

729859

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H. BRADLEY STAGGS
RANDY K. STERNS
JEFFREY W. WARREN
DAVID B. WILLIAMS

August 20, 2004

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Attn: Amendment Section

Re: Second Amended and Restated Articles of Incorporation of
Isle of Sand Key Condominium Association, Inc.


Gentlemen:

Enclosed please find two original Second Amended and Restated Articles of Incorporation of Isle of Sand Key Condominium Association, Inc., along with this firm's check to cover the filing fee in the amount of \$35.00.

Please process accordingly and provide our office with a conformed copy of the Second Amended and Restated Articles of Incorporation at your earliest possible convenience.

Thank you for your assistance and cooperation.

Sincerely,


Cherie A. Moffatt
Paralegal

CAM
Enclosures



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

September 3, 2004

CHERIE A. MOFFATT
BUSH ROSS GARDNER ETAL
PO BOX 3913
TAMPA, FL 33601

SUBJECT: ISLE OF SAND KEY CONDOMINIUM ASSOCIATION INC.
Ref. Number: 729859

We have received your document for ISLE OF SAND KEY CONDOMINIUM 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):

A post office box is not an acceptable address for the registered agent.

The designation of the registered agent must be at a Florida street address.

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.

The registered agent must sign accepting the designation.

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) 245-6880.

Karen Gibson
Document Specialist

Letter Number: 204A00053572

BUSH ROSS GARDNER WARREN & RUDY, P.A.

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RANDY K. STERNS
COURTENAY S. TERRELL
JEFFREY W. WARREN
DAVID B. WILLIAMS

September 28, 2004

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Attn: Karen Gibson, Document Specialist

Re: Isle of Sand Key Condominium Association, Inc.
Ref. Number: 729859

Dear Ms. Gibson:

In response to your letter of September 3, 2004 (copy enclosed), enclosed please find the original Second Amended and Restated Articles of Incorporation of the Isle of Sand Key Condominium Association, Inc.

Please process accordingly. Thank you for your assistance and cooperation with regard to this matter.

Sincerely,


Cherie A. Moffatt
Paralegal

CAM
Enclosures

SECOND AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
ISLE OF SAND KEY CONDOMINIUM ASSOCIATION, INC.

FILED
March 15, 2004
SEP 29 PM 2:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts this Articles of Amendment to its Articles of Incorporation which are attached as Exhibit A. The Amended Articles of Incorporation were adopted on July 6, 2004 at a meeting of the members by a vote of approval cast by seventy-five percent (75%) of the members present in person or by proxy, and the number of votes cast for the amendment was sufficient for approval.

John R. Schmid
President
Joan LaRosa
Secretary

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 23 day of September, 2004 by John R. Schmid as President and Joan LaRosa as Secretary of ISLE OF SAND KEY CONDOMINIUM ASSOCIATION who are personally known to me or who have produced as identification, who did take an oath under the laws of the State of Florida, who executed the foregoing instrument and acknowledged the execution thereof to be their free act and deed as such officers, for the uses and purposes therein mentioned, and that they affixed thereto the official seal of said corporation, and the said instrument is the act and deed of said corporation.

(SEAL)

Simone Ferguson
NOTARY PUBLIC, State of Florida

My Commission Expires:



Simone Ferguson
My Commission DD314930
Expires June 27 2008

ARTICLE I

The name of the corporation shall be ISLE OF SAND KEY CONDOMINIUM ASSOCIATION INC. For convenience the corporation shall be referred to in this instrument as the ASSOCIATION. The corporate address shall be 1621 Gulf Boulevard, Clearwater, Florida 33767, or such other place as the Board of Directors may from time to time designate.

ARTICLE II

PURPOSE

- 2.1 The purpose for which the Association is organized is to provide an entity pursuant to Florida Statutes, Section 718.112 for the operation of ISLE OF SAND KEY CONDOMINIUM NO. 1 according to the Declaration of Condominium recorded in the Public Records of Pinellas County, as such may be amended from time to time.

ARTICLE III

POWERS

- 3.1 The Association shall have all of the common law and statutory powers of a corporation, not for profit, provided same do not 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 same may be amended from time to time.
- 3.3 The Association shall not have the power to purchase a Unit of the Condominium except pursuant to foreclosure of liens for assessments and at such sale the Association shall bid no more than the amount secured by its lien. This provision shall not be changed without unanimous approval of the Members.

- 3.4 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.

ARTICLE IV

MEMBERS

- 4.1 The members of the Association shall consist of all of the record owners of Condominium Units in ISLE OF SAND KEY CONDOMINIUM NO. 1 and after termination of the Condominium shall consist of those who are members at the time of such termination and their successors and assigns.
- 4.2 Change of membership in the Association shall be established by recording in the Public Records of Pinellas County, Florida, a deed or other instrument establishing a record title to a Unit in the Condominium. The owner(s) designated by such instrument become(s) a Member of this Association and the membership of the prior owner is terminated.
- 4.3 The owner(s) of each Unit shall be entitled to one (1) vote per Unit as a Member of the Association. The manner of exercising voting rights shall be determined by the Bylaws of the Association.

ARTICLE V

DIRECTORS

- 5.1 The affairs of the Association will be managed by a Board consisting of the number of Directors determined by the Bylaws, and in the absence of such determination, shall consist of three (3) Directors. Directors shall be Members of the Association, however no two directors shall own the same Condominium Unit or Units.

- 5.2 Directors of the Association shall be elected in the manner determined by the Bylaws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the Bylaws.
- 5.3 The names and addresses of the members of the Board of Directors shall be maintained in the official records of the Association.

ARTICLE VI

OFFICERS

The affairs of the Association shall be administered by the officers designated in the Bylaws. 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 names and addresses of the Officers shall be maintained in the official records of the Association.

ARTICLE VII

AMENDMENTS

Amendments to the Articles of Incorporation shall be proposed and adopted in the following manner:

- 7.1 *Proposals for Amendment.* A Resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by ten percent (10%) of the members of the Association. Proposals by the membership shall be delivered to the Secretary of the Association, and in the absence of the Secretary, to any other officer of the Association.
- 7.2 *Approvals of proposed amendments.* Approval of proposed amendments must be by not less than sixty-six and two-thirds percent (66 2/3%) of the votes of the membership of the Association present in person or by proxy at a meeting at which a quorum is present and notice is given pursuant to Section 7.3.

- 7.3 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. Provided, however, that no amendment shall make any changes in the qualification for membership nor the voting rights of Members, without approval in writing by all Members. No amendment shall be made that is in conflict with the Condominium Act or the Declaration of Condominium.
- 7.4 A copy of each amendment to these Articles shall be certified by the Secretary of State and shall be recorded in the Public Records of Pinellas County, Florida.

ARTICLE VIII

TERM

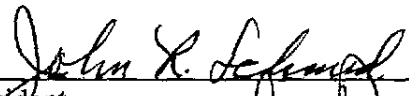
The term of the Association will be perpetual.

ARTICLE IX

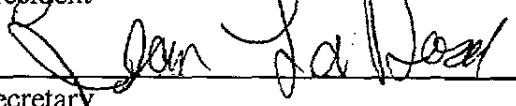
REGISTERED AGENT

The registered agent of the Association is Steven H. Mezer, Esquire, Bush Ross Gardner Warren & Rudy, P.A., 220 South Franklin Street, Tampa, Florida 33602 or as such may be designated by the Board of Directors from time to time.

ISLE OF SAND KEY CONDOMINIUM
ASSOCIATION, INC.



President (SEAL)



Secretary (SEAL)

STATE OF FLORIDA
COUNTY OF PINELLAS

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared John L. Schmid and Jean Labosa, as President and Secretary respectively of ISLE OF SAND KEY PHASE I CONDOMINIUM ASSOCIATION, INC., to me known as the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 23 day of September, 2004.

Simone Ferguson
NOTARY PUBLIC

My commission expires:



Simone Ferguson
My Commission DD314930
Expires June 27 2008

230590.4

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA AND NAMING THE
REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED

Isle of Sand Key Condominium Association, Inc., desiring to organize under the laws of the State of Florida, as a corporation not for profit with its principal office, as indicated in its Articles of Incorporation, at 1621 Gulf Blvd., Clearwater, Florida 33767 has named Steven H. Mezer whose business offices is 220 S. Franklin Street, Tampa, Florida, 33602, as its registered agent to accept service of process within Florida.

ACCEPTANCE

Having been named to accept service of process for the foregoing corporation at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes, including the duties and obligations imposed by Section 617.0503, Florida Statutes, relative to the proper and complete performance of my duties.



STEVEN H. MEZER, as Registered Agent