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TALLAHASSEE, FLORIDA

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APR 08 2015

T. LEMIEUX

**CERTIFICATE OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
CONQUISTADOR CONDOMINIUM I ASSOCIATION, INC.**

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TALLAHASSEE, FLORIDA

This condominium property has been submitted to condominium ownership. The name by which this condominium is identified is CONQUISTADOR CONDOMINIUM I ASSOCIATION, INC. The Articles of Incorporation were originally recorded in the Public Records of Martin County at Official Records Book 326, Page 85 et.seq., and amended at Official Records Book 596, Page 1897 et.seq. The Amended Articles of Incorporation of Conquistador Condominium I is hereby amended as approved by the members by a vote sufficient for approval at the annual meeting held on November 11, 2013.

The undersigned by these Articles associate themselves for the purpose of forming a Corporation not for profit under Chapter 617, Florida Statutes 1967, and certify as follows:

ARTICLE I

Name

The name of the Corporation shall be CONQUISTADOR CONDOMINIUM I ASSOCIATION, INC. For convenience the Corporation shall be referred to in this instrument as the "Association".

ARTICLE II

Purpose

- 2.1 The purpose for which the Association is organized is to provide an entity pursuant to the Condominium Act of the State of Florida, for the operation of CONQUISTADOR CONDOMINIUM I, a Condominium located upon those certain lands in Martin County, Florida, legally described on Exhibit "A", and made a part hereof.
- 2.2 The Association shall make no distribution of income to its members, directors or officers.

ARTICLE III

Powers

The powers of the Association shall include be governed by the following provisions:

- 3.1 The Association shall have all of the common-law and statutory powers of a Corporation not for profit nor in conflict with the terms of these Articles.
- 3.2 The Association shall have all of the powers and duties set forth in the Condominium Act except as limited by these Articles and the Declaration of Condominium, and all of the powers and duties reasonably necessary to operate the Condominium pursuant to the Declaration and as it may be amended from time to time, including, but not limited to the following:
 - a. To make and collect assessments in accordance with the percentages in Article VIII, Part I, Declaration of Condominium, against members as apartment owners to defray the costs, expenses and losses of the Condominium.
 - b. To use proceeds of assessments in the exercise of its powers and duties.
 - c. The maintenance, repair, replacement and operation of the Condominium property, including easements.

- d. The purchase of insurance upon the condominium property and insurance for the protection of the Association and its members as apartment owners.
 - e. The reconstruction of improvements after casualty and the further improvements of the property.
 - f. To make and amend reasonable regulations respecting the use of the property in the condominium; provided, however, that all such regulations and their amendments shall be approved by not less than 2/3 of the entire membership of the Association before such shall become effective.
 - g. To enforce by legal means, the provisions of the Condominium Act, the Declaration of Condominium, 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 delegate to them all such powers and duties as may be required.
 - i. To employ personnel to perform the service required for proper operation of the Condominium.
 - j. To acquire by purchase or otherwise, condominium parcels of the Condominium, subject nevertheless, to the provisions of the Declaration and/or By-Laws relative thereto.
 - k. To approve or disapprove the transfer, mortgage and ownership of apartments as may be provided by the Declaration of Condominium, these Articles of Incorporation and the By-Laws.
- 3.3 All funds and the titles of all properties acquired by the Association and their proceeds shall be held in trust for the members in accordance with the provisions of the Declaration of Condominium, these Articles of Incorporation and the By-Laws.
- 3.4 The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the Declaration of Condominium and the By-Laws.

ARTICLE IV

Members

- 4.1 The members of the Association shall consist of all of the record owners of apartments in the Condominium; and after the termination of the Condominium shall consist of those who are members at the time of such termination and their successors and assigns.
- 4.2 After receiving approval of the Association if required by the Declaration of Condominium, change of membership in the Association shall be established by recording in the Public Records of Martin County, Florida, a deed or other instrument establishing a record title to an apartment in the Condominium and the delivery to the Association of a certified copy of such instrument. The owner designated by such instrument thus becomes a member of the Association and the membership of the prior owner is terminated.
- 4.3 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 his/her apartment.
- 4.4 The owner of each apartment shall be entitled to the vote as a member of the Association (see Article IX, Part I, Declaration of Condominium). The manner of exercising voting rights shall be determined by the By-Laws of the Association.
- 4.5 The terms "apartment" and "apartment owner" or "owners" shall have the same meaning as "unit" or "unit owner" or "owners" as same are defined in the Condominium Act.

ARTICLE V

Directors

- 5.1 The affairs of the Association will be managed by a Board consisting of not less than three members nor more than five members.
- 5.2 Directors of the Association shall be elected at the Annual Meeting of the members in the manner determined by the By-Laws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the By-Laws.

ARTICLE VI

Officers

The affairs of the Association shall be administered by the Officers designated in the By-Laws. The Officers shall be elected by the Board of Directors at its first meeting following the Annual Meeting of the members of the Association and shall serve at the pleasure of the Board of Directors. The Officers may be Directors.

ARTICLE VII

Indemnification

All Directors and all Officers of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon those in connection with any proceeding or settlement of any proceeding to which they may be a party or in which they may become involved by reason of their being or having been Directors or Officers of the Association, whether or not they were Directors or Officers at the time such expenses are incurred, except when the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of their 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 VIII

By-Laws

The first By-Laws of the Association shall be adopted by the Board of Directors 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:

- 9.1 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.
- 9.2 A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by the members of the Association. Directors and members not present in person or by proxy at the meeting considering the amendment may express their approval in writing providing such approval is delivered to the Secretary at or prior to the meeting. Except as elsewhere provided.
 - a. Such approvals must be by not less than 2/3 of the votes of the entire membership of the Association.

- 9.3 Provided, however, that no amendment shall make any changes in the qualifications for membership nor the voting rights of members, nor any change in Section 3.3 of ARTICLE III, without approval in writing by all members and the joinder of all record owners of mortgages upon the Condominium. No amendment shall be made that is in conflict with the Condominium Act or the Declaration of Condominium.
- 9.4 A copy of each amendment shall be certified by the Secretary of State and be recorded in the Public Records of Martin County, Florida.

ARTICLE X

Term

The term of the Association shall be perpetual.

IN WITNESS WHEREOF, the undersigned has caused these presents to be signed in its name by its President, its Secretary and its corporate seal affixed this 23 day of MARCH, 2015.

WITNESSES:

Lesley A. Frederick
Witness #1 Signature

Conquistador Condominium I Association, Inc.

By: David Hornbeck
David Hornbeck, President

LESLEY A. FREDERICK
Witness #1 Printed Name

Susan K. Strom
Witness #2 Signature

SUSAN K. STROM
Witness #2 Printed Name

Lesley A. Frederick
Witness #1 Signature

By: Mildred Barlow
Mildred Barlow, Secretary

LESLEY A. FREDERICK
Witness #1 Printed Name

Susan K. Strom
Witness #2 Signature

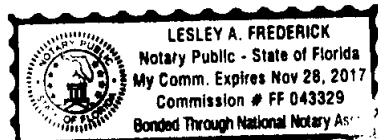
SUSAN K. STROM
Witness #2 Printed Name

Corporate Seal

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 23rd day of MARCH, 2015 by David Hornbeck as President of Conquistador Condominium I Association, Inc., [☒ who is personally known to me or [] who has produced identification [Type of Identification: _____].

Notary Seal

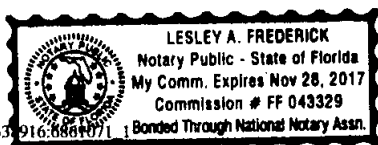


Lesley A. Frederick
Notary Public

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 23rd day of MARCH, 2015 by Mildred Barlow as Secretary of Conquistador Condominium I Association, Inc., [☒ who is personally known to me or [] who has produced identification [Type of Identification: _____].

Notary Seal



Lesley A. Frederick
Notary Public

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