

723480

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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WAIT

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MAIL

(Business Entity Name)

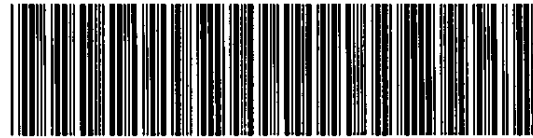
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Special Instructions to Filing Officer:

Leah  
Ellington  
gave permission to  
correct corp. Name  
DC  
5/23/17  
15th

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FILED  
17 MAY 15 AM 10:11  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Amend.

MAY 24 2017

D CONNELL



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

April 25, 2017

LEAH E. ELLINGTON  
LOBECK & HANSON PA  
2033 MAIN STREET, SUITE 403  
SARASOTA, FL 34237

SUBJECT: ST. ARMANDS ASSOCIATION, INCORPORATED  
Ref. Number: 723480

We have received your document for ST. ARMANDS ASSOCIATION, INCORPORATED and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Document is being per customer request.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Valerie Herring  
Regulatory Specialist II

Letter Number: 317A00008006

DANIEL J. LOBECK  
MARK A. HANSON\*

MICHELLE A. STELLACI

DAVID J. FREDERICKS

LEAH E. ELLINGTON

2033 MAIN STREET, SUITE 403  
SARASOTA, FL 34237  
(941) 955-5622  
FAX (941) 951-1469

E-MAIL law@lobeckhanson.com  
INTERNET www.lobeckhanson.com

*THE LAW OFFICES OF*  
***LOBECK & HANSON***

*PROFESSIONAL ASSOCIATION*

CONDOMINIUM  
COOPERATIVE AND  
COMMUNITY  
ASSOCIATIONS

CIVIL LITIGATION

PERSONAL INJURY

FAMILY LAW

LAND USE LAW

ESTATES AND TRUSTS

*\*FLA. SUPR. CT. CERTIFIED MEDIATOR*

May 10, 2017

Secretary of State  
Division of Corporations  
ATTN: Valerie Herring,  
Regulatory Specialist II  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Letter Number: 317A00008006  
St. Armands Association, Incorporated  
Ref. Number: 723480

Dear Ms. Herring:

Enclosed please find a copy of your letter dated April 25, 2017. Also, pursuant to your request, enclosed is the revised Certificate of Amendment for the Articles of Incorporation.

Thank you for your assistance in this matter.

Sincerely,



Leah E. Ellington

LEE/pft  
Enclosure

15th  
date

DANIEL J. LOBECK  
MARK A. HANSON\*

MICHELLE A. STELLACI  
DAVID J. FREDERICKS  
LEAH E. ELLINGTON

2033 MAIN STREET, SUITE 403  
SARASOTA, FL 34237  
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CIVIL LITIGATION

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FAMILY LAW

LAND USE LAW

ESTATES AND TRUSTS

April 14, 2017

*\*FLA. SUPR. CT. CERTIFIED MEDIATOR*

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

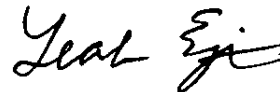
Re: Certificate of Amendment  
St. Armands Association, Incorporated

To Whom It May Concern:

Please find enclosed an original Certificate of Amendment and attached Amendment to the Articles of Incorporation for the above-referenced corporation and a check in the amount of \$35.00 for the filing fee.

Thank you for your assistance in this matter.

Sincerely,



Leah E. Ellington

LEE/pft  
Enclosure

**CERTIFICATE OF AMENDMENT**

**ARTICLES OF INCORPORATION**

**ST. ARMANDS ASSOCIATION, INCORPORATED**

We hereby certify that the attached Amendments to the Articles of Incorporation were approved by the affirmative vote of a majority of all regular members at the Annual Residents Meeting held on March 27, 2004, which is sufficient for adoption under Article X of the Articles of Incorporation.

DATED this 13 day of April, 2017.

ST. ARMANDS ASSOCIATION,  
INCORPORATED

Witnesses:

sign Klamit

print Kathryn Lambert

sign LL

print Adam Mastromarino

By:

Kevin Bales  
Kevin Bales, President

Witnesses:

sign Klamit

print Kathryn Lambert

sign LL

print Adam Mastromarino

Attest:

Lucretia Tuffile  
Lucretia Tuffile, Secretary

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

17 MAY 15 AM 10:11

FILED

STATE OF FLORIDA  
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 13<sup>th</sup> day of April, 2017, by Kevin Bales, as President of St. Armands Association, Incorporated, on behalf of the corporation. He is personally known to me or has produced FI DL as identification.



NOTARY PUBLIC

sign

print

Adam Mastromarino

State of Florida at Large (Seal)

My Commission expires:

STATE OF FLORIDA  
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 13<sup>th</sup> day of April, 2017, by Lucretia Tuffile as Secretary of St. Armands Association, Incorporated, on behalf of the corporation. She is personally known to me or has produced FI DL as identification.



NOTARY PUBLIC

sign

print

Adam Mastromarino

State of Florida at Large (Seal)

My Commission expires:

Prepared by: Leah E. Ellington, Esq.  
2033 Main Street, Suite 403  
Sarasota, FL 34237

## AMENDMENTS

*[Additions are indicated by underline, deletions by ~~strike-through~~]*

### **ARTICLES OF INCORPORATION OF ST. ARMANDS ASSOCIATION, INCORPORATED**

#### **ARTICLE I – NAME**

The name of this corporation shall be ST. ARMANDS ASSOCIATION, INCORPORATED

#### **ARTICLE II – PURPOSES**

Section 1. This Association ~~corporation~~ shall be a corporation not for profit, organized and existing pursuant to the provisions of Chapter 617, Florida Statutes.

#### **ARTICLE III – MEMBERSHIP**

Section 1. There shall be two ~~three~~ classes of membership: Regular Members; ~~Associate Members~~ and Honorary Members.

Section 3. The qualifications for and manner of granting of ~~Associate Membership and~~ Honorary Membership, and all other matters pertaining thereto, shall be as set forth in the By-Laws of the Association. In like manner, additional qualifications for Regular Membership and application and granting thereof, shall be as set forth in the By-Laws.

#### **ARTICLE V – BOARD OF GOVERNORS**

Section 1. The government and management of the Association shall be vested in a Board of Governors consisting of not less than ten (10) members and not more than fifteen (15) members; provided however, that no more than three members at any time shall be other than Regular Members who are residential property owners. To be eligible for election to the Board Regular Members must have been residential property owners for at least two (2) years. However, persons who have owned residential property for less than 2 years may be considered for a one (1) year term as a Provisional Board Member in order that they can become aware of the Board's activities, and the Board can become acquainted with them.

Section 2. The Board of Governors of the Association shall be elected by the membership at the annual meeting hereinafter provided for, and shall serve for terms of three (3) years or until

their successors have been elected and qualified. No Governor so elected by the membership shall immediately succeed himself in office.

Section 3. A vacancy on the Board of Governors occurring between annual meetings may, but need not be, filled by an interim appointment by affirmative vote of the majority of the remaining Governors. The term of such interim appointee shall expire upon the election and qualifications of his successor.

Section 4. The names and residential addresses of the persons who shall serve as Governors until the election and qualification of their successors are: listed in the Annual Return filed with the State of Florida and are available to all members upon request.

Robert A. Bergs	Lester Carson
55 N. Washington Drive	255 N. Washington Drive
Sarasota, Florida 33577	Sarasota, Florida 33577

L. S. Wiegele	William E. Ekman
507 Jackson Drive	414 N. Washington Drive
Sarasota, Florida 33577	Sarasota, Florida 33577

Noel M. Fillastre	William J. Mulligan
113 Fillmore Drive	551 S. Washington Drive
Sarasota, Florida 33577	Sarasota, Florida 33577

Agnes Cowap	Marjorie L. Loep
25 S. Washington Drive	373 S. Washington Drive
Sarasota, Florida 33577	Sarasota, Florida 33577

Paul G. Disbro	James A. Carr
130 N. Adams Drive	236 S. Washington Drive
Sarasota, Florida 33577	Sarasota, Florida 33577

J. E. Boyt	Arnold J. Funk
360 N. Washington Drive	500 S. Washington Drive
Sarasota, Florida 33577	Sarasota, Florida 33577

B. Hamilton Moore	George R. Browner
422 S. Washington Drive	308 N. Washington Drive
Sarasota, Florida 33577	Sarasota, Florida 33577



Frank F. Pfeiffer  
30 N. Washington Drive  
Sarasota, Florida 33577

Section 5. The Board of Governors shall meet at such times and places as they may deem appropriate, in accordance with the by-laws. A quorum for any regular meeting of the Board of Governors shall be a majority of the number then serving as Governors. A quorum for any special meeting shall be the number in attendance in person or by written proxy. Provisions for the issuance of notice of special meetings and for representation and voting by written proxies shall be as set forth in the By-Laws.

#### ARTICLE VI – OFFICERS

Section 1. The Officers of the Association shall be: President, First Vice-President, Second Vice-President, Secretary, ~~Assistant Secretary, Treasurer and Assistant Treasurer.~~ These officers shall be elected by the Board of Governors from among the members of the Board as soon after each annual meeting of the Association as may be practicable, and shall serve until the next annual meeting. ~~; provided however, that the Board may, at its sole discretion, permit the offices of Assistant Secretary and/or Assistant Treasurer to remain unfilled at any time and from time to time. The Officers of the Association shall serve in office until the election and qualification of their successors.~~

Section 5. The name and addresses of the persons who are to serve as Officers until the election and qualification of their successors are: available to all members upon request.

Robert A. Bergs \_\_\_\_\_ President  
55 N. Washington Drive  
Sarasota, Florida 33577

Lester Carson \_\_\_\_\_ First Vice President  
255 N. Washington Drive  
Sarasota, Florida 33577

L. S. Wiegele \_\_\_\_\_ Second Vice President  
507 Jackson Drive  
Sarasota, Florida 33577

William E. Ekman \_\_\_\_\_ Secretary-Treasurer  
414 N. Washington Drive  
Sarasota, Florida 33577

## ARTICLE VII – COMMITTEES

Section 1. The By-Laws shall provide for the establishment of Committees to assist the Officers and Governors of the Association in the conduct of its business and accomplishment of its purposes, and for the appointment of the Chairman and Members thereof. All committees shall have at least one member of the Board of Governors. ~~Not less than a majority of the members of any committee shall be Governors.~~

## ARTICLE VIII – BY-LAWS

Section 2. After the initial By-Laws of the Association shall have been adopted by the Board of Governors pursuant to the authority granted herein, no provision of the By-Laws shall be enacted, amended or revoked unless written notice of the proposed enactment, amendment or revocation shall first have been mailed, e-mailed or hand delivered to each member of the Board of Governors not less than ten days prior to the meeting of the Board at which the proposed enactment, amendment or revocation shall be considered and voted upon.

## ARTICLE IX – MEETINGS

Section 1. The annual meeting of the membership of this Association shall be held as soon after January 1 of each calendar year as practicable, at a place and a time to be determined by the Board of Governors. Special meetings may be held at times and places determined by the Board ~~whenever it shall be determined by a majority of the Board that there is a matter of sufficient importance to warrant such a special meeting.~~ Written notice shall be mailed, e-mailed or hand delivered to all Regular Members of the Association not less than fifteen days prior to each annual or special meeting and, in the case of each special meeting, this notice shall state the purpose thereof.

Section 2. For the purposes of transacting the business of the Association, a quorum for any annual or special meeting shall be the number of Regular Members in attendance plus the number represented by written proxies or ballots. Further provisions for the use of such proxies or ballots shall be set forth in the By-Laws. Written notice of every annual and special meeting of the Membership shall be mailed, e-mailed, or hand delivered to all Members ~~not less than fifteen days~~ prior to the holding of such meeting.

Section 3. The Board of Governors shall meet at such times and places as they may deem appropriate, but insofar as practicable there shall be not less than one meeting of the Board each quarter year. A quorum for any regular meeting of the Board of Governors shall be a majority of the number then serving as Governors. A quorum for any special meeting shall be the number in

attendance in person or by written proxy. ~~Provisions for the issuance of notice of special meetings and for representation and voting by written proxies shall be as set forth in the Bylaws.~~

## ARTICLE X – AMENDMENTS

Section 1. These Articles shall be amended only by the affirmative vote of the a majority of all Regular Members. Amendments may be considered and voted upon at any annual meeting or at any special meeting called for that purpose; provided however, that no amendment shall be considered and voted upon until the proposed amendment shall have been mailed, e-mailed or hand delivered to all Regular Members not less than fifteen days prior to the holding of that meeting at which the proposed amendment shall be considered and voted upon.

~~Section 2. In the alternative, a proposed amendment may be voted upon by written ballot mailed to each regular member together with the written proposed amendment. In such case, the ballots shall be returned to an Election Trustee designated by the Board of Governors, who shall not be a member of the Association and who shall count the ballots and certify the correctness thereof by affidavit to the Board of Governors. Further provisions for the qualification, appointment and the duties of such Trustee may be set forth in the Bylaws. In the event that written ballots are so submitted to the membership, the failure to return such ballot shall be considered by the Board of Governors as an affirmative vote.~~

## ARTICLE XII – APPROVAL

These above amended Articles of Incorporation are to be approved by a vote of the Membership at a duly constituted Annual Meeting on March 27, 2004.

## ~~ARTICLE XII – SUBSCRIBERS~~

~~The names and residence addresses of the persons who shall be subscribers to these Revised Articles are as follows:~~

Robert A. Bergs	Lester Carson
55 N. Washington Drive	255 N. Washington Drive
Sarasota, Florida 33577	Sarasota, Florida 33577
L. S. Wiegele	William E. Ekman
507 Jackson Drive	414 N. Washington Drive
Sarasota, Florida 33577	Sarasota, Florida 33577