

NO5000002925

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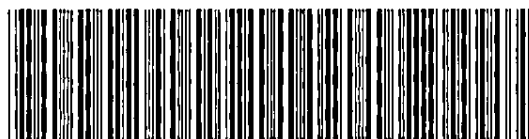
(Business Entity Name)

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DIVISION OF REVENUE
TALLAHASSEE, FLORIDA

2020

PM 3:54

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ALBRITTON

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Topsail Village Master Association, Inc.

DOCUMENT NUMBER: N05000002925

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

Please return all correspondence concerning this matter to the following:

Rob Blue, Esq.
Name of Contact Person
Burke Blue
Firm/ Company
144 McKenzie Avenue
Address
Panama City, FL 32401
City/ State and Zip Code

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Rob Blue at (850) 215-4075
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|---|--|--|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input checked="" type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$52.50 Filing Fee
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
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

LIS W. BURKE *
ROB BLUE, JR.
EDWARD A. HUTCHISON, JR.
DOUGLAS L. SMITH *
NEVIN J. ZIMMERMAN
MICHAEL S. BURKE
WILLIAM S. HENRY *
JOY MARIE MASTERS **
GRAHAM CLARK ** * * * * *
CLARK T. ROGERS
NATALIE A. MCSWANE
WILLIAM C. HENRY ***
SANDRA A. WILSON *
GREGORY J. PHILL
JESSICA L. STEWART

* OF COUNSEL
** ALSO ADMITTED IN GEORGIA
** ALSO ADMITTED IN NEW YORK
- CERTIFIED CIRCUIT COURT MEDIATOR
- L. M. IN TAXATION
- CERTIFIED FAMILY MEDIATOR
- BOARD CERTIFIED MARITAL & FAMILY
LAW ATTORNEY



BURKEBLUE

November 11, 2020

Mr. Ben Bush, Esq.
1300 Thomaswood Drive
Tallahassee, FL 32308

Via Federal Express

Re: Filing Corporate Amendments
Our File Number: T304-17847
(Topsail Village Master Association, Inc.)

Dear Ben:

Here are the items for the follow up filing at the Department of State:

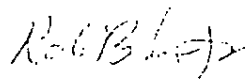
a. November 9, 2020, letter from Department of State, Division of Corporations explaining the details that required correction.

b. The originals of the *revised* 1st and 2nd Amendments to the Articles of Incorporation for Topsail Village Master Association, Inc.

I have not included a return Fedx label as I assume you still have the one we provided earlier.

Thank you for helping us. I apologize for the additional time and effort this is taking, but certainly appreciate it. Let me know how it goes this time.

Sincerely,
BURKEBLUE



Rob Blue, Jr.

Enclosures: As described above



FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 9, 2020

ROB BLUE, ESQ.
BURKE BLUE
144 MCKENZIE AVENUE
PANAMA CITY, FL 32401

SUBJECT: TOPSAIL VILLAGE MASTER ASSOCIATION, INC.
Ref. Number: N05000002925

We have received your document for TOPSAIL VILLAGE MASTER ASSOCIATION, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please entitle your document Articles of Amendment.

The date of adoption of each amendment must be included in the document.

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

The officer/director signing the documents must sign on behalf of TOPSAIL VILLAGE MASTER ASSOCIATION, INC. not the dissolved Limited Liability Company.

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.

Irene Albritton
Regulatory Specialist II

Letter Number: 620A00022445

ARTICLES OF AMENDMENT
of
Topsail Village Master Association, Inc.
(1st Amendment to Articles of Incorporation)

WHEREAS, Topsail Village Master Association, Inc., a not-for-profit Florida corporation (the "Association" or "Master Association") was formed for the purpose of serving as the master association under applicable provisions of Chapter 617, Florida Statutes (2004) for the TOPSAIL VILLAGE, a planned development in Walton County, Florida ("TOPSAIL VILLAGE"); and

WHEREAS, all of the recordings referred to herein are in the public records of Walton County, FL; and

WHEREAS, the Association operates under a Community Property Agreement recorded at Official Records Book 2670, Page 56, as amended from time to time, public records of Walton County, FL ("CPA"), along with Master Articles of Incorporation attached as Exhibit D to the CPA, Official Records Book 2670, Page 77 ("Articles") and Master Bylaws attached as Exhibit E to the CPA, Official Records Book 2670, Page 86 ("Bylaws"); and

WHEREAS, TOPSAIL VILLAGE was originally planned to contain both residential and commercial development in which the Master Association would have a membership structure reflective of both residential and commercial developments and that its voting interests would be allocated to unit and parcel owners within their respective associations according to the relative number of units and parcels in the various associations as eventually built out; and

WHEREAS, the build out of TOPSAIL VILLAGE likely will only contain one residential owner association--i.e., for Topsail Village, a condominium, that contains 64 residential units; and

WHEREAS, the build out of TOPSAIL VILLAGE's commercial development now includes some commercial parcels that have units to rent but not for sale--for example rental properties such as 30A Suites, and other commercial parcels that have no units at all--for example the event venue which is Celebration Hall; therefore, the referenced Master documents which allocate voting interests and costs and expenses of the Community Property and of the Association must be updated and expanded beyond just the relative number of units of each development in TOPSAIL VILLAGE; and

WHEREAS the amendment to the Articles of Incorporation set forth below are in the best interests of Topsail Village Master Association, Inc. and its members.

1. Adoption. The following amendment was adopted by the members on November 5, 2020: the number of votes cast for the amendment was sufficient for approval.

2. Amendment. The following Amendment to ARTICLE IX, paragraph (C) of the Articles of Incorporation of the Master Association has been adopted.

(Deleted text is indicated by strike over and new text is indicated by underlining.)

ARTICLE IX

(C) Except for amendments acknowledging and clarifying the mixed use character of TOPSAIL VILLAGE as it was originally conceived and as it has evolved and recognizing commercial parcel owners along with unit owners as members having voting interests and other appurtenant rights and obligations, Provided: however, that no amendment shall make any changes in the qualifications for membership nor the voting rights of members without approval in writing by all members and the joinder of all record owners of mortgages upon their units at TOPSAIL VILLAGE.

3. Remainder. All other portions of the Articles of the Association remain unchanged and in full force and effect.

IN WITNESS WHEREOF, the undersigned certifies that the above amendment was duly adopted as aforesaid.

Witnesses:

Rob Blue Jr
(sign name)
Rob Blue Jr
(print name)

Topsail Village Master Association, Inc.

Timothy G. Pauls
Timothy G. Pauls, President

Kathleen E Renaud
(sign name)
KATHLEEN E. RENAUD
(print name)

STATE OF FLORIDA
COUNTY OF WALTON

The foregoing instrument was acknowledged before me this 11th day of November, 2020, by physical presence, by Timothy G. Pauls as President of Topsail Village Master Association, Inc., who:

✓ is personally known to me
or
produced _____ as identification.



Kathleen E Renaud
Notary Public