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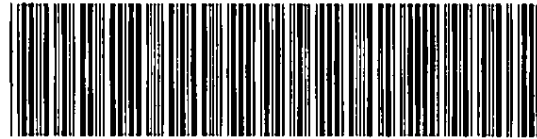
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REALTOR® ASSOCIATION
of Sarasota and Manatee
Reach Further.™

2320 Cattlemen Road
Sarasota, FL 34232

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

Re: Amended and Restated Articles of Incorporation for REALTOR® Association of Sarasota and Manatee, Inc. Document Number: 708287

To Whom It May Concern:

Enclosed please find the Amended and Restated Articles of Incorporation for the REALTORS® Association of Sarasota and Manatee, Inc., effective May 20, 2020.

The Articles of Incorporation had been previously filed and have been effective since January 1, 2015. Amendments include change in officer titles, clarification of how Directors can make decisions, and an added a section on how the Articles are amended.

Our objective is to update our Articles of Incorporation and make them consistent with our current needs.

Also, enclosed is our check in the amount of \$35.00 for the filing fee.

Should you have any questions or require additional information, please contact me at 941-952-3403 or jeff@myrasm.com.

Cordially yours,

Jeff Arakelian
Chief Executive Officer



REALTOR® ASSOCIATION
of Sarasota and Manatee
Reach Further.™

Amended and Restated Articles of Incorporation

Adopted January 1, 2015
Amended and Restated May 20, 2020

VISION

We are an innovative and relevant association that elevates the standards of professional excellence, and are critical to our members' success, while providing value to our community.

MISSION

Empower and engage our REALTOR® community by delivering essential services, resources, education, and experiences that elevate member success and professionalism, while advocating for REALTOR® initiatives and private property rights.

AMENDED AND RESTATED ARTICLES OF INCORPORATION

REALTOR® Association of Sarasota and Manatee, Inc.

I, the undersigned, do hereby subscribe my name to these Amended and Restated Articles of Incorporation for the purpose of creating a Corporation, not for profit in nature and purpose, in accordance with Chapter 617, Florida Statutes, as now in force or hereafter amended.

ARTICLE I

NAME, ADDRESS AND REGISTERED AGENT AND OFFICE

The name of this Corporation shall be **REALTOR® ASSOCIATION OF SARASOTA AND MANATEE, INC.**, a Florida not-for-profit corporation (the "**Corporation**"). The address of the Corporation's principal place of business, and its mailing address is 2320 Cattlemen Road, Sarasota, Florida 34232. The street address of the Corporation's registered agent is 2320 Cattlemen Road, Sarasota, Florida 34232, and the name of the Corporation's registered agent is the then acting Chief Executive Officer. The registered office and registered agent may be changed from time-to-time by the Board of Directors as authorized by law.

ARTICLE II

OBJECTIVES AND PURPOSES

The general objectives of the Corporation are:

1. To unite those engaged in the recognized branches of the real estate profession for the purpose of exerting a beneficial influence upon the profession and related interests.

2. To promote and maintain high standards of conduct in the real estate profession as expressed in the Code of Ethics of the NATIONAL ASSOCIATION OF REALTORS®.

3. To provide a unified medium for real estate owners and those engaged in the real estate profession whereby their interests may be safeguarded and advanced.

4. To further the interests of home and other real property ownership.

5. To unite those engaged in the real estate profession in this community with the Florida Association of REALTORS® and the NATIONAL ASSOCIATION OF REALTORS®, thereby furthering their own objectives throughout the state and nation, and obtaining the benefits and privileges of membership therein.

6. To designate, for the benefit of the public, individuals authorized to use the terms REALTOR® and REALTORS® as licensed, prescribed, and controlled by the NATIONAL ASSOCIATION OF REALTORS®.

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ARTICLE III TERM OF EXISTENCE

This Corporation shall have perpetual existence, or shorter as determined by the laws of the State of Florida, or by the vote of its Directors, as provided in the Bylaws of this Corporation.

ARTICLE IV OFFICERS AND DIRECTORS OF THE CORPORATION

The affairs of the Corporation shall be managed by its Officers and Board of Directors. The Officers of this Corporation shall be as follows: President, President-Elect, Vice President and Treasurer, and such other officers with such other duties and tenures as set forth and provided by the Bylaws of the Corporation. On December 31, 2020, the current officer designation of Secretary shall terminate and on January 1, 2021, a new officer designation of Vice President shall be established. As provided for in the Bylaws, the Chief Executive Officer shall continue to serve as the corporate secretary and shall serve on the Board as an ex-officio member without the right to vote.

The Board of Directors shall consist of not less than three (3) nor more than twenty-four (24) Directors who shall be elected, qualified as to their membership and hold office in accordance with the provisions of the Bylaws of the Corporation.

At any meeting of the Directors, a majority of the then elected Board of Directors shall constitute a quorum and unless otherwise required by the Bylaws or by Florida law, a decision by at least a majority of the Directors present at which a quorum exists constitutes a decision of the Board.

ARTICLE V MEMBERS OF THE CORPORATION

The Corporation shall have one or more classes of members, and the designation of such classes of members, the qualifications and rights of the members of each class, any quorum, notice and voting requirements for meetings of the members shall be in accordance with the provisions of the Bylaws of the Corporation.

ARTICLE VI NAME AND ADDRESS OF INCORPORATOR

The incorporator of these Amended and Restated Articles of Incorporation is as follows:

Jeffrey Arakelian
2320 Cattlemen Road
Sarasota, Florida 34232

ARTICLE VII
AMENDMENT OF THE ARTICLES OF INCORPORATION

Any amendment to these Articles of Incorporation shall be proposed by resolution of the Board of Directors and submitted to the membership at a meeting of the members entitled to vote on the proposed amendment at the annual meeting or a special meeting called for that purpose. Written notice of the proposed amendment must be given to each member as required by the Bylaws or Florida law. The proposed amendment shall be adopted by the same percentage or number of votes required to adopt an amendment to the Bylaws.

ARTICLE VIII
AUTHORIZATION

The foregoing Amended and Restated Articles of Incorporation were approved and ratified by the requisite number of votes cast by the members at a special meeting of the membership held May 20, 2020, in accordance with Chapter 617 of the Florida Statutes and the Corporation's Bylaws. Therefore, the Secretary of State is hereby requested to approve and file these Amended and Restated Articles of Incorporation in accordance with Chapter 617, Florida Statutes.

By: Jeffrey Arakelian

Name: Jeffrey Arakelian

Title: Chief Executive Officer