

700165

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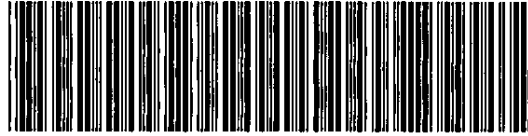
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SECRETARY OF CORPORATION  
2015 MAR 31 PM 12:05  
DIVISION OF CORPORATION

Amend/CC  
⑩ 4/3/15

Kevin T. Wells, Esq.  
Sue Ellen Krick, Esq.  
Leah K. Burton, Esq.\*\*  
Paul E. Olah, Jr., Esq.†



**The Law Offices  
of Kevin T. Wells**

Attorneys at Law

A Professional Association

Condominium, Homeowner,  
Cooperative, Master and  
Community Associations  
Civil Litigation  
Construction Litigation



March 27, 2015

Florida Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Certificate of Amendment  
Bird Key Homeowners Association, Inc.

Dear Sir or Madam:

Please file the enclosed original Amendments to the Articles of Incorporation for the above-referenced corporation.

Enclosed is my firm check in the amount of \$43.75 for the filing fee and certified copy fee. Please return a certified copy to the undersigned at your earliest convenience.

Thank you for your assistance in this matter.

Very truly yours,

THE LAW OFFICES OF KEVIN T. WELLS, P.A.

  
\_\_\_\_\_  
Kevin T. Wells, Esq.

KTW/elp  
Enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATION  
2015 MAR 31 PM 12:06

Prepared by and return to:  
Kevin T. Wells, Esq.  
The Law Offices of Kevin T. Wells, P.A.  
1800 Second Street, Suite 808  
Sarasota, Florida 34236  
(941) 366-9191 (Telephone)  
(941) 366-9292 (Facsimile)

**AMENDMENTS TO  
ARTICLES OF INCORPORATION**

**BIRD KEY HOMEOWNERS ASSOCIATION, INC.  
A Florida Not For Profit Corporation**

We hereby certify that the attached amendments to the Articles of Incorporation of **BIRD KEY HOMEOWNERS ASSOCIATION, INC.** (the "Association"), a Florida corporation not-for-profit, were duly adopted by a majority of the Association membership present (in person or by proxy) at the duly-noticed Annual Membership Meeting was present held on March 3, 2015 at which a quorum was present. The Association further certifies that the attached amendments were proposed and adopted as required by the governing documents and by Florida law.

Dated this 20 day of March, 2015.

Signed, sealed and delivered in the presence of:

**BIRD KEY HOMEOWNERS ASSOCIATION, INC.**

Sign: *Christina Shantz*

By: *Manuel E. Joaquim*  
Manuel E. Joaquim, President

Print: CHRISTINA SHANTZ

Sign: *Kevin B. Kozick*

Print: KEVIN B. KOZICK

ATTEST:

Sign: *Christina Shantz*

By: *Rosanne Roble*  
Rosanne Roble, Secretary

Print: CHRISTINA SHANTZ

Sign: *Kevin B. Kozick*

Print: KEVIN B. KOZICK

[Corporate Seal]



STATE OF FLORIDA  
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 20 day of March, 2015, by Manuel E. Joaquim as President of Bird Key Homeowners Association, Inc., a Florida corporation not for profit, on behalf of the corporation. He is personally known to me or has produced \_\_\_\_\_ as identification.

NOTARY PUBLIC

Sign: Melissa Johnson

Print: Melissa Johnson

State of Florida at Large (Seal)

My Commission expires: 04/08/2018



STATE OF FLORIDA  
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 20 day of March, 2015, by Rosanne Roble as Secretary of Bird Key Homeowners Association, Inc., a Florida corporation not for profit, on behalf of the corporation. She is personally known to me or has produced \_\_\_\_\_ as identification.

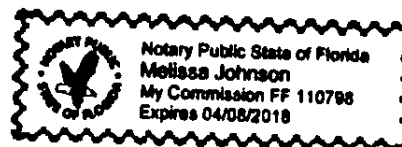
NOTARY PUBLIC

Sign: Melissa Johnson

Print: Melissa Johnson

State of Florida at Large (Seal)

My Commission expires: 04/08/2018



FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
2015 MAR 31 PM 12:06

**AMENDMENTS**

**ARTICLES OF INCORPORATION  
OF  
BIRD KEY HOMEOWNERS ASSOCIATION, INC.**

*[Additions to the Articles are indicated by underline; deletions by ~~strike-through~~]*

**ARTICLE 3.  
MEMBERSHIP AND VOTING RIGHTS**

3.1 **Members.** The membership of the Association shall consist all holders of a freehold estate in one or more lots of Bird Key Subdivision that is subject to the Declaration of Restrictions, solely or with other persons or entities as joint tenants, tenants-in-common, or tenants by the entirety, which interest is evidenced by a duly-recorded proper instrument in the Public Records of Sarasota County, Florida. ~~of not more than five hundred eleven (511) regular members, and such other classes of members, as the Bylaws shall from time to time provide.~~ The rights and obligations of members shall be provided in the governing documents, and by rules and regulations of the Board of Directors.

3.2 **Qualifications.** Applicants for membership and members shall comply with all the qualifications that may be prescribed in Chapter 720, Florida Statutes, the governing documents and by the Association's Board of Directors.

3.3 **Mandatory Membership.** As more fully provided in the Declaration of Restrictions, all holders of a freehold estate in one or more lots of Bird Key Subdivision according to the plat thereof recorded in the Public Records of Sarasota County, Florida that are subject to the Declaration of Restrictions, solely or with other persons or entities as joint tenants, tenants-in-common, or tenants by the entirety, are mandatory members of the Association. If title to a lot in Bird Key Subdivision is vested in more than one person or entity, then all such persons or entities ~~only one of such persons or entities~~ shall be ~~a regular members~~ of the Association.

3.4 **Voting Rights.** Each full lot in the Bird Key Subdivision that is subject to the Declaration of Restrictions shall be entitled to one (1) vote at Association membership meetings. The voting rights of the membership of the Association shall be vested exclusively in the Association's regular members. The number of votes of all regular members of the Association shall not exceed five hundred eleven (511). An entity may be, but is not limited to, a corporation, trust, partnership or LLC. On each matter coming before a membership meeting, each regular member or the member's designated voting representative may cast the number of votes equal to the number of entire Bird Key Subdivision lots, the title to which is held by such ~~regular~~ member. A regular member holding title to a fractional lot of Bird Key Subdivision, as platted, shall not be entitled to a fractional vote therefor.

3.5 **Certificate.** As more fully provided in Article 2.5 of the Bylaws, each regular member of the Association shall receive a duly executed certificate evidencing such membership. Each certificate and the membership evidenced thereby shall be valid only when held by the member and registered on the books of the Association in the name of the member. Regular All members of the Association are subject to and agree to abide by the Declaration of Restrictions, Articles of Incorporation and the Bylaws, all as amended from time to time.

3.6 **Transfer of Membership.** Membership in the Association shall only occur by the cancellation of the transferor's certificate and issuance of a new membership certificate to the transferee. A regular membership shall be terminated when the member no longer meets the requirements for membership set forth in herein or as may be provided in the Bylaws. Upon termination, the membership shall be cancelled on the records of the Association and thereafter the certificate evidencing the membership shall be null and void.

## **ARTICLE 9. AMENDMENT OF ARTICLES OF INCORPORATION**

9.1 **Proposal.** Amendments to the Articles of Incorporation may be proposed by the Board of Directors or by written petition signed by at least twenty-five (25) regular members. The Association shall include the text of the proposed amendments with the notice of the membership meeting. All amendments must be transmitted to the members at least thirty (30) days prior to the membership meeting.

9.2 **Amendment.** The Articles of Incorporation may be amended upon the approval of a majority of the Association voting interests ~~membership~~ present (in person or by proxy) at a duly-noticed membership meeting, provided that the total number of votes cast meets or exceeds a quorum.