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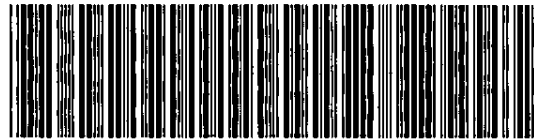
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C. LEWIS

MAY 20 2014

EXAMINER

CHAD M. MCCLENATHEN, P.A.

Board Certified Real Estate Attorney

783 South Orange Avenue, Suite 210
Sarasota, FL 34236
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chad@mcclenathenlaw.com
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Fax: 941-894-1096

May 5, 2014

Florida Division of Corporations
Attn: Amendment Section
PO Box 6327
Tallahassee, FL 32314

Re: Filing Restated Articles of Incorporation for The Condominium On The Bay Tower I Association, Inc.

Dear Division:

Enclosed are:

1. Original executed Restated Articles of Incorporation, and one copy.
2. Check for \$43.75 payable to Florida Dept. of State.

Please file and return a certified copy to me. Call if there are any questions or if you need additional information. Thank you.

Very truly yours,



Chad M. McClenathen

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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF**

THE CONDOMINIUM ON THE BAY TOWER I ASSOCIATION, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
762669

WHEREAS, the original Articles of Incorporation of The Condominium On The Bay Tower I Association, Inc. were filed with the Florida Department of State on March 30, 1982, and were amended in 1994 and restated in 2013, and

WHEREAS, The Condominium On The Bay Tower I Association, Inc. desires to amend its Articles of Incorporation for the purpose of deleting obsolete references and conforming the Articles to current governing law, and

WHEREAS, the entire membership of the Board of Directors approved the adoption of the amendments and these Amended and Restated Articles of Incorporation at a Board meeting held on December 19, 2013, and

WHEREAS, not less than two-thirds of the voting interests of the entire membership of the Association approved the amendments and these Amended and Restated Articles of Incorporation at a membership meeting held on March 3, 2014, and

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

NOW THEREFORE, the following are adopted as Amended and Restated Articles of Incorporation of The Condominium On The Bay Tower I Association, Inc.

ARTICLE I. NAME

The name of this corporation is The Condominium On The Bay Tower I Association, Inc. (herein referred to as the "Association").

ARTICLE II. PURPOSES

The purposes and objects of the Association shall be to administer the operation and management of The Condominium On The Bay Tower I (the "Condominium"), established pursuant to Chapter 718, Florida Statutes (the "Condominium Act"), on the real property in Sarasota County, Florida and described in the Declaration of Condominium of The Condominium On The Bay, Tower I (the "Declaration") and to undertake and perform all acts and duties incident to the administration, operation and management of the Condominium in accordance with the terms, provisions, conditions and authorizations contained herein and in the Declaration; and to own, operate, lease, sell, manage and otherwise deal with such real and personal property as may be necessary or convenient for the administration of the Condominium. The Association shall be conducted as a non-profit organization for the benefit of its members.

ARTICLE III. POWERS

The Association shall have all of the powers and privileges granted to a corporation not for profit under the laws of Florida pursuant to which this Association is chartered, all of the powers and duties set forth in the Condominium Act and the Declaration, and all other powers reasonably necessary to effectuate the purposes of the Association set out herein, together with, but not limited to, the following powers:

1. To make and establish rules and regulations governing the use and activities of the Condominium.

2. To levy and collect assessments against members of the Association in accordance with the terms of the Declaration and the By-Laws of this Association, including the right to use the proceeds of assessments to operate and manage the Condominium and for other purposes set forth in the Declaration.

3. To make contracts and incur liabilities, borrow or lend money at such rates of interest as the Association may determine, issue its notes, bonds and other obligations, and secure any of its obligations by mortgage and pledge of all or any of its property, franchises or income.

4. To purchase, lease, take by gift, devise or bequest or otherwise acquire, own, hold, improve, use or otherwise deal in and with real or personal property, or any interest therein.

5. To maintain, repair, replace, operate and manage the Condominium, and the real and personal property comprising it including the right to reconstruct improvements and replace personal property after damage by casualty and to make further improvement of the condominium property and to purchase replacements and additional property and improvements.

6. To enter into contracts for management, operation, insurance coverage, and maintenance of the Condominium Property.

7. To delegate all of the powers and duties of the Association except those the delegation of which may be prohibited by the Declaration, the Condominium Act or any administrative rules of regulations adopted pursuant thereto.

8. To employ personnel to perform the services required for the operation of the Condominium.

9. To enforce the provisions of the Declaration, these Articles of Incorporation, the By-Laws of the Association, and the rules and regulations governing the use of the Condominium as may be hereafter established and to levy reasonable fines as provided in the By-Laws.

10. To exercise, undertake and accomplish all of the rights, duties and obligations which may be granted to or imposed upon the Association pursuant to the Declaration.

ARTICLE IV. QUALIFICATION OF MEMBERS

The qualification of the members, of their admission to membership, termination of membership, and voting by members shall be as follows:

1. Members of the Association shall consist of all of the owners of condominium dwelling units in the Condominium, and no other persons or entities shall be entitled to membership.

2. A person or entity shall become a member by the acquisition of a fee ownership interest in a dwelling unit in the Condominium, whether by conveyance, devise, judicial decree or otherwise. The membership of any person or entity shall be automatically terminated upon his being divested of his title to or interest in the dwelling unit. Transfer of membership shall be recognized by the Association upon its being provided with a certified copy of the recorded deed conveying title to a dwelling unit to the new member. If a corporation is the recorded owner of a dwelling unit, the corporation shall designate one officer or director as the member.

3. Except as an appurtenance to his dwelling unit, no member can assign, hypothecate or transfer in any manner, his membership in the Association or his interest in the funds and assets of the Association. The funds and assets of the Association shall belong solely to the Association subject to the limitation that the same be expended, held or used for the benefit of the membership and for the purposes authorized herein, in the Declaration, and in the By-Laws.

4. On all matters on which the membership shall be entitled to vote, there shall be only one vote for each condominium parcel in the Condominium. A vote may be exercised or cast by the owner or owners of each condominium parcel in such manner as may be provided in the By-Laws.

ARTICLE V. TERM OF EXISTENCE

This Association is to exist perpetually.

ARTICLE VI. OFFICERS

1. The officers of the Association shall be a President, a Vice President, a Secretary, a Treasurer, and such other officers, as may be deemed desirable or necessary by the Board of Directors.
2. The officers shall be elected by the Board of Directors at their annual meeting as provided in the By-Laws. Any vacancies in any office shall be filled by the Board of Directors at any meeting duly held.

ARTICLE VII. BOARD OF DIRECTORS

1. The business affairs of this Association shall be managed by the Board of Directors. The number of directors may be increased or decreased from time to time as provided by the By-Laws but shall never be less than three (3) nor greater than nine (9).
2. Each director shall be a member of the Association, or the spouse of a member.
3. The Board of Directors shall be elected by the members of the Association from among the membership at the annual membership meeting as provided in the By-Laws. Vacancies on the Board may be filled as provided in the Condominium Act or the rules adopted pursuant thereto.

ARTICLE VIII. BY-LAWS

1. The Board of Directors of this Association may provide such By-Laws for the conduct of its business and the carrying out of its purposes as it may deem necessary from time to time.
2. The By-Laws may be amended, altered or rescinded as set forth in the By-Laws.

ARTICLE IX. AMENDMENTS

These Articles of Incorporation may be amended as follows:

1. Amendments shall be proposed by the Board of Directors of the Association acting upon a vote of a majority of the directors.
2. Such proposed amendments shall become effective when approved by an affirmative vote of two-thirds (2/3rds) of the voting interests of the Association. A vote on the proposed amendments may be cast at any regular or specially called meeting for such purpose, the notice of which shall describe the amendment or amendments being proposed. Votes may be in person or by limited proxy.

ARTICLE X. LOCATION OF PRINCIPAL OFFICE

The location of this Association shall be at 888 Boulevard of the Arts, Sarasota, Florida 34236, or at such other place as the Board of Directors may designate.

ARTICLE XI. NON-PROFIT STATUS

No part of the net earnings of the Association shall inure to the benefit of any individual or member.

ARTICLE XII. INDEMNITY

Every director and every other officer of the Association shall be indemnified by the Association against all expenses and liabilities, including attorney's fees, reasonably incurred by or imposed upon him in connection with any proceedings 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 by a court of competent jurisdiction to be guilty of willful misfeasance or malfeasance in the performance of his duties. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled.

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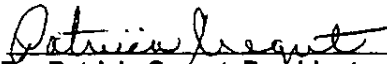
ARTICLE XIII. REGISTERED OFFICE AND REGISTERED AGENT

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The registered office of the Association shall be 888 Boulevard of the Arts, #108, Sarasota, Florida 34236, and the registered agent at such address shall be John Schlegel. The Board of Directors may change the registered agent and office at any time in accordance with legal requirements then in effect.

The recitals set forth in these Amended and Restated Articles of Incorporation are true and correct and are certified as such by the Board of Directors this 17 day of April, 2014.

**The Condominium On The Bay Tower I
Association, Inc.**


By: Patricia Cregut, President