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Amend/Name Chg

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TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Waterside V at Bay Beach Condominium Association, Inc.

DOCUMENT NUMBER: N02000002953

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

Please return all correspondence concerning this matter to the following:

Chanille L. Grigsby, Esq.

(Name of Contact Person)

McClure and Grigsby, P.A.

(Firm/ Company)

9420 Bonita Beach Road, Suite 1117

(Address)

Bonita Springs, FL 34135

(City/ State and Zip Code)

For further information concerning this matter, please call:

Chanille L. Grigsby, Esq.

(Name of Contact Person)

at (239) 948-9740

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
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| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
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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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATE
2015 JUN 18 PM 12:56

Waterside V at Bay Beach Condominium Association, Inc.

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

N02000002953

(Document number of corporation (if known))

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:

NEW CORPORATE NAME (if changing):

Dolphin Pointe at Waterside Condominium Association, Inc.

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not be used in the name of a not for profit corporation)

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

See attached. Amendment to Articles of Incorporation

Prepared by and After Recordation
Return to:
McClure and Grigsby, P.A.
9240 Bonita Beach Road, Suite 1117
Bonita Springs, FL 34135
239/948-9740

CERTIFICATE OF AMENDMENT
[Amendment to Articles of Incorporation for
Dolphin Pointe, a Condominium]

THE UNDERSIGNED, being the President of Dolphin Pointe at Waterside Condominium Association, Inc., a Florida corporation not-for-profit, ("Association") hereby certifies as follows: On March 5, 2015, a meeting of the Association Board of Directors was held, where a quorum was present after due notice, at which a resolution was passed by the affirmative vote of at least a majority of the Board of Directors approving the Amendment to Articles of Incorporation for Dolphin Pointe, a Condominium, as attached hereto ("Amendment"). On March 19, 2015, a meeting of the members of the Association was held, where a quorum was present after due notice, where at least two-thirds (2/3) of the voting interests present, in person or by proxy, approved the Amendment, as attached hereto.

WITNESSES:

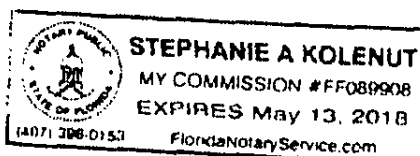
Mary Sue Heindbrink
Signature
Mary Sue Heindbrink
Print Name
Nicholas R. Goebrecht
Signature
Nicholas R. Goebrecht
Print Name

DOLPHIN POINTE AT WATERSIDE
CONDOMINIUM ASSOCIATION, INC., a
Florida not-for-profit corporation

By: Jerry Wood
Title: President
Date: March 26, 2015

STATE OF FLORIDA
COUNTY OF LEE

The foregoing instrument was acknowledge before me this 26th day of March, 2015 by
Jerry Wood President of DOLPHIN POINTE AT WATERSIDE
CONDOMINIUM ASSOCIATION, INC., on behalf of the corporation. He/She is (☒) personally
known to me or () has produced _____ as identification.



Stephanie A. Kolenut
Signature of Notary Public

After recordation, return to:
McClure and Grigsby, P.A.
9240 Bonita Beach Road, Suite 1117
Bonita Springs, FL 34135

**AMENDMENT TO ARTICLES OF INCORPORATION FOR
DOLPHIN POINTE, A CONDOMINIUM**

WHEREAS, in compliance with the requirements of Chapter 617, Florida Statutes, Waterside V at Bay Beach Condominium Association, Inc. ("Association"), a Florida not-for-profit corporation, filed its Articles of Incorporation with the Florida Secretary of State on April 15, 2002;

WHEREAS, the Association wishes to amend its Articles of Incorporation in accordance with the terms and conditions set forth below and pursuant to Article VIII therein.

NOW, THEREFORE, the Articles of Incorporation are hereby amended as follows [all deleted text is ~~overstricken~~ and all added text is **bold and underlined**]:

1. Article I is amended to read as follows:

ARTICLE I. NAME & ADDRESS. The name of the corporation, herein referred to as the "Association" is ~~Waterside V~~ **Dolphin Pointe at Waterside** Condominium Association, Inc., and its address is ~~7404 Estero Blvd., Ft. Myers Beach, Florida 33931~~ **4137 Bay Beach Lane, Ft. Myers Beach, Florida 33931**.

2. Article II is amended to read as follows:

ARTICLE II. DEFINITIONS. The definitions as set forth in Section 7 of the Declaration of Condominium shall apply to the terms used in these Articles.

3. Article III is amended to read as follows:

ARTICLE III. PURPOSE AND POWERS. The purpose for which the Association is organized is to provide an entity pursuant to the Florida Condominium Act for the operation of ~~Waterside V~~ **Dolphin Pointe**, a Condominium, located in Lee County, Florida. The Association is organized and shall exist upon a non-stock basis as a Florida corporation, not for profit. No portion of any earnings of the Association shall be distributed to or inure to the private benefit of any member, Director or officer. For the accomplishment of its purposes, the Association shall have all the common law and statutory powers and duties of a corporation, not for profit, except as expressly limited or modified by these Articles, the Declaration of Condominium or by Chapter 718 Florida Statutes, as it may hereafter be amended, including but not limited to the following:

[The remaining provisions of Article III shall remain the same.]

4. Article XI is amended to read as follows:

ARTICLE XI. INDEMNIFICATION. To the fullest extent permitted by Florida law, the Association ~~must~~ **shall** indemnify and hold harmless every Director and every officer of the Association against all expenses and liabilities, including attorney's fees, actually and reasonably incurred by or imposed on him personally in connection with any legal proceeding (or settlement or appeal of such proceeding) to which he may be a party because of his being or having been a Director or officer of the Association. The foregoing right of indemnification shall not be available **and the Director or officer shall be liable for monetary damages as provided in Section 617.0834, Florida Statutes as amended, if a judgment or other final adjudication established that his actions or omissions to act were material to the cause adjudicated and involved such Director of officer breached or failed to perform his duties as an officer or Director; and the breach of, or failure to perform his duties constitutes:**

- (A) ~~Willful misconduct or a conscious disregard for the best interests of the Association, in a proceeding by or in the right of the Association to procure a judgment in its favor.~~
- (B) A violation of criminal law, unless the Director or officer had no reasonable cause to believe his action was unlawful or had reasonable cause to believe his action was lawful.
- (C) A transaction from which the Director or officer derived an improper personal benefit.
- (D) Recklessness, or an act or omission which was committed in bad faith or with malicious purpose or in manner exhibiting wanton and willful disregard for human rights, safety or property, in an action by or in the right of someone other than the Association or a member.
- (E) ~~Wrongful conduct by Directors or officers appointed by the Developer, in a proceeding brought by or on behalf of the Association.~~

In the event of a settlement, the right to indemnification shall not apply unless the Board of Directors approves such settlement as being in the best interest of the Association. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which a Director or officer may be entitled.

5. Article XII is added to read:

ARTICLE XII. MISCELLANEOUS.

- (A) **Number and Gender. The use of the singular includes the plural and the use of the male includes the female and neuter and vice versa in this document.**
- (B) **Severability. Should any portion hereof be void or become unenforceable, the remaining provisions of these Articles shall remain in full force and effect.**

6. All other terms and conditions of the Articles of Incorporation not amended hereby shall remain in full force and effect.

DOLPHIN POINT AT WATERSIDE
CONDOMINIUM ASSOCIATION, INC.
a Florida not-for-profit corporation

By: Larry A Wood

Title: President

Date: April 27, 2015

The date of adoption of the amendment(s) was: March 19, 2015

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 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.

Signature Terry Wood
(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.)

Terry Wood
(Typed or printed name of person signing)

President
(Title of person signing)

FILING FEE: \$35