCY CONDOMINIUM ASSOCIATION, INC., a Florida Corporation Not For Profit. Hereafter the corporation shall be referred to as the "Association."

ARTICLE II

PURPOSE: The purpose for which the Association is organized is to provide an entity pursuant to Chapter 718, Florida Statutes, as amended, hereinafter referred to as the "Condominium Act," for the operation and management of the affairs and property of the Condominium known as LIDO REGENCY, a Condominium, and to perform all acts and duties provided in the Condominium Act and the Declaration of Condominium.

ARTICLE III

MEMBERS: The qualification of members and the manner of admission and termination shall be as follows:

3.1 The members of the Association shall consist of the owners of condominium unit in LIDO REGENCY, a Condominium. Each unit owner shall automatically become a member of the Association upon acquisition of the fee simple title to a unit as evidenced by recording of the deed in the Public Records of Sarasota County, Florida.

3.2 Membership in the Association shall automatically terminate when a member ceases to be an owner of a unit as a result of a conveyance or a distribution of the unit to another party or entity.

3.3 Upon termination of the entire condominium the membership shall consist of those who are members at the time of such termination.

3.4 After the Association approves of a conveyance of a condominium unit as provided in said Declaration of Condominium, the change of membership in the Association shall be evidenced in the Association records by delivery to the Secretary of a copy of the deed or other instrument or conveyance.

3.5 A member's share in the funds and assets of the Association may not be assigned, hypothecated or transferred in any manner except as an appurtenance to a condominium unit.

ARTICLE IV

TERM: The Association shall exist perpetually unless terminated according to law.

ARTICLE V

SUBSCRIBERS: The names and residences of the subscribers to the original Articles were:

NAME:	RESIDENCE:
Roger B. Shlonsky	5445 North Sheridan Road Chicago, Illinois 60640
William A. Saba	1884 Hyde Park Street Sarasota, Florida 33579
Emma Jean Rushing	2002 Flamingo Avenue Bradenton, Florida 33507

ARTICLE VI

AFFAIRS: The affairs of the Association shall be managed by a Board of Directors who shall be elected at the annual meeting of the Association. Vacancies on the Board of Directors may be filled, in such manner as provided in the Bylaws. The affairs of the Association shall be administered by the officers of the Association which shall include a President, Vice President, Secretary and Treasurer. Officers of the Association shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Association. The officers and members of the Board of Directors shall perform such

duties, hold office for such terms and take office at such times as shall be provided by the Bylaws of the Association.

ARTICLE VII

DIRECTORS: The composition and election of the directors shall be as provided in the Bylaws.

ARTICLE VIII

OFFICERS: The officers shall be elected and provide services as set forth in the Bylaws.

ARTICLE IX

BYLAWS: The Bylaws of the Association shall be made, altered or rescinded as provided in the Bylaws.

ARTICLE X

AMENDMENTS: Amendments to these 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 to be considered.

10.2 A resolution for the adoption of a proposed amendment may be proposed by the Board of Directors or by not less than twenty (20%) percent of the voting interest of the Association. After such proposal, membership approval of a proposed amendment must be by not less than a majority of the voting interests of the Association.

10.3 A copy of each amendment shall be filed with the Secretary of State, pursuant to the provisions of the applicable Florida Statutes, and a copy certified by the Secretary of State shall be recorded in the Public Records of Sarasota County, Florida.

ARTICLE XI

11.1 Indemnity. The Association shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or contemplated action, suit or proceedings, whether civil, criminal, administrative or investigative, by reason of the fact that he is or was a director, officer or committee member of the Association, against expenses (including attorneys' fees and appellate attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceedings, unless (a) a court of competent jurisdiction determines, after all available appeals have been exhausted or not pursued by the proposed indemnity, that he did not act in good faith, nor in a manner he reasonably believed to be in or not opposed to the best interest of the Association, and with respect to any criminal action or proceeding, that he had reasonable cause to believe his conduct was unlawful, and (b) such court further specifically determines that indemnification should be denied. The termination of any action, suit or proceedings by judgment, order, settlement, conviction or upon a plea of nolo contendere or its equivalent shall not, or itself, create a presumption that the person did not act in good faith and in a manner which he reasonably believed to be in or not opposed to the best interest of the Association, and, with respect to any criminal action or proceeding, had reasonable cause to believe that his conduct was unlawful. It is the intent of the membership, by the

adoption of this provision, to provide the most comprehensive indemnification possible to their officer, directors and committee members as permitted by Florida law.

11.2 Expenses. To the extent that a director, officer, or committee member of the Association has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in Section 11.1 above, or in defense of any claim, issue or matter therein, he shall be indemnified against expenses (including attorneys' fees and appellate attorneys' fees) actually and reasonably incurred by him in connection therewith.

11.3 Advances. Expenses incurred in defending a civil or criminal action, suit or proceeding shall be paid by the Association in advance of the final disposition of such action, suit or proceedings upon receipt of an undertaking by or on behalf of the affected director, officer, or committee member to repay such amount unless it shall ultimately be determined that he is entitled to be indemnified by the Association as authorized in this Article XI, or as otherwise permitted by law.

11.4 Miscellaneous. The indemnification provided by this Article shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under any Bylaw, agreement, vote of members or otherwise, and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs and personal representatives of such person.

11.5 Insurance. The Association shall have the power to purchase and maintain insurance on behalf of any person who is or was a director, officer, or committee member against any liability asserted against him and incurred by him in any such capacity, or arising out of his status as such, whether or not the Association would have the power to indemnify him against such liability under the provisions of this Article. Notwithstanding anything in this Article XI to the contrary, the provisions herein provided for indemnification shall only be applicable to the extent insurance coverage does not apply or is insufficient.

11.6 Amendment. Anything to the contrary herein notwithstanding, the provisions of this Article XI may not be amended without the prior written consent of all persons whose interest would be adversely affected by such amendment.

ARTICLE XII

VOTING RIGHTS: On all matters upon which the members of the Association shall be entitled to vote, there shall be one vote for each unit, which vote may be exercised or cast in such manner as may be provided in the Bylaws of the Association. Any person or entity owning more than one (1) unit shall be entitled to one (1) vote for each unit he owns, except as otherwise provided in the Bylaws.

ARTICLE XIII

RESIDENT AGENT: The Board of Directors shall designate a Resident Agent and Resident Officer as required by law. The current registered agent is John Lambert and the current registered office is 1700 Ben Franklin Drive, Apartment 3E, Sarasota, Florida 34236.

The recitals set forth in these Amended and Restated Articles of Incorporation are true and correct and are certified by the Board of Directors.

LIDO REGENCY CONDOMINIUM
ASSOCIATION, INC.

[Signature]
Witness Signature

BY: John T. Lambert
JOHN T. LAMBERT, PRESIDENT

John A. Turner Sr
Printed Name

Heinz Bloch
Witness Signature

Heinz Bloch
Printed Name

BY: [Signature]
SECRETARY

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 26th day of October, 1998 by JOHN T. LAMBERT, as President and Marcel Temmerman, as Secretary of LIDO REGENCY CONDOMINIUM ASSOCIATION, INC., a Florida corporation, on behalf of the corporation. They are personally known to me or who have produced _____ as identification. If no type of identification is indicated, the above-named persons are personally known to me.

Patricia G. Hudome
Notary Public
State of Florida
My Commission Expires June 26, 2000



PATRICIA G. HUDOME
My Comm Exp. 6/26/00
Bonded By Service Inc
No. CC585841

☒ Personally Known ☐ Other I.D.