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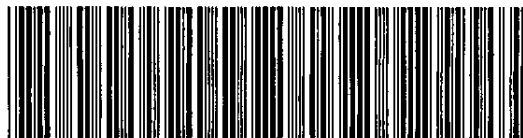
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R. WHITE

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TALLAHASSEE, FLORIDA

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**BECKER &
POLIAKOFF**

David H. Rogel, Esq.
Shareholder
Phone: (305) 260-1015 Fax: (305) 442-2232
drogel@bplegal.com

121 Alhambra Plaza, 10th Floor
Coral Gables, Florida 33134

August 12, 2015

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

Re: The Towerhouse Condominium, Inc.
Articles of Restatement of the Articles of Incorporation

Dear Sir or Madam:

Enclosed please find the Articles of Restatement of the Articles of Incorporation of The Towerhouse Condominium, Inc., which has been signed and notarized by the President and the Secretary of the above entity. Also enclosed is check no. 10029, in the amount of \$35.00, made payable to the Florida Department of State to cover the cost of filing same. Kindly acknowledge receipt and filing of same.

Should you have any questions, please do not hesitate to contact this office. Thank you for your assistance in this matter.

Sincerely,



David H. Rogel
For the Firm

DHR:ma

Enclosures

ACTIVE: T00478/202765:7452941_1

**ARTICLES OF RESTATEMENT
OF THE ARTICLES OF INCORPORATION OF
THE TOWERHOUSE CONDOMINIUM, INC.**

WHEREAS, The Towerhouse Condominium, Inc. ("Association") was incorporated upon the filing of the Articles of Incorporation with the State of Florida on August 27, 1974, and

WHEREAS, a Special Meeting of the Membership of the Association held on June 18, 2015, the requisite percentage of the membership approved the Amended and Restated Articles of Incorporation, which are attached hereto and made a part hereof as Exhibit "A."

NOW THEREFORE, the undersigned hereby certifies that the Amended and Restated Articles of Incorporation attached hereto is a true and correct copy of that which was approved by the membership.

THE TOWERHOUSE CONDOMINIUM, INC.

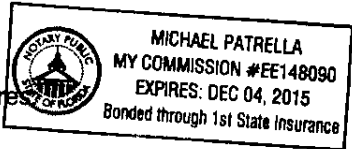
WITNESSES:

Sign: [Signature]
Print Name: YESSIE A. BARBUN
Sign: [Signature]
Print Name: VICENTE H. NOSTROZA

BY: [Signature]
John Charles, President
ATTEST: [Signature]
H. B. Gianos, Secretary

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 30 day of June 2015 by John Charles, as President, and H. B. Gianos, as Secretary, of THE TOWERHOUSE CONDOMINIUM, INC., who are personally known to me or have produced () as identification and who did/did not take an oath.

My commission expires  **MICHAEL PATRELLA**
MY COMMISSION #EE148090
EXPIRES: DEC 04, 2015
Bonded through 1st State Insurance

By: [Signature]
NOTARY PUBLIC SIGNATURE
STATE OF FLORIDA AT LARGE
MICHAEL PATRELLA
PLEASE PRINT OR TYPE NOTARY
SIGNATURE

FILED

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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF THE TOWERHOUSE CONDOMINIUM, INC.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

***SUBSTANTIAL REWORDING OF THE
ARTICLES OF INCORPORATION. SEE ORIGINAL ARTICLES OF INCORPORATION
AND AMENDMENTS FOR PRESENT TEXT.***

FIRST: The name of the Corporation is The TowerHouse Condominium, Inc. ("Association").

SECOND: Said Association is incorporated as a Corporation not for profit under the provisions of Chapter 617, Florida Statutes, as amended from time to time and shall operate in accordance with Chapter 718, Florida Statutes, as same may be amended and renumbered from time to time ("Condominium Act").

THIRD: The principal office and post office address of the Association shall be 5500 Collins Avenue, Miami Beach, Florida. The name and address of the Resident Agent is David H. Rogel, Esq., Becker & Poliakoff, P.A., 121 Alhambra Plaza, 10th Floor, Coral Gables, Florida 33134, who is authorized to accept service of process within this State upon the Association.

FOURTH: The purpose for which this Association is organized is the operation of a Condominium known as TowerHouse, a Condominium.

FIFTH: The members of this Association shall consist of all of the record Owners of the Units in the Condominium. The Owner of a Condominium Parcel in the Condominium shall automatically be and become a member of this Association. The share of a member in the funds and assets of this Association cannot be assigned, hypothecated or transferred in any manner except as an appurtenance to the Condominium Parcel. A member will be entitled to one (1) vote for each Unit owned by him. Voting may be in person or by written proxy and, where a Unit is owned by other than a natural person, the entity owning the Unit may hold membership and may vote through authorized officers of their entity in person or by written proxy. Membership in this Association shall cease and terminate upon the sale, transfer or disposition of the member's Unit.

SIXTH: The term for which this Association is to exist is perpetual unless the Condominium is terminated pursuant to the provisions of the Declaration or in accordance with applicable law and in the event of such termination, this Association shall be dissolved pursuant to Chapter 617, Florida Statutes, as amended from time to time.

SEVENTH: The Association shall be governed by a Board of Directors elected in accordance with the By-Laws of the Association.

EIGHTH: The affairs of the Association are to be managed by the following Officers: President, one or more Vice Presidents, a Secretary and a Treasurer.

NINTH: The Officers who served until the first Board of Directors was elected by the membership were:

President - Stepehn Muss
Vice President - Florence Mulligan
Secretary/Treasurer - William Leonard

The Directors elected at each annual meeting shall elect officers of the Association who shall hold office until the next annual meeting of the Board of Directors or until their successors are elected and qualified.

TENTH: The By-Laws of the Association shall be adopted and amended by the membership of the Association in accordance therewith and in conformity with the provisions of Chapters 617 and 718, Florida Statutes, as same may be amended and renumbered from time to time.

ELEVENTH: These Articles of Incorporation may be altered, amended, changed, added to, or repealed, at any regular or special meeting of the membership of the Association by the affirmative vote of sixty-six and two-thirds percent (66 2/3%) of the voting interests present in person or by proxy at a meeting in which a quorum has been attained, which meeting shall be noticed as set forth in the By-Laws.

TWELFTH: If a Unit is owned by more than one (1) person, the membership relating thereto shall nevertheless have only one (1) vote which shall be exercised by the Owner or person designated in writing by the Owners of that Unit as the one entitled to cast a vote .

THIRTEENTH: This Association shall never have or issue shares of stock nor will it ever have or provide for non-voting membership.

FOURTEENTH: In the event of the termination of said Condominium under the provisions of Condominium Act or pursuant to the Declaration, the distributive share to each Owner shall be determined in accordance with the provisions of said Declaration.

FIFTEENTH: Financial statements for the Association shall be issued in accordance with sound business and accounting practices and in accordance with applicable law.

SIXTEENTH: The Association shall have all the powers set forth in Chapter 617, Florida Statutes, as same may be amended and renumbered from time to time, and the Condominium Act, together with those powers conferred by the Declaration of Condominium, the By-Laws and these Articles of Incorporation and any lawful amendments thereto.

SEVENTEENTH: Each Director and Officer of this Association shall be indemnified by the Association against all costs and expenses (including attorneys' fees) reasonably incurred or imposed upon them in connection with or arising out of any action, suit or proceeding in which he may be involved or to which he may be made a part by reason of his having been a Director or Officer of this Association, such expense to include the cost of reasonable settlements (other

than amounts paid to the Association itself) made with a view of curtailment of costs of litigation. The Association shall not, however, indemnify such Director or Officer with respect to matters as to which he shall be finally adjudged in any such action, suit or proceedings to be liable for misconduct in the performance of his duty as such Director or Officer, or in respect to any manner in which any settlement or compromise is effected if the total expense including the cost of such settlement, shall substantially exceed the expense which might reasonably be incurred by such Director or Officer in conducting such litigation to final conclusion, and in no event shall anything herein contained be construed as authorizing this Association to indemnify any such Director or Officer against any liability of the Association to which he would otherwise be subject by reason of willful malfeasance, bad faith, gross negligence or reckless disregard of the duties involved in the conduct of his office. The foregoing right of indemnification shall be in addition to any other rights to which any such Director or Officer may be entitled as a matter of law or otherwise.

EIGHTEENTH: When words or phrases relating to the Condominium or this Association, are used herein, or in the Declaration, By-Laws or Rules and Regulations of this Association, the meaning thereof shall be determined by the definitions and instructions placed thereon by the Condominium Act.

NINETEENTH: The names and addresses of the subscribers hereto were the following:

NAME	ADDRESS
1. Florence Mulligan	5151 Collins Avenue Miami Beach, Florida
2. Stephen Muss	5151 Collins Avenue Miami Beach, Florida
3. William Leonard	5151 Collins Avenue Miami Beach, Florida

DONE this 30 day of JUNE 2015.

THE TOWERHOUSE CONDOMINIUM, INC.

By: 

John Charles, President

ATTEST:

By: 

H. B. Gianos, Secretary