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HILL LAW FIRM

Cindy A. Hill, Esq.

456 S. Tamiami Trail Osprey, FL 34229

Jennifer L. Daly, Esq.

www.hill-lawpa.com Telephone: (941) 244-0098 Facsimile: (941) 244-0548

February 14, 2017

Via: U.S. Mail

Department of State Division of Corporations Corporate Filings P.O. Box 6327 Tallahassee, FL 32314

Re: Golden Strand Apartments, Inc. Amended and Restated Articles

Dear Secretary of State:

Enclosed please find the Amended and Restated Articles of Incorporation of Golden Strand Apartments, Inc. Also, enclosed is a check in the amount of \$35.00 for the filing fee for the documents.

Please record the document in the Records of the State of Florida and return the original filed documents in the enclosed self-addressed stamped envelope.

If you have any questions regarding this matter, please feel free to contact me at your earliest convenience.

Sincerely,

Jennifer L. Daly, Esq.

For the Firm

Enclosures

COVER LETTER

TO: Amendment Section Division of Corporations

| Golden Strand Ap NAME OF CORPORATION: | artments, Inc. |
|--|--|
| 708759 DOCUMENT NUMBER: | |
| The enclosed Articles of Amendment and fee are so | ubmitted for filing. |
| Please return all correspondence concerning this ma | atter to the following: |
| Jennifer L. Daly, Esq. | |
| | (Name of Contact Person) |
| Hill Law Firm. P.A. | |
| | (Firm/ Company) |
| 456 S. Tamiami Trail | |
| | (Address) |
| Osprey, Florida 34229 | |
| | (City/ State and Zip Code) |
| THinze@amiwra.com | |
| E-mail address: (to be us | sed for future annual report notification) |
| For further information concerning this matter, plea | se call: |
| Jennifer L. Daly, Esq. | (941) 244-005 |
| (Name of Contact Pers | |
| Enclosed is a check for the following amount made | payable to the Florida Department of State: |
| ■ \$35 Filing Fee | & D\$43.75 Filing Fee & D\$52.50 Filing Fee Certified Copy (Additional copy is enclosed) 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

AMENDED AND RESTATED ARTICLES OF INCORPORATION OF GOLDEN STRAND APARTMENTS, INC. A Florida Not-For-Profit Corporation

KNOW ALL MEN BY THESE PRESENTS:

That heretofore, GOLDEN STRAND APARTMENTS, INC, was formed by the recording of the Declaration of Condominium of Golden Strand Apartments, A Condominium (the "Original Declaration"), in Official Records Book 526, Pages 402, et seq. in the Public Records of Sarasota County, Florida.

These are the Amended and Restated Articles of Incorporation of Golden Strand Apartments. Inc. The original Articles of Incorporation were recorded as an exhibit to the Original Declaration, in Official Records Book 526, Pages 402, et seq. as subsequently amended in the Public Records of Sarasota County, Florida. Golden Strand Apartments, Inc. has been organized pursuant to Chapter 718, Florida Statutes, for the maintenance, operation, and management of the Golden Strand Apartments, Inc., located in Sarasota County, Florida.

Pursuant to Section 718.112, Florida Statutes, the Articles of Incorporation of Golden Strand Apartments, Inc. are hereby amended and restated in their entirety by the recording of this Amended and Restated Articles of Incorporation of Golden Strand Apartments, Inc. ("Articles of Incorporation").

This is a substantial rewording of the Articles of Incorporation. See original Articles of Incorporation text and prior amendments for text that is amended by this document.

I. NAME

The name of the corporation shall be GOLDEN STRAND APARTMENTS, INC., hereinafter referred to as "the Association."

II. GENERAL NATURE OF BUSINESS

The general nature of the business to be conducted by the Association shall be the operation and management of the affairs and property of the Condominium known as Golden Strand Apartments, Inc., located in Sarasota County, Florida, and to perform all acts provided in the Original Declaration of said Condominium, originally recorded in Official Records Book 526, Page 402, et seq. of the Public Records of Sarasota County and pursuant to Chapter 718, Florida Statutes as amended ("the Condominium Act").

III. POWERS

- A. The Association by and through its Board of Directors ("Board") shall have all of the statutory powers of a corporation not for profit and all of the powers and duties set forth in the Condominium Act and the Declaration and Bylaws, including, but not limited to the following:
- 1. To make, amend and collect annual and special assessments against members as unit owners to defray the cost, expenses and losses of the Condominium, and to make special assessments against members as unit owners for maintenance or repair which is the responsibility of the unit owner.
- 2. To use the proceeds of assessments in the exercise of its powers and duties.
- 3. To maintain, repair, replace and operate the condominium property, which right shall include the irrevocable right to access each unit during reasonable hours as may be necessary for such maintenance, repair or replacement of any of the common elements therein, or accessible therein or there from, or for making an emergency repair therein, that may be necessary to prevent damage to the common elements, or to another unit or units.
- 4. To purchase insurance upon the condominium property, and insurance for the protection of the Association and its members as unit owners.
- 5. To reconstruct the improvements after casualty and to further improve the property.
- 6. To make and amend reasonable rules and regulations regulating the use of the Condominium property.
- 7. To approve or disapprove the transfer, mortgage, ownership and lease of units in the Condominium, as provided in the Declaration and Bylaws.
- 8. To enforce by legal means the provisions of the Condominium Act, the Declaration, these Articles of Incorporation, Bylaws and the rules and regulation for the use of the Condominium property.
- 9. To levy fines for violation of approved condominium rules and regulations, or violations of the provisions of the Declaration, these Articles of Incorporation or Bylaws, all as set forth in the Bylaws.
- 10. To contract for the management, operation and administration of the Condominium and to delegate to such contractor all powers and duties of the Association, except as specifically required by the Declaration to be performed by or have the approval of the Board or the membership of the Association.
- 11. To employ personnel for reasonable compensation to perform the services as required for the proper administration of the purposes of the Association.

- 12. To pay taxes and assessments which are liens against any part of the Condominium, other than the individual units, unless the individual unit or units are owned by the Association, and to assess the same against the unit and the owner of the unit which is subject to such liens.
- 13. To purchase a unit or units in the Condominium in accordance with the provisions of the Declaration and to hold, lease, mortgage and convey the same.
- 14. To enter into agreements for construction of recreation facilities, buildings, or master television systems, and other amenities or facilities for the benefit of the unit owners and to borrow money for the purpose of carrying out such construction, and to mortgage, lease or otherwise provide security for the repayment of said funds.
- 15. In the event of a structural and safety emergency, the Board may exercise the emergency powers and any other powers authorized by the provisions of the Condominium Act and Sections 718.1265. 617.0207 and 617.0303, Florida Statutes, all as amended from time to time.

IV. MEMBERS

The members of the Association shall consist of all persons owning a condominium unit of Golden Strand Apartments, a Condominium as evidenced by a duly recorded deed or other appropriate instrument of conveyance, in the Public Records of Sarasota County, Florida. Membership in the Association shall terminate automatically and immediately as a member's interest in the title terminates, except that upon termination of the entire Condominium the membership shall consist of those who were members at the time of each conveyance of the respective units to the trustee as provided in the Declaration.

Each change of membership in the Association shall be established by both securing the approval of the Association as required by the Declaration, and delivery to the Secretary of a copy of the recorded deed or other instrument of conveyance.

The share of a member in the funds and assets of the corporation cannot be assigned or transferred in any manner except as an appurtenance to his unit.

V. VOTING RIGHTS

Each condominium unit shall be entitled to one vote at Association meetings, as provided in the Bylaws or Declaration, notwithstanding that the same owner may own more than one unit. The manner of exercising voting rights shall be determined by the Bylaws.

VI. EXISTENCE

The Association shall exist perpetually unless dissolved according to law.

VII. REGISTERED OFFICE AND REGISTERED AGENT

The office of the Association is located at Advanced Management, Inc., 899 Woodbridge Dr., Venice, FL 34293. The Association's Registered Agent is currently Advanced

Management, Inc., 899 Woodbridge Dr., Venice, FL 34293. The Board may change the Association's registered agent and office in the manner provided by law.

VIII. BOARD OF DIRECTORS

The affairs of the Association shall be managed by a Board of Directors consisting of a number of directors determined by the Bylaws, but not less than three (3) directors nor more than five (5) directors; however, the Board shall always consist of an odd number of directors.

Directors of the Association shall be elected at the annual meeting of the members, in the manner determined by the Bylaws and by the Condominium Act. Directors may be removed and vacancies on the Board shall be filled in the manner provided by the Bylaws and by the Condominium Act.

IX. OFFICERS

The affairs of the Association will be managed by the officers whose positions and duties are set forth in the Bylaws. The officers shall be elected by the Board at its first meeting following the annual meeting of the Association, and shall serve at the pleasure of the Board.

X. INDEMNIFICATION

Every director and every officer of the Association shall be indemnified by the Association against all expenses, liabilities, and settlements, including attorney's fees reasonably incurred by or imposed upon him in connection with any legal or administrative proceeding to which he may become involved by reason of him being or having been a director or officer of the Association, whether or not he is a director or officer at the time of the expenses, unless the director or officer is adjudged by a Florida court of competent jurisdiction to have committed gross negligence, fraud, willful misfeasance and/or malfeasance in the performance of his duties. The foregoing right of indemnification shall be in addition to and not exclusive of all right of indemnification to which such director or officer may be entitled whether by statute, by common law, or otherwise.

The Association may also elect to indemnify any committee member or other appointed or volunteer if it believes such indemnification shall be in the best interests of the Association and the membership. The indemnification provided by this Article shall inure to the benefit of the heirs and personal representatives of such person.

The Association shall have the power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Association against any liability asserted against him and incurred by him in any such capacity, or arising out of his status as such, whether or not the Association would have the power to indemnify him against such liability under the provisions of this Article.

Anything to the contrary herein notwithstanding, the provisions of this Article X may not be amended without the prior written consent of all persons whose interest would be adversely affected by such amendment.

XI. BYLAWS

The Bylaws of the Association may be amended, altered or rescinded by the Board in the manner provided by for in the Bylaws.

XII. SUBSCRIBERS

The names and street addresses of the original subscribers to these Articles of Incorporation are as follows:

| NAME | <u>ADDRESS</u> |
|---------------------|-------------------------------------|
| LEONARD R. CORCORAN | P.O. Box 573 Venice FL 33595 |
| WILLIAM W. MERRILL | 2041 Main St. Sarasota, FL 33577 |
| EDNA A. AMSDEN | 2041 Main St. Sarasota, FL 33577 |

XIII. AMENDMENTS

The Association may amend any provisions contained in these Articles of Incorporation by a simple majority vote of all voting rights of the members, and all rights conferred upon the members herein are granted subject to this reservation: provided however, that no amendment shall make any changes in the qualification for membership or voting rights of the members without the written approval of all members and the joinder of all record owners of the mortgages upon the Condominium. No amendment shall be made which is in conflict with the Condominium Act or the Declaration.

This instrument prepared by: Hill Law Firm, P.A. 456 S. Tamiami Trail Osprey, FL 34229

CERTIFICATE OF RECORDATION AMENDED AND RESTATED DECLARATION OF CONDOMINIUM OF GOLDEN STRAND APARTMENTS

AND

AMENDED AND RESTATED ARTICLES OF INCORPORATION OF GOLDEN STRAND APARTMENTS, INC.

AND

AMENDED AND RESTATED BYLAWS OF GOLDEN STRAND APARTMENTS, INC.

WE HEREBY CERTIFY THAT the attached Amended and Restated Declaration of Condominium of Golden Strand Apartments was duly adopted in the manner provided in the Condominium Association documents at the membership meeting held April 27, 2016.

Amended and Restated Declaration of Condominium of Golden Strand Apartments, Amended and Restated Articles of Incorporation of Golden Strand Apartments, Inc., and Amended and Restated Bylaws of Golden Strand Apartments, Inc. are attached hereto. All previous site plans of record are incorporated by reference.

| | ur hands this day of May, 2016, in Sarasota |
|--|---|
| | ir hands this <u></u> day of May, 2016, in Sarasota |
| County, Florida. | |
| Carol Ca-Chyl | GOLDEN STRAND APARTMENTS, INC. |
| Signature | / |
| Carol Right Printed Name | By: Paul Rigby, President |
| UE aft 1 | 9 |
| Witness Signature | RECORDED IN OFFICIAL RECORDS INSTRUMENT # 20160701004 46 PG(5) |
| Michael Risky Printed Name | INSTRUMENT 20:6 04:08:38 PM JUNE 06. 20:6 04:08:38 PM KAREN E RUSHING CLERK OF THE CIRCUIT COURT SARRASOTA COUNTY. FL |
| STATE OF FLORIDA COUNTY OF SARASOTA | 111181 650 1614 669 (55) 1614 (161 1614 619 1619 1619 1619 |
| The foregoing instrument was acknowled | ged before me this $\underline{\mathcal{G}}$ day of May 2016, by Paul |
| | nents, Inc., a Florida corporation, on behalf of the |
| identification. | ` |
| | -1010 |
| A STATE OF THE STA | Notary Public, State of Florida |

| IN WITNESS WHEREOF, we have affixed our han | ids this 6 44 day of May, 2016, in Sarasota |
|--|---|
| County, Florida | |
| | |
| | GOLDEN STRAND APARTMENTS, INC. |
| Signature of Witness | , |
| 15. Pet A. A. | |
| My value of the tree or | By Line Janific |
| Printed Name | Attest: Diane Kenefic. Specretary |
| | \mathcal{C} |
| Witness Signature | |
| Jennifer D. Hatchert Printed Name | |
| STATE OF FLORIDA COUNTY OF SARASOTA | |
| The foregoing instrument was acknowledged by Kenefic, as Secretary of Golden Strand Apartments corporation, who is personally known to me or halidentification. | |
| Commence of the state of the st | Notary Public. State of Florida |