

724 916

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

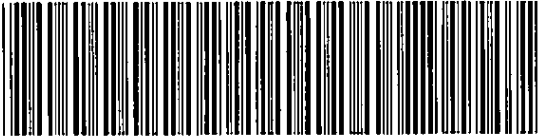
(Business Entity Name)

(Document Number)

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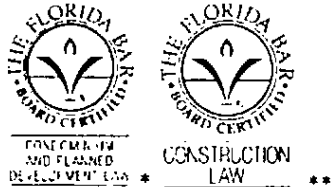
2023 FEB 10 PM 2:00



2-23

Condominium, Homeowner
and Cooperative Association

Kevin T. Wells, Esq.*
Paul E. Olah, Jr., Esq.**
Michael W. Cochran, Esq.



February 7, 2023

Civil Litigation
Construction Litigation

Jackson C. Kracht, Esq.
Michael P. Wallach, Esq.
Thomas A. Marino II, Esq.

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

Re: Articles of Incorporation
The Banyan Bay Club, Inc.

To Whom It May Concern:

Please file the enclosed Articles of Amendment to the Articles of Incorporation for the above-referenced corporation. Also enclosed is our firm check in the amount of \$43.75 for the filing fee. Please return a **certified copy** to the undersigned at your earliest convenience.

Thank you for your assistance in this matter.

Very truly yours,

LAW OFFICES OF WELLS | OLAH | COCHRAN, P.A.

Kevin T. Wells, Esq.,

KTW/dmh
Enclosures

Prepared by and Return to:
Kevin T. Wells, Esq.
Law Offices of Wells | Olah | Cochran, P.A.
3277 Fruitville Rd., Bldg. B
Sarasota, FL 34237
(941) 366-9191 Telephone

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
THE BANYAN BAY CLUB, INC.
(Division of Corporation's Document Number: 724916)

2023 FEB 10 PM 2:04

Pursuant to the provisions of Section 617.1006, Florida Statutes, this Florida Not For Profit Corporation adopts the following amendment(s) to its Articles of Incorporation:

- A. If amending name, enter the new name of the corporation: N/A.
- B. Enter new principal office address, if applicable: N/A.
- C. Enter new mailing address, if applicable: N/A.
- D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address: N/A.
- E. If amending or adding additional Articles, enter change(s) here: See Attached.

The date of each amendment(s) adoption: adopted by affirmative vote the attached amendment(s) on:
December 16, 2021 at a Membership Meeting.

Effective Date if applicable: immediately upon filing with the Division of Corporations.

Adoption of Amendments: (CHECK ONE)

- ☒ X The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the Board of Directors.

DATED this 3 day of Feb., 2023.

THE BANYAN BAY CLUB, INC.,
a Florida Not for Profit Corporation

By: Paula Bright
Paula Bright, President

(Corporate Seal)

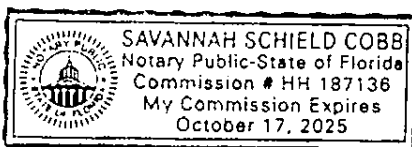
STATE OF FLORIDA
COUNTY OF Sarasota

The foregoing instrument was acknowledged before me by means of ☒ physical presence or ☐ online notarization, this 3rd day of February, 2023, by Paula Bright, as the President of **THE BANYAN BAY CLUB, INC.**, a Florida Not for Profit Corporation, on behalf of the corporation, who is personally known to me or has produced Driver's license as identification.

NOTARY PUBLIC

Sign: Savannah Cobb

Print: Savannah Cobb
State of Florida at Large (Seal)
My Commission expires:



Attested by:

Robin Ellis
Robin Ellis, Secretary

STATE OF FLORIDA

COUNTY OF Sarasota

(Corporate Seal)

The foregoing instrument was acknowledged before me by means of ☒ physical presence or ☐ online notarization, this 3rd day of February, 2023, by Robin Ellis, as the Secretary of **THE BANYAN BAY CLUB, INC.**, a Florida Not for Profit Corporation, on behalf of the corporation, who is personally known to me or has produced Driver's license as identification.



NOTARY PUBLIC

Sign:

Savannah Cobb

Print:

Savannah Cobb
State of Florida at Large (Seal)
My Commission expires:

AMENDMENT

ARTICLES OF INCORPORATION THE BANYAN BAY CLUB, INC.

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

9.1 Amendments. Subject to the provisions of Section 9.2 of this Article 9, amendments to the Articles of Incorporation shall be proposed and adopted in the following manner:

(a) Notice of the subject matter of a proposed amendment shall be included in or with the notice of any meeting at which a proposed amendment is considered.

(b) A resolution for the adoption of a proposed amendment to the Articles of Incorporation may be proposed either by the Board of Directors or by at least thirty percent (30%) of the eligible voting interests ~~the members of the Association~~. Except as elsewhere provided, such approvals must be either by:

(a) not less than two-thirds (2/3) 75% of the entire membership of the Board of Directors and by not less than two-thirds (2/3) of the eligible voting interests present (in person or by proxy) at a membership meeting at which a quorum is obtained ~~75% of the votes of the entire membership~~; or by

(b) not less than two-thirds (2/3) of the total eligible voting interests of the Association. ~~80% of the votes of the entire membership 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.