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TALLAHASSEE, FLORIDA

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May 31, 2012

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: **Venetian Condominium, Inc. / Restated Articles of Incorporation -
Document No. 715942**

Dear Sir/Madam:

Enclosed are the cover letter, the Articles of Amendment to the Articles of Incorporation, and the Restated Articles of Incorporation for Venetian Condominium, Inc. Also enclosed is an Association check #1530 payable to the Florida Department of State in the amount of \$35.00 representing the filing fee, as well as our Firm check #13247 in the amount of \$8.75 for a certified copy of the Restated Articles of Incorporation. Please mail the certified copy to me at:

Kerstin Henze, Esq.
Kaye Bender Rembaum, P.L.
1200 Park Central Boulevard South
Pompano Beach, Florida 33064

If you should have any questions, please do not hesitate to contact me at (954) 928-0680. Thank you for your prompt attention to this matter.

Very truly yours,



KERSTIN HENZE

KH/om
Enclosures
cc: Michael S. Bender, Esq.

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Venetian Condominium, Inc.

DOCUMENT NUMBER: 715942

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

Please return all correspondence concerning this matter to the following:

Kerstin Henze, Esq.

(Name of Contact Person)

Kaye Bender Rembaum, PL

(Firm/ Company)

1200 Park Central Blvd. South

(Address)

Pompano Beach, FL 33064

(City/ State and Zip Code)

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

For further information concerning this matter, please call:

Kerstin Henze, Esq.

(Name of Contact Person)

at (954) 928-0680

(Area Code & Daytime Telephone Number)

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

\$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☒ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$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
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RESTATED ARTICLES OF INCORPORATION
OF
VENETIAN CONDOMINIUM, INC.

7-4-42
FILED
12 JUN -4 PM 3:42
SECRETARY OF STATE
TALLAHASSEE FLORIDA

THE UNDERSIGNED hereby associate themselves together for the purpose of forming a corporation not for profit under Chapter 617, Florida Statutes, 1961, and certify as follows:

ARTICLE I.

NAME:

The name of the corporation shall be "VENETIAN CONDOMINIUM, INC." and the principal office of this corporation shall be One Las Olas Circle, Fort Lauderdale, Florida. For convenience the corporation shall be referred to as the Association.

ARTICLE II.

PURPOSE:

The purpose for which the Association is organized is as follows:

1. A condominium known as THE VENETIAN is being constructed upon the following lands in Broward County, Florida:

All of Lots 5, 7, 8, 9, 10, 11, and a portion of Lot 12, MOONEY POINT, as recorded in Plat Book 3, Page 28 of the public records of Broward County, Florida, together with all that portion of Madeline Avenue lying adjacent to said Lots 7, 8, 9, 10, 11, 12, lying South of the Easterly extension of the North line of said Lot 8; ALSO together with a portion of submerged land in the New River Sound, now filled, and being all more fully described as follows:

Commencing at the Northwest corner of said Lot 5; thence due East along the North line of said Lot 5 and the Easterly extension thereof, a distance of 144.80 feet to a point on the outside face of an existing bulkhead, thence Southerly through Westerly along the said outside face of an existing bulkhead, the following seven (7) courses and distances; South 7° 17'08" West, a distance of 73.97 feet; thence South 7° 35'49" West, a distance of 159.30 feet; thence South 7° 49'53" West, a distance of 168.65 feet to a point of curve; thence Southwesterly along a curve to the right, with a radius of 24.30 feet and a central angle of 57° 53'32", an arc distance of 24.55 feet to a point of compound curve; thence Westerly along a curve to the right, with a radius of 43 feet and a central angle of 23° 43'19", an arc distance of 17.80 feet to a point of tangency; thence

South 89° 26'44" West, a distance of 158.95 feet; thence South 88° 54'04" West, a distance of 14.31 feet to a point of termination of the said seven (7) courses and distances; thence North 1° 05'56" West, a distance of 14.00 feet; thence North 70° 05'00" West, a distance of 75.00 feet; thence North 30° 05'00" West, a distance of 44.00 feet; thence North 80° 05'00" West, a distance of 84.37 feet; thence North 9° 55'00" East, a distance of 261.18 feet to a point on the Westerly extension of the North line of said Lot 8, MOONEY POINT; thence due East along the said Westerly extension, along the said North line, and along the Easterly extension thereof, a distance of 231.27 feet to the Southwest corner of said Lot 5; thence North 9° 55'00" East, along the West line of said Lot 5, a distance of 75.00 feet to the Northwest corner of said Lot 5, and the Point of Beginning.

2. The documents creating the condominium provide for the ownership, operation, management, maintenance and use of 237 apartments within the Property, together with certain other improvements. This Association is organized for the purpose of providing a convenient means of administering the condominium by the owners thereof.

3. The Association shall make no distribution of income to its members, Governors or officers.

ARTICLE III.

POWERS OF GOVERNORS:

1. The Association shall have all of the common law and statutory powers of a corporation not for profit which are not in conflict with the terms of these Articles.

2. The Association shall have all of the powers reasonably necessary to implement the purpose of the Association, including but not limited to the following:

a. To make and collect assessments against members to defray the costs of the condominium.

b. To use the proceeds of assessments in the exercise of its powers and duties.

c. The maintenance, repair, replacement and operation of the condominium property.

d. The reconstruction of improvements after casualty and the further improvements to the Property.

e. To make and amend regulations respecting the use of the Property in the condominium.

f. To approve or disapprove proposed purchasers, lessees and mortgagees of apartments, and to assess and collect a reasonable transfer fee.

g. To enforce by legal means the provisions of the condominium documents, these Articles, the By-Laws of the Association and the regulations for the use of the Property in the condominium.

h. To contract for the management of the condominium and to delegate to such contractor all powers and duties of the Association except such as are specifically required by the condominium documents to have approval of the Board of Governors or the membership of the Association.

3. All funds and the titles to all properties acquired by the Association and the proceeds thereof shall be held only for the benefit of the members in accordance with the provisions of the Condominium Documents.

4. The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the Declaration of Condominium which governs the use of the Property.

ARTICLE IV.

MEMBERS:

The qualifications of members, the manner of their admission and voting by members shall be as follows:

1. All owners of apartments in the condominium shall be members of the Association, and no other persons or entities shall be entitled to membership. Each apartment shall be entitled to one vote.

2. Membership in the Association shall be established by the recording in the Public Records of Broward County, Florida, of a deed or other instrument establishing a change of record title to an apartment in the condominium and the delivery to the Association of a certified copy of such instrument, the new owners designated by such instrument, thereby becoming a member of the Association. The membership of the prior owner shall be thereby terminated.

3. The share of a member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner except as an appurtenance to the apartment in the condominium.

ARTICLE V.

1. The affairs of the Association will be managed by a Board of nine Governors who shall be elected in the manner determined by the By-Laws of the Association.

2. Governors of the Association shall be appointed or elected at the Annual Meeting of the members in the manner determined by the By-Laws except that for so long as Venetian Incorporated, a Florida corporation, or its successors, is the owner of ten or more apartments, it shall have the right to elect a majority of the Governors, who need not be residents of the condominium. At a time when the Developer is no longer the owner of ten (10) apartments, those Governors of said Developers shall resign so as to comply with this Paragraph and their successors shall be appointed by the remaining Governors so as to complete the unexpired terms of those resigning. Governors may be removed and vacancies on the Board of Governors shall be filled in the manner provided in the By-Laws. In no event shall the Developer select a majority of the Board of Governors for a period of longer than two years from date of Certificate of Occupancy.

3. The names and addresses of the members of the first Board of Governors, who shall hold office until their successors are elected and have qualified or until removed are as follows.

NAME	ADDRESS
RONALD B. SLADON	424 BAYVIEW BUILDING FORT LAUDERDALE, FL
JOHN C. KERSTEN	424 BAYVIEW BUILDING FORT LAUDERDALE, FL
BARBARA K. DUTTON	424 BAYVIEW BUILDING FORT LAUDERDALE, FL

ARTICLE VI.

OFFICERS:

The affairs of the Association shall be administered by officers elected by the Board of Governors at its first meeting following the Annual Meeting of the members of the Association, which officers shall serve at the pleasure of the Board of Governors. The names and addresses of the officers who shall serve until their successors are designated by the Board of Governors are as follows:

NAME	ADDRESS
RONALD B. SLADON President	424 BAYVIEW BUILDING FORT LAUDERDALE, FL
JOHN C. KERSTEN Vice-President	424 BAYVIEW BUILDING FORT LAUDERDALE, FL
BARBARA K. DUTTON Secretary-Treasurer	424 BAYVIEW BUILDING FORT LAUDERDALE, FL

ARTICLE VII.

INDEMNIFICATION:

Every Governor and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding to which he may be a party, or in which he may become involved by reason of his being or having been a governor or officer of the Association or any settlement thereof, whether or not he is a governor or officer at the time such expenses are incurred, except in such cases wherein the governor or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement the indemnification herein shall apply only when the Board of Governors has approved such settlement and reimbursement as being for the best interests of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such governor or officer may be entitled.

ARTICLE VIII.

BY-LAWS:

The By-Laws of the Association shall be adopted by the Board of Governors, and may be altered, amended or rescinded in the manner provided by the By-Laws.

ARTICLE IX.

AMENDMENTS:

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

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 considered.

2. A resolution approving a proposed amendment may be proposed by either the Board of Governors or by the membership of the Association and after being proposed and approved by one of such bodies, it must be approved by the other. Such approvals must be by not less than 75% of all of the Governors and by not less than 60% of all of the members of the Association. Governors and members not present at the meeting considering the amendment may express their approval in writing within 10 days after such meeting and such amendment shall be effective when recorded in the Public Records of Broward County, Florida.

ARTICLE X.

TERM:

The term of the Association shall be the life of the condominium, unless the Association is terminated sooner in accordance with the Declaration. The Association shall be terminated by the termination of the condominium in accordance with the provisions of the Condominium Documents.

ARTICLE XI.

SUBSCRIBERS:

The names and residences of the subscribers to these Articles of Incorporation are as follows:

NAME	ADDRESS
RONALD B. SLADON	424 BAYVIEW BUILDING FORT LAUDERDALE, FL
JOHN C. KERSTEN	424 BAYVIEW BUILDING FORT LAUDERDALE, FL
BARBARA K. DUTTON	424 BAYVIEW BUILDING FORT LAUDERDALE, FL

IN WITNESS WHEREOF, the subscribers have hereto affixed their signatures this
26 day of January, 1967.

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared Ronald B. Sladon, John B. Kersten and Barbara K. Dutton who, after being sworn by me on oath, acknowledged that they executed the foregoing Articles of Incorporation for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me at Fort Lauderdale, Broward County, Florida, this 20th day of January, 1969.

NOTARY PUBLIC

My Commission Expires:
(Stamp states Oct. 27, 1971)

The date

(s) adoption:

the Restated Articles of Incorporation were adopted

5-29-12

Effective date if applicable:

Date of adoption

(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(s) was/were sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated

5/29/12

Signature

Larry K. Burnette

(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)

Larry K. Burnette

(Typed or printed name of person signing)

President

(Title of person signing)