

124688

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
06 DEC 13 PM 3:34



FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 27, 2006

ELLEN HIRSCH DE HAAN, J.D.
BECKER & POLIAKOFF, P.A.
2401 W. BAY DRIVE - SUITE 414
LARGO, FL 33770

*Not changing
the registered
Agent...*

SUBJECT: FIVE TOWNS OF ST. PETERSBURG, NO. 301, INC.
Ref. Number: 724688

We have received your document for FIVE TOWNS OF ST. PETERSBURG, NO. 301, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

You have listed CARL G. PARKER as the registered agent of this corporation. Therefore, his acceptance and signature must be included with this document. Our records reflect JERRY BERRINGER as the current registered agent.

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) 245-6964.

Irene Albritton
Document Specialist

Letter Number: 506A00068290

JUL/SP No changes



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 31, 2006

ELLEN HIRSCH DE HAAN, J.D.
BECKER & POLIAKOFF, P.A.
2401 W. BAY DRIVE - SUITE 414
LARGO, FL 33770

SUBJECT: FIVE TOWNS OF ST. PETERSBURG, NO. 301, INC.
Ref. Number: 724688

We have received your document for FIVE TOWNS OF ST. PETERSBURG, NO. 301, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

There are no provisions in the Florida Statutes to amend, add or delete subscribers unless you are specifying the amount of ownership of shares.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

N/A

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) 245-6964.

Irene Albritton
Document Specialist

Letter Number: 806A00064463

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF
FIVE TOWNS OF ST. PETERSBURG, NO. 301, INC.
Document No. 724688

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporations adopt the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: Article III (See attached)

SECOND: The date of adoption of the amendment was August 20, 2006

THIRD: Adoption of amendment (Check one):

The amendment was adopted by the members and the number of votes cast for the amendment was sufficient for approval.

There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.

(SEAL)



FIVE TOWNS OF ST. PETERSBURG,
NO. 301, INC.

BY: Robert Love

Robert Love, President

DATED 10/13, 2006

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared Robert Love, to me known to be the President of Five Towns Of St. Petersburg No. 301, Inc., and he acknowledged before me that he freely and voluntarily executed the same as such authorized agent, under authority vested in him/her by said corporation. He is personally known to me or has produced _____
_____ (type of identification) as identification and did (did not) take an oath.

WITNESS my hand and official seal in the County and State last aforesaid, this 13 day of October, 2006.

Janet Reese
Notary Public
Printed Name: JANET REESE

My commission expires:

July 16, 2010

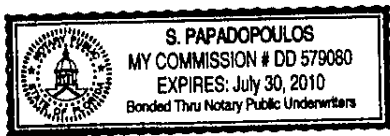
AMENDED AND RESTATED ARTICLES OF INCORPORATION OF
FIVE TOWNS OF ST. PETERSBURG, No. 301, INC.
Document No. 724688

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
06 DEC 13 PM 3:34

Pursuant to the provisions of section 617.1007, Florida Statutes, the undersigned Florida nonprofit corporation adopts the attached Amended and Restated Articles of Incorporation.

All amendments to the original Articles of Incorporation have been incorporated into the attached Amended and Restated Articles of Incorporation. The amendments were previously adopted by the Members as required by the Condominium Documents and previously filed with the Florida Division of Corporations as required by Florida Statutes Section 617.01201, 617.1002 and 617.1006.

(SEAL)



FIVE TOWNS OF ST. PETERSBURG,
No. 301, INC.

BY: Robert A Love
Robert Love, President

DATED 10/13, 2006

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared Robert Love, to me known to be the President of Five Towns of St. Petersburg, No. 301, Inc., and he acknowledged before me that he freely and voluntarily executed the same as such authorized agent, under authority vested in him by said corporation. He is personally known to me or has produced _____ (type of identification) as identification and did (did not) take an oath.

WITNESS my hand and official seal in the County and State last aforesaid, this
13th day of October, 2006.

S. Papadopoulos
Notary Public

Printed Name: Slvia Papadopoulos

My commission expires:

July 30, 2010

EXHIBIT "B"

AMENDED AND RESTATED
ARTICLES OF INCORPORATION

We, the undersigned, jointly and severally agree with each other to associate ourselves and our successors together as a corporation not for profit under the Laws of the State of Florida, and do hereby subscribe, acknowledge and file in the Office of the Secretary of State, of the State of Florida, the following Articles of Incorporation:

I.

The name of this Corporation shall be:

FIVE TOWNS OF ST. PETERSBURG, NO. 301, INC., a Condominium.

II.

The purpose for which this Corporation is organized shall be to buy, sell lease or sub-lease, or to acquire, maintain, or operate as fee owner or as owner of a leasehold interest, or solely to maintain, or operate without any interest in real property, a certain multi-unit residential building and the land upon which said building shall be situated, in Pinellas County, State of Florida, a condominium, which multi-unit residential building shall be known as:

FIVE TOWNS OF ST. PETERSBURG, NO. 301,

and the land on which said building shall be located being more particularly described in the Declaration of Condominium thereto; and to erect such additional buildings and structures on said real estate as the corporation may deem best, and to transact all business necessary and proper in connection with the operation of said property for the mutual benefit of its members; to operate said property for the sole use and benefit of its members, without attempting to make any profit or other gains for the corporation; and to perform any other act for the well being of member residents, without partiality or undue inconvenience as between member residents; and to perform any other act in maintaining an atmosphere of congeniality and high standard of occupancy by and for its member residents; and to maintain a high standard of the physical appearance of the building; to formulate By-Laws, rules and regulations, and to provide for the enforcement thereof. The corporation shall also have such other power and authority to do and perform every act and thing necessary and proper in the conduct of its business for the accomplishment of its purposes as set forth herein and as permitted by Chapter 617, Florida Statutes, entitled "Corporations Not For Profit".

III.

GEL-MET DEVELOPMENT CORP., a Florida corporation, hereinafter referred to as the "Developer", shall make and shall declare a certain Declaration of Condominium submitting the property described within the Declaration of Condominium to condominium ownership under the restrictions, reservations, covenants, conditions and easements as contained therein, which shall be applicable to said property and all interests therein, to-wit:

(a) Legal description as more fully set forth in the Declaration of Condominium.

(b) All improvements erected or installed on said land, including one (1) building, containing ninety-six (96) condominium units and related facilities.

Initially, such three (3) persons as the Developer may name shall be the members of the corporation who shall be the sole voting members of the corporation until such time as the Developer has conveyed ninety-one (91) condominium units to the individual grantees, as said condominium units are defined in the Declaration of Condominium, or for a period of five (5) years after date of completion of improvements upon the property described in the Declaration of Condominium, whichever event shall occur first. Thereafter, such three (3) named persons shall cease to be members of the corporation, unless they are either the Developer or a grantee of the Developer, and the individuals to whom the condominium have been conveyed shall be the voting member of the corporation. The By-Laws of this corporation may not change or alter this Article.

IV.

The term for which this corporation shall exist shall be perpetual.

V.

The names and post office addresses of the subscribers to these Articles of Incorporation are as follows:

CARL G. PARKER	3835 Central Avenue St. Petersburg, Florida
ANTHONY S. BATTAGLIA	3835 Central Avenue St. Petersburg, Florida
RUTH LUTER	8141 54 th . Avenue North

St. Petersburg, Florida

VI.

The affairs of the Corporation shall be managed by a President, Vice President, Secretary, and Treasurer. The Officers of the Corporation shall be elected annually by the Board of Directors of the Corporation in accordance with the provisions provided therefor in the By-Laws of the Corporation.

VII.

The business of the Corporation shall be conducted by a Board of Directors which shall consist of not less than five (5) members, as the same shall be provided for by the By-Laws of the Corporation. The members of the Board of Directors shall be elected annually by a majority vote of the members of the Corporation. The names and addresses of the first Board of Directors and Officers who shall serve as Directors and Officers, until the first election of Directors and Officers, are as follows:

CARL G. PARKER	3835 Central Avenue St. Petersburg, Fla.	President and Director
ANTHONY S. BATTAGLIA	3835 Central Avenue St. Petersburg, Fla.	Vice President and Director
RUTH LUTER	8141 54 th . Avenue No. St. Petersburg, Fla.	Secretary and Director
LOUIS E. STOLBA	3835 Central Avenue St. Petersburg, Fla.	Treasurer and Director
HOWARD P. ROSS	3835 Central Avenue St. Petersburg, Fla.	Director

The name and address of the Resident Agent for said Corporation is as follows:

CARL G. PARKER	3835 Central Avenue St. Petersburg, Fla.
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VIII.

The By-Laws of the Corporation are to be made, altered or rescinded by a three-fourths (3/4s) vote of the members of this Corporation.

IX.

Amendments to the Articles of Incorporation may be proposed by the Board of Directors or by a majority vote of the members of the Corporation, provided, however, that no such amendments to the Articles of Incorporation shall be effective unless adopted pursuant to Articles XI hereinafter.

X.

Section 1. No Officer, Director or member shall be personally liable for any debt or other obligation of the Corporation, except as provided in the Declaration of Condominium.

Section 2. Each member shall be restricted to one (1) vote, except in all elections for Directors, each member shall have the right of cumulative voting; that is to say, each member shall have the right of cumulative voting; that is to say, each member shall have the right to vote, in person or by proxy, for as many persons as there are Directors to be elected, or to distribute them on the same principle among as many candidates as he shall see fit.

Section 3. A membership may be owned by more than one owner provided that membership shall be held in the same manner as title to the unit. In the event ownership is in more than one person, all of the owners of such membership shall be entitled collectively to only one (1) vote or ballot in the management of the affairs of the Corporation in accordance with the Declaration of Condominium, and the vote may not be divided between plural owners of a single condominium.

Section 4. The members of this Corporation shall be subject to assessment for the costs and expenses of the Corporation in operating the multi-unit building, in accordance with the Declaration of Condominium, these Articles of Incorporation, and the By-Laws of the Corporation. The By-Laws of the Corporation may not change or alter this Section 4, Article X.

Section 5. The Corporation shall not be operated for profit, no dividends shall be paid, and no part of the income of the Corporation shall be distributed to its members, Directors, or Officers.

Section 6. The members of the Corporation, individually, are responsible for all maintenance and repair within and about their condominium units.

Section 7. Any matter of controversy or dispute between members or between a member and the Corporation shall be settled by arbitration in accordance with the rules provided therefore by the American Arbitration Association and the Statutes of the State of Florida.

Section 8. The members of this Corporation shall be subject to all of the terms, conditions, covenants and restrictions contained in the Declaration of Condominium, these Articles of Incorporation and the By-Laws of the Corporation.

XI.

The Articles of Incorporation may not be amended, altered, modified, changed or rescinded by a vote of less than three-fourths (3/4s) of the then present members of the Corporation, which may be accomplished at any regular or special meeting of the Corporation, provided that written notice of the proposed change shall have been mailed to each member of the Corporation ten (10) days prior to said meeting of the Corporation, provided, however, that no such alteration, amendments, modifications, change or rescission of Article II hereinabove, and of Section 4, 5, 6 and 8 of Article X, may be made without the unanimous approval of the then members of the Corporation together with the written unanimous approval of all mortgagees holding a valid, enforceable first mortgage lien against any condominium unit, provided such mortgagees are institutional company, authorized to transact business in the State of Florida.

XII.

This Corporation shall provide and may contract for recreational facilities to be used by the condominium unit owners for recreational and social purposes.

XIII.

In the event this Corporation shall become dormant, inactive and fail to perform its duties and carry out its contractual covenants and conditions as set forth herein, together with those matters required to be performed of this Corporation in accordance with the Declaration of Condominium, and all matter in connection therewith, including, but not limited to, the provisions of the Service and Maintenance Agreement as it may pertain to this Corporation, then the said Corporation shall revert back to the original incorporators or their designated attorney-in-fact for purposes of reactivating said Corporation by electing new officers and Directors of this condominium as provided for in the Articles of Incorporation and By-Laws of this Corporation.

XIV.

The principal place of business of this Corporation shall be 8141 – 54th. Avenue North, St. Petersburg, Pinellas County, Florida, or at such other place or places as may be designated from time to time.

IN WITNESS WHEREOF, the subscribing incorporators have hereunto set their hands and seals and caused these Articles of Incorporation to be executed this 26th. day of October, A.D., 1972.

_____/s/_____
Carl G. Parker

_____/s/_____
Anthony S. Battaglia

_____/s/_____
Ruth Luter

STATE OF FLORIDA)
) ss
COUNTY OF PINELLAS)

Before me, the undersigned authority, personally appeared CARL G. PARKER, ANTHONY S. BATTAGLIA AND RUTH LUTER to me well known and known to me to be the persons who executed the foregoing Articles of Incorporation of FIVE TOWNS OF ST. PETERSBURG, No. 301, INC., a condominium, and have severally acknowledged before me that they executed the same for the purposes therein mentioned.

WITNESS my hand and official seal at St. Petersburg, in the County of Pinellas, and State of Florida, this 26th. day of October, A.D., 1972.