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APPROVED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Robert J. Lemieux

AUG 20 2015

T. LEMIEUX

712 Shamrock Blvd.
Venice, FL 34293

941.492.2100 phone
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SHARON S. VANDER WULP, P.A.

Condominium and
Homeowners' Association
Representation
Real Estate
Wills
Probate
Landlord/Tenant
Circuit Civil Mediation

August 7, 2014

Secretary of State
Corporate Records Bureau
P.O. Box 6327
Tallahassee, FL 32314

Re: Amended and Restated Articles of Incorporation of Aloha, Inc., A
Condominium Association
Firm File Number: 504.00

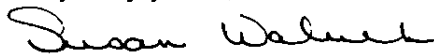
Dear Sir or Madame:

Enclosed please find an original and a copy of the Amended and Restated Articles of Incorporation in regards to the above referenced Association. Please date stamp the copy for our records, and return it with the Certified copy in the enclosed self-addressed, stamped envelope. Also enclosed is our check in the amount of \$43.75 representing the fee for the filing and certified copy.

Please return a certified copy of the Amended and Restated Articles of Incorporation to my attention after filing.

Thank you for your assistance in this matter. If you have questions or need additional information, please do not hesitate to contact our office.

Very truly yours,



Susan Wabrek

:slw
Enclosures

cc: Aloha, Inc.

This instrument prepared by:
Sharon S. Vander Wulp
Attorney at Law
712 Shamrock Blvd.
Venice, FL 34293

APPROVED
AND
FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMENDED AND RESTATED
ARTICLES OF INCORPORATION

OF

ALOHA, INC., A CONDOMINIUM ASSOCIATION

A corporation not for profit under the laws of the State of Florida.

WHEREAS, the original Declaration of Condominium of Aloha, a Condominium, was recorded at Official Records Book 575, Page 361, et seq., of the Public Records of Sarasota County, Florida (Declaration), and

WHEREAS, there has been one amendment made to the Articles of Incorporation as reflected by an instrument recorded in the Public Records, and

WHEREAS, a significant package of amendments was recently approved by not less than a majority (50%) of the votes of the Association's entire membership at a members' meeting held on the 4th day of April, 2014.

NOW, THEREFORE, ALOHA, INC., A CONDOMINIUM ASSOCIATION, does hereby amend and restate the Articles of Incorporation of ALOHA, INC., A CONDOMINIUM ASSOCIATION, for the purpose of integrating all of the provisions of the Articles of Incorporation, together with recently adopted amendments which shall be covenants running with the condominium property and binding on all existing and future owners, and all others having an interest in the condominium lands or occupying or using the condominium property.

**(Substantial Rewrite of the Articles of Incorporation.
See the Original Articles of Incorporation for Current Text.)**

The undersigned hereby associate themselves for the purposes of confirming a corporation not for profit under Chapter 617, Florida Statutes, and certify as follows:

ARTICLE 1

NAME, ADDRESS AND REGISTERED AGENT

1.1 Name. The name of the corporation shall be ALOHA, INC., A CONDOMINIUM ASSOCIATION, a corporation not for profit. For convenience the corporation shall herein be referred to as the "Association".

1.2 Address and Registered Agent. The street address of the Association's current registered office is 4195 S. Tamiami Trail, PMB #173 Venice, Florida, 34285. The current registered agent's name at such address is Antares Group, Inc. The Association's street address and the registered agent's name shall be determined by the Board of Directors from time to time.

ARTICLE 2 PURPOSE

2.1 Purpose. The purpose for which the Association is organized is to provide an entity pursuant to Section 718.111, Florida Condominium Act, for the maintenance, operation and management of ALOHA, A CONDOMINIUM, (herein the "condominium"), located in Sarasota County, Florida.

2.2 Distribution of Income. The Association shall make no distribution of income to and no dividend shall be paid to its members, directors, or officers.

2.3 No Shares of Stock. The Association shall not have or issue shares of stock.

ARTICLE 3 POWERS

3.1 Common Law and Statutory Powers. The Association shall have all of the common-law and statutory powers of a corporation not in conflict with the terms of these Articles of Incorporation or the Florida Condominium Act.

3.2 Specific Powers. The Association shall have all of the powers and duties set forth in the Florida Condominium Act, these Articles of Incorporation, the Bylaws, and the Declaration of Condominium (hereinafter the "Declaration") and all of the powers and duties reasonably necessary to maintain, manage and operate the condominium pursuant to the Declaration as it may be amended from time to time, including but not limited to the following:

- (a) To make and collect assessments against members as unit owners to defray the costs, expenses and losses of operation.

- (b) To use the proceeds of assessments in the exercise of its powers and duties.
- (c) To maintain, repair, replace and operate the condominium property.
- (d) To purchase insurance upon the condominium property and insurance for the protection of the Association and its members as unit owners.
- (e) To make and amend reasonable Rules and Regulations respecting the condominium property's use.
- (f) To approve or disapprove the transfer, mortgage and ownership of units in the condominium.
- (g) To enforce by legal means the provisions of the Florida Condominium Act, the Declaration of Condominium, these Articles of Incorporation, the Bylaws and the Rules and Regulations
- (h) To contract for the condominium's management and operation and to delegate to a manager all Association powers and duties, except such as are specifically required by the Declaration to have the approval of directors or the membership of the Association.
- (i) To contract for the management operation of portions of the common elements susceptible to separate management or operation.
- (j) To employ personnel to perform the services required for the condominium's proper operation.
- (k) To acquire or enter into agreements whereby it acquires leaseholds, memberships or other possessory or use interests in real and personal property, including, but not limited to, country clubs, golf courses, marinas, and other recreational facilities, whether or not contiguous to the condominium's lands, intended to benefit the unit owners, to declare expenses in connection therewith to be common

expenses, and to adopt covenants and restrictions relating to the use thereof.

(l) To purchase units in the condominium and to acquire and hold, lease, mortgage and convey the same, subject, however, to the provisions of the Declaration and Bylaws relative thereto.

3.3 Assets Held in Trust. All funds and properties acquired by the Association and the proceeds thereof shall be held in trust for the members in accordance with the provisions of the Declaration, these Articles of Incorporation and the Bylaws.

3.4 Limitation on Exercise of Powers. The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the Declaration and the Bylaws.

ARTICLE 4 MEMBERS

4.1 Members. The Association members shall consist of all the record owners of units in the condominium from time to time, and after termination of the condominium shall consist of those who are members at the time of such termination and their successors and assigns.

4.2 Change of Membership. After receiving the Association's approval as required by the Declaration, change of membership in the Association shall be established by the recording in the Public Records of Sarasota County, Florida, of a deed or other instrument establishing a change of record title to a unit in the condominium. The owner designated by such instrument shall automatically become an Association member and the membership of the prior owner is terminated.

4.3 Limitation on Transfer of Shares of Assets. The share of a member in the Association's funds and assets cannot be assigned, hypothecated or transferred in any manner, except as an appurtenance to the member's unit.

4.4 Voting. The owner of each unit shall be entitled to at least one vote as a member of the Association. The exact number of votes to be cast by owners of a unit and the manner of exercising voting rights shall be determined by the Bylaws.

ARTICLE 5 DIRECTORS

5.1 Board of Directors. The Association's affairs shall be managed by the Board of Directors consisting of the number of directors determined by the Bylaws, but not less than three (3) directors.

5.2 Election of Directors. The Association's directors shall be elected at the annual members' meeting in the manner determined by the Association's Bylaws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the Association's Bylaws.

5.3 First Board of Directors. The names and address of the members of the first Board of Directors who held office, were as follows:

<u>NAME</u>	<u>ADDRESS</u>
T. Lamar Hazen, Jr.	P.O. Box 1596 Venice, Florida
Carl Zoch	P.O. Box 1596 Venice, Florida
Sunny Zoch	P.O. Box 1596 Venice, Florida

ARTICLE 6 OFFICERS

6.1 Officers. The Association's affairs shall be administered by a President, Vice-President and Secretary-Treasurer and such other officers as may be designated in the Association's Bylaws. The officers shall be elected by the Board of Directors at its first meeting following the Association's annual members' meeting and shall serve at the Board's pleasure.

ARTICLE 7 INDEMNIFICATION

7.1 Indemnification. Every Association director and every officer shall be indemnified by the Association against all expenses and liabilities, including legal fees, reasonably incurred by or imposed upon him in connection with any proceeding or any settlement of 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 director or officer at the time such expenses are incurred, except when the director or officer is adjudged guilty of willful misfeasance in the performance of his duties; provided that in the event of a settlement the indemnification shall

apply only when the Board of Directors approves such settlement and reimbursement as being for the best interest of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled.

ARTICLE 8 BYLAWS

8.1 Bylaws. The Association's Bylaws shall be adopted by the Board of Directors and may be altered, amended or rescinded by the membership in the manner provided by the Bylaws.

ARTICLE 9 AMENDMENTS

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

9.2 Notice. Notice of a proposed amendment's subject matter shall be included in the notice of any meeting at which a proposed amendment is to be considered.

9.3 Resolution. A resolution adopting a proposed amendment may be proposed either by the Board of Directors or by not less than twenty percent (20%) of the Association's members.

9.4 Vote. Members not present in person at the members' meeting considering the amendment, may express their vote by limited proxy, in writing, providing the proxy is delivered to the Secretary at, or prior to the meeting. An affirmative vote of not less than a majority (51%) of those members who cast a vote, in person or by proxy, is required to effect the change to these Bylaws.

9.5 Execution and Recording. A copy of each amendment shall be attached to a certificate certifying that the amendment was duly adopted, which certificate shall be executed by two Association officers with all the formalities of a deed. A copy of each amendment shall be certified by the Secretary of the State of Florida. The amendment shall be effective when the certificate and copy of the amendment are recorded in the Public Records of Sarasota County, Florida.

ARTICLE 10 TERM

10.1 Term. The term of the Association shall be perpetual unless the condominium is terminated pursuant to the Declaration's provisions and, in the

event of such termination, the corporation shall be dissolved in accordance with the law.

ARTICLE 11
SUBSCRIBERS (Incorporators)

11.1 Names and Addresses. The names and residence addresses of the subscribers (incorporators) of these Articles of Incorporation were as follows:

<u>NAME</u>	<u>ADDRESS</u>
T. Lamar Hazen, Jr.	P.O. Box 1596 Venice, Florida
Carl Zoch	P.O. Box 1596 Venice, Florida
Sunny Zoch	P.O. Box 1596 Venice, Florida

IN WITNESS WHEREOF,

This Association has caused this Certificate to be signed in its name by its President, this 31st day of July, 2014.

ATTEST:

By: [Signature]
Sue Sofis, Secretary

ALOHA, INC., A CONDOMINIUM
ASSOCIATION

By: [Signature]
William Sofis, President

WITNESSES:

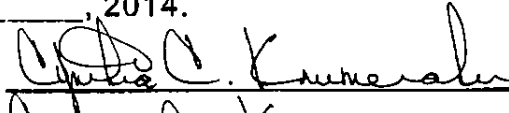
[Signature]
Printed Name: JOYCE C. KRAMER

[Signature]
Printed Name: THOMAS OBERMEIER

STATE OF FLORIDA
COUNTY OF SARASOTA

I HEREBY CERTIFY that on this day before me, a Notary Public in and for the State of Florida at large, personally appeared William Sofis, as President, and Sue Sofis, as Secretary of ALOHA, INC., A CONDOMINIUM ASSOCIATION, and they acknowledge before me that they are such officers of said corporation; and they executed the foregoing Amended and Restated Articles of Incorporation on behalf of said corporation, and affixed thereto the corporate seal of said corporation; that they are authorized to execute said Amended and Restated Articles of Incorporation and that the execution thereof is the free act and deed of said corporation. They are personally known to me or have produced their driver's licenses as identification and did not take an oath.

WITNESS my hand and official seal at Sarasota County, Florida this
31st day of July, 2014.





Printed Name of Notary

Notary Public Commission # FF 110828

My Commission Expires:

