

724793

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(Address)

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Amend

MAR 11 2020

D CUSHING



QUINTAIROS, PRIETO, WOOD & BOYER, P.A.

ATTORNEYS AT LAW

WWW.OPWBLAW.COM

114 E. GREGORY STREET, 2ND FLOOR  
PENSACOLA, FLORIDA 32502

TELEPHONE (850) 434-6490 • FACSIMILE (850) 434-6491

VIA REGULAR MAIL

January 22, 2020

Amendment Section  
Division of Corporations  
P O Box 6327  
Tallahassee, FL 32314

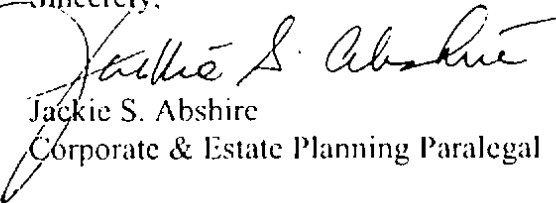
Re: Lago Bonito Townhouse Association, Inc. / Document No. 724793

Dear Sir or Madam:

Enclosed for filing please find the original executed First Articles of Amendment to Articles of Incorporation of Lago Bonito Townhouse Association, Inc., together with the State's Cover Letter and Check No. 0142 in the amount of \$35.00 for the State's filing fee. We have also enclosed a stamped, self-addressed return envelope for the filing acknowledgement for your convenience. Please file in your usual manner.

Should you have any questions or need additional information, please do not hesitate to call me at my direct line which is (850) 623-5211. Thank you for your prompt handling of this matter and your usual courtesy. Have a nice day.

Sincerely,

  
Jackie S. Abshire  
Corporate & Estate Planning Paralegal

JSA:

Enclosures

20 MAR -9 PM 5:37  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** Lago Bonito Townhouse Association, Inc.

**DOCUMENT NUMBER:** 724793

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Jackie S. Abshire, Corporate & Estate Planning Paralegal

(Name of Contact Person)

Quintairos, Prieto, Wood & Boyer, P.A.

(Firm/ Company)

114 East Gregory Street, 2nd Floor

(Address)

Pensacola, FL 32502

(City/ State and Zip Code)

lagobonitahoa@gmail.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Jackie S. Abshire, Corporate & Estate Planning Paralegal

850

623-5211

at

(Name of Contact Person)

(Area Code)

(Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- |   |  |   |  |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy is<br>Enclosed) |
|---|--|---|--|

**Mailing Address**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address**

Amendment Section  
Division of Corporations  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303



QUINTAIROS, PRIETO, WOOD & BOYER, P.A.

ATTORNEYS AT LAW

WWW.QPWBLAW.COM

114 E GREGORY STREET, 2ND FLOOR  
PENSACOLA, FLORIDA 32502

TELEPHONE (850) 434-6490 • FACSIMILE (850) 434-6491

**VIA REGULAR MAIL**

March 5, 2020

Amendment Section  
Division of Corporations  
P O Box 6327  
Tallahassee, FL 32314

Re: Lago Bonito Townhouse Association, Inc. / Document No. 724793

Dear Sir or Madam:

Enclosed for filing please find the original and a duplicate copy of executed First Articles of Amendment to Articles of Incorporation of Lago Bonito Townhouse Association, Inc., together with a copy of your letter dated February 25, 2020. We have also enclosed a stamped, self-addressed envelope for the return of the filing acknowledgement letter from you, together with a file-stamped copy (i.e., the duplicate copy enclosed) of the First Articles of Amendment to the Articles of Incorporation. Please file in your usual manner as soon as possible upon receipt.

Should you have any questions or need additional information, please do not hesitate to call me at my direct line which is (850) 623-5211. Thank you for your prompt handling of this matter and your usual courtesy. Enjoy your day.

Sincerely,

  
Jackie S. Abshire  
Corporate & Estate Planning Paralegal

JSA:

Enclosures



**COPY**

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

February 25, 2020

JACKIE S. ABSHIRE  
QUINTAIROS PRIETO WOOD & BOYER, P.A.  
114 E GREGORY STREET, SECOND FLOOR  
PENSACOLA, FL 32502

SUBJECT: LAGO BONITO TOWNHOUSE ASSOCIATION, INC.  
Ref. Number: 724793

We have received your document for LAGO BONITO TOWNHOUSE ASSOCIATION, 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):

Non Profit Corporation are filed pursuant to F.S. 617 and not 607. Please make the appropriate corrections within your document.

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.

Diane Cushing  
Senior Section Administrator

Letter Number: 920A00004099

REC'D MAR 02 2020

[www.sunbiz.org](http://www.sunbiz.org)

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

**FIRST ARTICLES OF AMENDMENT**

**TO**

**ARTICLES OF INCORPORATION**

**OF**

**LAGO BONITO TOWNHOUSE ASSOCIATION, INC.**

FILED  
CLERK OF CIRCUIT COURT  
20 MAR -9 PM 5:37

Pursuant to the provisions of section 617.1006 and Chapter 617, Florida Statutes, this ***Florida Not for Profit Corporation*** adopts the following amendments to its Articles of Incorporation in its entirety, and the First Articles of Amendment to Articles of Incorporation is being filed pursuant to sections 617.01201, 617.1001, 617.1002, and 617.1006, and Chapter 617, Florida Statutes:

**ARTICLE I. NAME**

The name of this corporation is **Lago Bonito Townhouse Association, Inc.** ("Corporation").

**ARTICLE II. PURPOSES**

The Corporation shall provide for the de-annexation of Lots Twenty-five (25) through Forty-four (44), of a re-subdivision of Lots 1, 2, and 3, Block Two (2), Santa Rosa Villas Subdivision, Santa Rosa Island, Escambia County, Florida, as well as changing from two (2) class of voting membership to one (1) class.

The general nature of the objects and purposes of this Corporation shall be to provide for exterior maintenance, preservation and architectural control of the lessees' lots, homes and common area within that certain tract of property described as:

**Lots One (1) through Twenty-four (24),  
both inclusive, of a re-subdivision  
of Lots  
Four (4), Five (5), and Six (6), Block  
Two (2), Santa Rosa Villas Subdivision,  
Santa Rosa Island, Escambia County, Florida,**

and to promote the health, safety and welfare of the residents within the above described property and any additions there to as may hereafter be brought within the jurisdictions of this Association by annexation as provided in Article VII herein, and for this purpose to:

- (a) Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called "Declaration", applicable to the property and recorded or to be recorded in the office of the Clerk of Circuit Court of Escambia County, Florida, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;
- (b) Fix, levy, collect and enforce payment of any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;
- (c) Acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;
- (d) Borrow money, to mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;
- (e) Have and exercise any and all powers, rights and privileges which a corporation organized under the Not for Profit Corporation Law of the State of Florida by law may now or hereafter have or exercise; and

- (f) To conduct and transact any business for any lawful purpose or purposes not for pecuniary profit and not prohibited by Chapter 607, 617, 720, or 723, Florida Statutes, or under other laws of the State of Florida, as the same may be from time to time amended.

No part of the net earnings of this Corporation shall inure to benefit of any individual or member. The Corporation shall not carry on propaganda, or otherwise act to influence legislation.

### **ARTICLE III. MEMBERSHIP**

Every person or entity who is a record lessee of a lease-hold interest from the Santa Rosa Island Authority in any lot which is subject by covenants of record to assessment by the Corporation, including contract sellers, shall be a member of the Corporation. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. No lessee shall have more than one (1) membership. Membership shall be appurtenant to and may not be separated from the leasehold interest of any lot which is subject to assessment by the Corporation. The ownership of the leasehold interest in the lot shall be the sole qualification for membership.

### **ARTICLE IV. VOTING RIGHTS**

The Corporation shall have one (1) class of voting membership.

Members shall be all those lessees as defined in Article III. Each Member shall be entitled to one (1) vote for each lot in which he or she holds that interest required for membership by Article III. When more than one (1) person holds such interest in any lot, all such persons shall be members. The vote for such lot shall be exercised as they among themselves determine, but in no event shall more than one (1) vote be cast with respect to any lot.

### **ARTICLE V. BOARD OF DIRECTORS**

The affairs of this Corporation shall be managed by a Board of Directors, containing a minimum of three (3) directors, but no more than five (5) directors, who shall be members of the Association. The number of directors may be either



increased or decreased from time to time by an amendment of the ByLaws of the Corporation in the manner provided by law, but shall never be less than three (3).

The names and addresses of the directors, whose term of office shall be until the next annual meeting of the members of the Association and the election and qualification of their successors, are:

NAME	ADDRESS
Vincent A. Matassa	1692 Via De Luna Drive Pensacola Beach, Florida 32561
Larry Tate	10 Calle Traviesa Drive Pensacola Beach, Florida 32561
Thomas Fitzgerald	1682 Via De Luna Drive Pensacola Beach, FL 32561

#### ARTICLE VI. LIABILITIES

The highest amount of indebtedness or liability, direct or contingent, to which this Corporation may be subject at any one time shall not exceed One Hundred Fifty Percent (150%) of its income for the previous fiscal year; provided that any additional indebtedness, liability, or obligation is authorized at any time by the written assent of two-thirds (2/3s) of the membership.

#### ARTICLE VII. ANNEXATION OF ADDITIONAL PROPERTIES

The Corporation may, at any time, annex additional residential properties and common areas on Santa Rosa Island within one (1) mile from the present lands to the subdivision described in Article II and Article III; provided that any such annexation shall have the written assent of two-thirds (2/3s) of the membership.

## **ARTICLE VIII. MERGERS AND CONSOLIDATIONS**

To the extent permitted by law, the Corporation may participate in mergers and consolidation with other non-profit corporations organized for the same purposes; provided that any such merger or consolidation shall have the written assent of two-thirds (2/3s) of the membership.

## **ARTICLE IX. AUTHORITY TO MORTGAGE**

Any mortgage by the Corporation of the Common Area defined in the Declaration of Covenants, Conditions and Restrictions shall have the written assent of two-thirds (2/3s) of the membership.

## **ARTICLE X. AUTHORITY TO DEDICATE**

The Corporation shall have the power to dedicate, sell or transfer all or any part of the Common Area to any public agency, authority or utility for such purposes and subject to the conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by members entitled to cast two-thirds (2/3s) of the votes of the membership, agreeing to such dedication, sale or transfer.

## **ARTICLE XI. DISSOLUTION**

The Corporation may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3s) of the membership. Upon dissolution of the Corporation, the assets, both real and personal, of the Corporation shall be dedicated to an appropriate public agency to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the Corporation. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust, or other organization qualified for exemption under section 501(C)(3) of the Internal Revenue Code to be devoted to purposes and uses that would most nearly reflect the purposes and uses to which they were required to be devoted by the Corporation.

## **ARTICLE XII. DURATION**

The Corporation shall exist perpetually.

### **ARTICLE XIII.**

#### **MEETINGS FOR ACTIONS GOVERNED BY ARTICLES VI THROUGH XI**

In order to take action under Article VI through XI, there must be a duly held meeting. Written notice, setting forth the purpose of the meeting shall be given to all members not less than Thirty (30) days nor more than Sixty (60) days in advance of the meeting. In the event that two-thirds (2/3) of the membership are not present in person or by proxy, members not present may give their written assent to the action taken thereat.

### **ARTICLE XIV. AMENDMENTS**

Amendment of the Articles shall require the assent of Seventy-five Percent (75%) of the membership. The ByLaws may be amended by a majority of a quorum of the members at a regular or special meeting.

### **ARTICLE XV. FHA/VA APPROVAL**

No approval is required from the Federal Housing Administration or the Veterans Administration for the Corporation to conduct any business, including but not limited to, annexation of additional properties, mergers and consolidations, mortgaging of Common Area, dedication of Common Area, dissolution, or amendment of the Articles of Incorporation.

### **ARTICLE XVI. SUBSCRIBERS**

The name and residence of the subscribers to the Articles of Incorporation of Lago Bonito Townhouse Association, Inc., are:

W. M. Swinford

2 South Palafox Street

Pensacola, FL 32501

J. Earl Johnson

1801 East Hatton Street

Pensacola, FL 32503

Michael T. Merritt

804 South Palafox Street

Pensacola, FL 32501

#### **ARTICLE XVII. LOCATION**

The principal office address of the Corporation is 1692 Via De Luna Drive, Pensacola Beach, FL 32561. The mailing address of the Corporation is 434 South Navy Blvd., P.O. Box 4217, Pensacola, FL 32507. The principal office address and/or mailing address of the Corporation shall be based on the address of the elected President of the Corporation or as may be designated the Board of Directors. The principal office address and mailing address of the Corporation shall be updated with the State of Florida as necessary.

The street address of the registered office of this Corporation in the State of Florida is 434 South Navy Blvd., Pensacola, FL 32507. The name of the registered agent for the Corporation at that address is Daniel L. Roberts.

#### **ARTICLE XVIII. OFFICERS**

The Officers of the Corporation shall be President, Vice-President, Secretary, and Treasurer, and such other officers as may be provided by the ByLaws.

The names of the Officers, whose term of office shall be until the next annual meeting Board of Directors and the election and qualification of their successors, are:

<b>NAME</b>	<b>OFFICE</b>
Vincent A. Matassa	President
Thomas Fitzgerald	Vice-President
Larry Tate	Secretary & Treasurer

The Officers of this Corporation shall be elected at the annual meeting of the Board of Directors or as provided by the ByLaws.

#### DATED OF ADOPTION

The date of each amendments adoption is November 26, 2019.

EFFECTIVE DATE is January 1, 2020.

#### APPROVAL

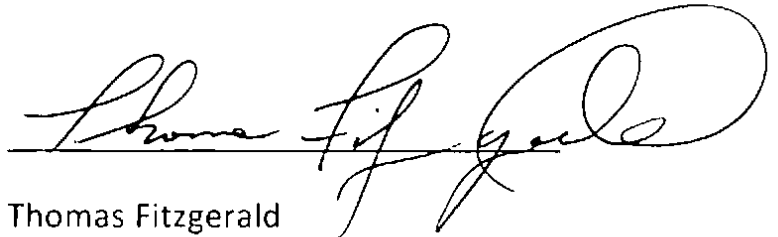
The amendments were adopted by the members, and the number of votes casts for the amendments were sufficient for approval.

IN WITNESS WHEREOF, the undersigned have signed the First Articles of Amendment to Articles of Incorporation of Lago Bonito Townhouse Association, Inc., on the 21<sup>st</sup> day of January, 2020.



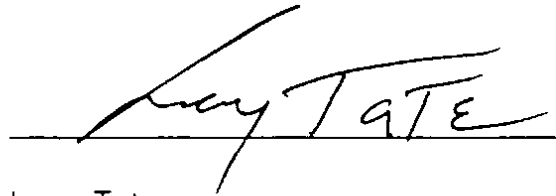
Vincent A. Matassa

President & Director



Thomas Fitzgerald

Vice-President & Director



Larry Tate

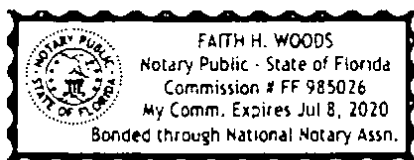
Secretary, Treasurer & Director

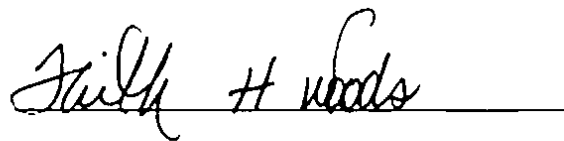
STATE OF FLORIDA

COUNTY OF ESCAMBIA

BEFORE ME, the undersigned authority, by means of ( ☒ ) physical presence or ( ☐ ) online notarization, personally appeared Vincent A. Matassa, Thomas Fitzgerald, and Larry Tate, ( ☐ ) who are personally known to me or ( ☒ ) who produced valid Florida driver's license and who executed the foregoing First Articles of Amendment to Articles of Incorporation of Lago Bonito Townhouse Association, Inc., and they acknowledge that they subscribed the said instrument for the uses and purposes set forth herein.

WITNESS my hand and official seal in the County, and State last aforesaid this 21<sup>st</sup> day of January, 2020.





Printed Name: Faith H. Woods

Notary Public Stamp: