

N17912

(Requestor's Name)

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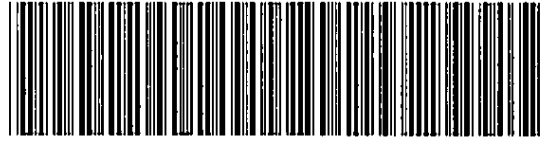
(Business Entity Name)

(Document Number)

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Amended  
Restated

JAN 06 2021  
ALBRITTON

**COVER LETTER**

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

**SUBJECT:** ARLINGTON PARK CONDOMINIUM ASSOCIATION, INC.  
CORPORATE NAME

\$35.00 Filing Fee  
 \$43.75 Filing Fee & Certificate of Status

\$43.75 Filing Fee & Certified Copy  
 \$52.50 Filing Fee, Certified Copy & Certificate of Status  
**ADDITIONAL COPY REQUIRED**

**FROM:** Chanille L. Grigsby, Esq.  
Name (Printed or typed)  
9240 Bonita Beach Rd., Suite 1117  
Address  
Bonita Springs, FL 34135  
City, State & Zip  
239/948-9740  
Daytime Telephone number  
mgreen@infinitymgmtllc.com  
E-mail address: (to be used for future annual report notification)

**NOTE: Please provide the original and one copy of the document.**



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

2020

10/11/20

October 11, 2020

CHANILLE L. GRIGSBY, ESQ.  
9240 BONITA BEACH RD.  
STE. 1117  
BONITA SPRINGS, FL 34135

SUBJECT: ARLINGTON PARK CONDOMINIUM ASSOCIATION, INC.  
Ref. Number: N17912

We have received your document for ARLINGTON PARK CONDOMINIUM ASSOCIATION, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Our records indicate the current name of the entity is as it appears on the enclosed computer printout. Please correct the name throughout the document.

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: 120A00019939

After Recordation, Return to:  
Grigsby Law, P.A.  
9240 Bonita Beach Road, Suite 1117  
Bonita Springs, Florida 34135  
Telephone: 239/948-9740

**AMENDMENT TO CERTIFICATE OF AMENDMENT**  
**[Amended and Restated Articles of Incorporation of**  
**Arlington Park Condominium Association, Inc.]**  
**[SCRIVENER'S ERROR]**

THE UNDERSIGNED, being the Vice President of Arlington Park Condominium Association, Inc., a Florida corporation not-for-profit, hereby certifies that a meeting of the Board of Directors was held on January 24, 2020 at which 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 present approving the Amended and Restated Articles of Incorporation of Arlington Park Condominium Association, Inc., as attached hereto ("Amendment"). On March 16, 2020, 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<sup>rd</sup>) of the voting interest, present and voting approved the Amendment, as attached hereto. The purpose of this Amendment to Certificate of Amendment is to correct a scrivener's error by substituting the name "Arlington Park Condominium Association, Inc." for Sanibel Sunset Villas Condominium Association, Inc.

WITNESSES:

Gemma Turner  
Signature

GEMMA TURNER  
Print Name

Wanda B Knudson  
Signature

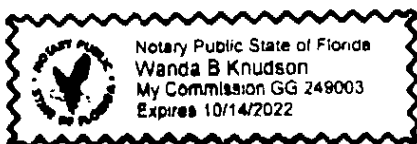
Wanda B Knudson  
Print Name

ARLINGTON PARK CONDOMINIUM  
ASSOCIATION, INC.,  
a Florida not-for-profit corporation

By: Michael Baylor  
Title: Vice President Arlington

STATE OF FLORIDA  
COUNTY OF LEE

The foregoing instrument was acknowledge before me this 17<sup>th</sup> day of Dec.,  
2020 by Michael Baylor, Vice President of the Arlington Park  
Condominium Association, Inc., on behalf of the corporation, who is ( ) personally known to  
me or (  ) has produced FL license as identification.



Wanda B Knudson  
Signature of Notary Public  
My Commission Expires:

After recordation, return to:  
Grigsby Law, P.A.  
9240 Bonita Beach Road, Suite 1117  
Bonita Springs, Florida 34135

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*THIS DOCUMENT CONSTITUTES A SUBSTANTIAL REWORDING OF  
THE DECLARATION AS PREVIOUSLY AMENDED. SEE PRIOR  
DOCUMENTS FOR CHANGES TO PRESENT TEXT*

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
ARLINGTON PARK CONDOMINIUM ASSOCIATION, INC.**

WHEREAS, the original Articles of Incorporation of Arlington Park Condominium Association, Inc., were filed with the Florida Department of State on November 21, 1986, and

WHEREAS, these Amended and Restated Articles of Incorporation contain amendments to all the Articles, and

WHEREAS, the Articles of Incorporation were amended on prior occasions per instruments filed with the Florida Department of State, and

WHEREAS, not less than a majority 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 January 24, 2020 and,

WHEREAS, not less than two-thirds (2/3rds) of the voting interests of the members present in person or by proxy at a duly notice and convened membership meeting held on March 16, 2020 approved the amendments and these Amended and Restated Articles of Incorporation, 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 the Amended and Restated Articles of Incorporation of Arlington Park Condominium Association, Inc.

**ARTICLE I  
Name and Principal Office**

The name of the corporation is Arlington Park Condominium Association, Inc. a Florida not-for-profit corporation (hereinafter referred to as the "Association"); and the principal address of the Association is such address as may be reflected on the Division of Corporations website.

## ARTICLE II

### Purpose

The purposes for which this Association is organized are as follows:

1. To operate as a corporation not-for-profit pursuant to Chapter 718 of the Florida Statutes.
2. To administer, enforce and carry out the terms and provisions of the Declaration, as the same may be amended from time to time.
3. To promote the health, welfare, and comfort of the Association members and residents of the Condominium, as authorized by the Declaration, by these Articles, and by the Bylaws.

## ARTICLE III

### Powers

The Association shall have the following powers:

1. All of the common law and statutory powers of a corporation not-for-profit under the laws of Florida which are not in conflict with the terms of these Articles, including, but not limited to, all of the powers of a corporation under Chapters 617 and 718 of the Florida Statutes.
2. To enter into, make, establish and enforce, rules, regulations, bylaws, covenants, restrictions and agreements to carry out the purposes of the Association.
3. To make and collect Assessments against members of the Association to defray costs, expenses, reserves and losses incurred or to be incurred by the Association; and to use the proceeds thereof in the exercise of the Association's powers and duties; and to enforce such levy of assessments through a lien and the foreclosure thereof or by other action pursuant to the Declaration.
4. To own, purchase, sell, mortgage, lease, administer, manage, operate, maintain, improve, repair and/or replace real and personal property, including units within the Condominium, for such purposes as the Association may determine.
5. To hold funds for the exclusive benefit of the members of the Association as set forth in these Articles and as provided in the Declaration and Bylaws.
6. To purchase insurance for the protection of the Association, its property, officers, directors and members, and such other parties as the Association may determine to be in the best interests of the Association.
7. To operate, maintain, repair and improve any and all of the Common Elements, and such other portions of the Condominium as may be determined by the Board from time to time.
8. To exercise architectural control over all buildings, structures and improvements to be placed or constructed upon any portion of the Condominium pursuant to the Declaration.
9. To provide for privacy services within the Condominium as the Board in its discretion determines as necessary or appropriate.

10. To provide, purchase, acquire, replace, improve, maintain and/or repair such buildings, structures, street lights and other structures, landscaping, paving and equipment, both real and personal, related to the health and social welfare of the members of the Association and the owners and residents of the Condominium as the Board in its discretion determines necessary or appropriate.

11. To employ personnel necessary to perform the obligations, services and duties required of or to be performed by the Association and/or to contract with others for the performance of such obligations, services or duties.

12. To acquire or enter into agreements acquiring leaseholds, memberships or other possessory or use interests in lands or facilities and to pay the rental, membership fees, operational, replacement and other expenses as common expenses.

13. To sue and be sued.

14. All other powers necessary to effectuate the purposes for which the Association is organized.

#### ARTICLE IV

##### Members

1. Members. The owner of any Unit in the Condominium shall be a member of the Association. Such membership shall be initially established upon the recording of these Articles and the Declaration among the Public Records of Lee County, Florida.

2. Transfer of Membership. Transfer of membership in the Association shall be established by the recording in the Public Records of Lee County, Florida, of a deed or other instrument establishing a transfer of record title to any unit for which membership has already been established as hereinabove provided, the owner(s) designated by such instrument of conveyance thereby becoming a member, and the prior owner's membership thereby being terminated. In the event of a death of a member, his membership shall be automatically transferred to his heirs or successors in interest.

3. Assignment. The share of a member in the funds and assets of the Association may not be assigned, hypothecated or transferred in any manner except as an appurtenance to the Unit associated with the membership of the member, nor may a membership be separately assigned, hypothecated or transferred in any manner except as an appurtenance to a unit.

4. Members Voting Rights. The total number of members' votes shall be equal to the total number of units within the Condominium from time to time. On all matters upon which the membership shall be entitled to vote, there shall be one (1) vote for each unit. Each member shall have the number of votes equal to the number of units within the Condominium owned by the member at the time of such vote.

5. Members' Meetings. The Bylaws shall provide for an annual meeting of the members of the Association and shall make provision for special meetings of the members.

#### ARTICLE V

##### Directors

1. Number of Directors. The affairs of the Association shall be managed by a Board of Directors as described in the Bylaws.

2. Election of Directors. The directors of the Association shall be elected by the members in accordance with the Bylaws.

3. Powers and Duties. All of the duties and powers of the Association existing under the Florida Statutes, the Declaration, these Articles and the Bylaws shall be exercised exclusively by the Board, its agents, contractors or employees, subject to the approval of the members only when specifically required.

4. Removal and Vacancies. Directors may be removed and vacancies on the Board shall be filled in the manner provided by the Bylaws.

#### ARTICLE VI Officers

The officers of the Association shall be stated in the Bylaws. The officers shall serve at the pleasure of the Board, and the Bylaws may provide for the removal from office of officers, for the filling vacancies, and for the duties of officers.

#### ARTICLE VII Indemnification

To the fullest extent permitted by law, every officer and Director of the Association shall be indemnified by the Association against all expenses and liability including reasonable attorney's fees, incurred by or imposed upon him or her in connection with any proceeding to which he or she may be a party, or in which he or she may become involved, by reason of his or her being or having been an officer or Director of the Association, whether or not he or she is an officer or Director at the time such expenses are incurred. The foregoing right of indemnification shall not be available and the officer or Director shall be liable for monetary damages as provided in Section 617.0834, Florida Statutes, as amended, if such officer or Director breached or failed to perform his or her duties as an officer or Director; and the breach of, or failure to perform his or her duties constitutes: (1) a violation of the criminal law, unless the officer or director had reasonable cause to believe his or her conduct was lawful or had no reasonable cause to believe his or her conduct was unlawful. A judgment or other final adjudication against an officer or director in any criminal proceeding for violation of the criminal law estops that officer or director from contesting the fact that his or her breach, or failure to perform, constitutes a violation of the criminal law, but does not estop the officer or director from establishing that he or she had reasonable cause to believe that his or her conduct was lawful or had no reasonable cause to believe that his or her conduct was unlawful; (2) a transaction from which the officer or director derived an improper personal benefit, directly or indirectly; or (3) recklessness or an act or omission that was committed in bad faith or with malicious purpose or in a manner exhibiting wanton and willful disregard of human rights, safety, or property. Claims for reimbursement as permitted under this Section shall be paid by the Board as incurred. The foregoing right of indemnification shall be in addition to, and not exclusive of, all other rights to which such officer or director may be entitled.

#### ARTICLE VIII Bylaws

The Bylaws shall be adopted by amended or rescinded in the manner provided in the Bylaws.



ARTICLE IX  
Amendments

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

1. Proposal. Amendments to these Articles of Incorporation may be proposed by the Board of Directors or by written petition signed by the Owners of one-fourth (1/4) of the Voting Interests.
2. Vote Required. Except as otherwise provided by law, or by specific provision of the Condominium Documents, these Articles of Incorporation may be amended by approval of two-thirds (2/3rds) of the Voting Interests present, in person or by proxy, and voting at any annual or special meeting of the Members in accordance with law.
3. Certificate; Recording. A copy of each amendment shall be attached to a certificate that the amendment was duly adopted as an amendment to the Articles of Incorporation, which certificate shall be in the form required by law and shall be executed by officers of the Association with the formalities of a deed. The amendment shall be effective when the certificate and copy of the amendment are recorded in the Public Records of Lee County, Florida.
4. Correction of Errors. If there is any omission or error in these Articles of Incorporation or in other documents required by Florida law to establish the Condominium, the Association may correct the error or omission by following the procedures set forth in the Condominium Act.
5. Effective. An amendment shall not be effective until it has been recorded in the Public Records of Lee County, Florida.

ARTICLE X  
Registered Office and Agent

The street address of the Association's registered office and agent shall be as filed and indicated with the Florida Department of State a statement complying with Section 607.034 of the Florida Statutes.

ARTICLE XI  
Term

The term of the Association shall be perpetual.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation for the uses and purposes herein expressed this 24<sup>th</sup> day of June, 2020.

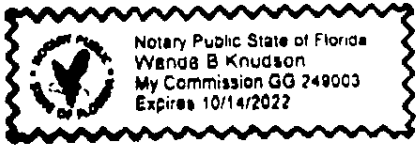
WITNESSES:

Rena R. Anway  
Signature  
Rena R. Anway  
Print Name  
Chanille C. Grigsby  
Signature  
Chanille L. Grigsby  
Print Name

ARLINGTON PARK CONDOMINIUM  
ASSOCIATION, INC. a Florida not-for-profit  
corporation  
By: [Signature]  
Title: PRESIDENT  
Date: 6-24-2020

STATE OF FLORIDA  
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 24<sup>th</sup> day of June, 2020 by \_\_\_\_\_, President of ARLINGTON PARK CONDOMINIUM ASSOCIATION, INC., on behalf of the corporation. She/He is () personally known to me or ( ) has produced \_\_\_\_\_ as identification.



Wanda B Knudson  
Signature of Notary Public