

733080

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

JUN 28 2012

T. ROBERTS

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: Space Coast Condominiums Association, Inc.

DOCUMENT NUMBER: 733080

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

Please return all correspondence concerning this matter to the following:

C. H. Witt, Treasurer

(Name of Contact Person)

Space Coast Condominiums Association, Inc.

(Firm/ Company)

P. O. Box 320495

(Address)

Cocoa Beach, FL 32932-0495

(City/ State and Zip Code)

scca-treasurer@floridaclay.net

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

For further information concerning this matter, please call:

C. H. Witt at 321 452-6340

(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 type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input checked="" 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  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Articles of Amendment  
to  
Articles of Incorporation  
of

Space Coast Condominiums Association, Inc.

(Name of Corporation as currently filed with the Florida Dept. of State)

733080

(Document Number of Corporation (if known))

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

*The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.*

B. Enter new principal office address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

N/A

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

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:

Name of New Registered Agent:

N/A

(Florida street address)

New Registered Office Address:

(City)

, Florida

(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

*I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.*

\_\_\_\_\_  
*Signature of New Registered Agent, if changing*

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TALLAHASSEE FLORIDA



**E. If amending or adding additional Articles, enter change(s) here:**

*(attach additional sheets, if necessary). (Be specific)*

The Articles of Incorporation were amended as specified in the  
attached Articles of Amendment.

The date of each amendment(s) adoption: June 23, 2012

Effective date if applicable: June 23, 2012

*(no more than 90 days after amendment file date)*

**Adoption of Amendment(s)**

**(CHECK ONE)**

- ☒ 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

6/25/12

Signature

C. H. Witt

(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

C. H. Witt

(Typed or printed name of person signing)

Treasurer

(Title of person signing)

1 ARTICLES OF AMENDMENT

2 ARTICLES OF INCORPORATION OF

3 SPACE COAST CONDOMINIUMS ASSOCIATION, INC.

4 The Articles of Incorporation of Space Coast Condominiums, Inc., are revised and  
5 amended to read as follows, with deleted text indicated by ~~striking through~~ the original  
6 language, new text indicated by double underlining, and Articles in which no change is  
7 proposed designated by "(No change.)".

8 ARTICLES OF INCORPORATION

9 OF

10 SPACE COAST CONDOMINIUMS ASSOCIATION, INC.

11 (a corporation not for profit)

12 WE, the undersigned, do hereby associate ourselves together to form a  
13 Corporation not for profit under the general laws of the State of Florida; and we do  
14 hereby certify that:

15 ARTICLE I

16 (No change.)

17 ARTICLE II

18 PURPOSE. The general purposes of this Corporation are:

19 1. To foster and promote primarily the interests of those individuals, partnerships,  
20 firms, associations, and corporations who own, operate or manage residential  
21 condominium units, residential housing units (whether single family or multi-family, and  
22 whether standard construction or manufactured homes), residential time-share

23 condominium units, or residential apartments in cooperatives cooperative units (whether  
24 single family or multi-family, and whether standard construction or manufactured  
25 homes), as distinguished from the person or entity who created the condominium,  
26 subdivision, mobile home park, time-share, or cooperative;

27 2. To unite such owners, through the associations which operate their particular  
28 residential community- condominium, or cooperative, or through the organizations which  
29 are representative of the owners in a particular condominium, residential community or  
30 cooperative for the purpose of maintaining a compact, representative, and centralized  
31 association; to consider and act in unison upon matters affecting the interests of said  
32 owners with regard to their particular condominium, residential community or  
33 cooperative;

34 3. To cooperate for the improvement of all conditions relating to such interests;  
35 to regulate and correct abuses relative thereto; and to secure and maintain freedom from  
36 unjust and unlawful exactions; and to secure and interchange accurate and reliable  
37 information for the associations and organizations of the unit owners; as well as, and the  
38 unit owners, themselves.

### 39 ARTICLE III

40 POWERS. This Corporation shall have all powers vested in not for profit  
41 corporations by Florida Statutes Chapter 617, as from time to time amended, or any  
42 successor Florida statutes governing such corporations. the following powers:-

43 1. To have succession by its corporate name for the period set forth herein.-

44 2. To sue and be sued, and appear and defend in all actions and proceedings in its  
45 corporate name to the same extent as a natural person.-

46 3. To adopt and use a common corporate seal and alter the same; provided,-  
47 however, that such seal shall always contain the words, "A Corporation Not For Profit".-

48 4. To elect and appoint such officials and agents as its affairs shall require and



49 ~~allow them reasonable compensation.~~

50 ~~5. To adopt, change, amend, and repeal By-Laws, not inconsistent with the law or~~  
51 ~~these Articles, for the administration of the affairs of the Corporation and the exercise of~~  
52 ~~its corporate powers.~~

53 ~~6. To increase, by vote of its members cast as the By-Laws may direct, the~~  
54 ~~number of its Directors so that the number shall not be less than three (3), but may be any~~  
55 ~~number in excess thereof.~~

56 ~~7. To make contracts and incur liabilities, borrow money at such rates of interest~~  
57 ~~as the Corporation may determine, issue its notes, bonds and other obligations, and secure~~  
58 ~~any of its obligations by mortgage, and pledge any or all of its property, franchise or~~  
59 ~~income.~~

60 ~~8. To conduct its affairs, carry on its operations, and have offices and exercise its~~  
61 ~~corporate powers in any state, territory, district, or possession of the United States, or any~~  
62 ~~foreign country.~~

63 ~~9. To purchase, take, receive, lease, take by gift, devise or bequest, or otherwise~~  
64 ~~acquire, own, hold, improve, use, or otherwise deal in and with real or personal property,~~  
65 ~~or any interest therein, wherever situate.~~

66 ~~10. To acquire, enjoy, utilize, and dispose of patents, copyrights, and trademarks,~~  
67 ~~and any licenses and other rights or interests thereunder or therein.~~

68 ~~11. To sell, convey, mortgage, pledge, lease, exchange, transfer, or dispose of all~~  
69 ~~or any part of its property and assets.~~

70 ~~12. To purchase, take, receive, subscribe for, or otherwise acquire, own, hold,~~  
71 ~~vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of and otherwise use~~  
72 ~~and deal in and with shares and other interests in, or obligations of, other domestic or~~  
73 ~~foreign corporations, whether for profit or not for profit, association, partnership or~~  
74 ~~individuals, or direct or indirect obligations of the United States, or of any other~~

~~government, state, territory, governmental district, municipality or of any instrumentality thereof.~~

~~13. To lend money for its corporate purposes, invest, and reinvest funds, and take and hold real and personal property as security for the payment of funds as leased or invested.~~

~~14. To make donations for the public welfare, or for religious, charitable, scientific, educational or other similar purposes.~~

~~15. To delegate to its Board of Directors full discretionary powers of recommending the admission or expulsion of members.~~

~~16. In its By Laws, to prescribe that a member shall not have any vested right, interest, or privilege of, in or to the assets, functions, affairs, or franchises of the Corporation, or any right, interest, or privilege which may be transferable or inheritable, or which shall continue if its membership ceases, or while it is not in good standing; provided, however, that before its membership shall cease against its consent, it shall be given an opportunity to be heard.~~

~~17. In its By Laws, to delegate to its Board of Directors the powers of fixing regular or special dues, and assessing fines, in such sums as may be fixed or the limits or occasions determined by said By Laws. The amount of dues so fixed shall become, on or after notice, an indebtedness to the Corporation, collectible by due course of law. The failure to pay any dues or fines assessed within the time specified shall render the member liable to expulsion.~~

~~18. To have and exercise all powers necessary or convenient to effect any or all of the purposes for which the Corporation is organized.~~

#### ARTICLE IV

MEMBERSHIP. Membership in this Corporation shall be open to organizations which operate a residential condominium, residential housing development (whether

101 single family or multi-family, and whether standard construction or manufactured  
102 homes), residential time-share condominium, or residential cooperative apartment  
103 (whether single family or multi-family, and whether standard construction or  
104 manufactured homes) on behalf of unit owners, and to organizations acting on behalf of  
105 unit owners in a particular residential condominium, residential housing development  
106 (whether single family or multi-family, and whether standard construction or  
107 manufactured homes), residential time-share condominium, or residential cooperative  
108 (whether single family or multi-family, and whether standard construction or  
109 manufactured homes), which organizations are actively interested in carrying out the  
110 purposes of this Corporation, and who will uphold these Articles of Incorporation, and  
111 who meet such other qualifications as may be established by the By-Laws of this  
112 Corporation.

113 The manner of admission to membership, voting rights of members, termination  
114 or suspension of membership, the amount of any membership dues, and the  
115 representation of the members in this Corporation shall be in accordance with the By-  
116 Laws of this Corporation.

117 ~~A member shall be admitted upon submission of an application and approval~~  
118 ~~thereof by the Board of Directors, who shall make the determination that the admission of~~  
119 ~~the proposed member shall be in accordance with the requisites and the purposes of this~~  
120 ~~Corporation. The Board of Directors shall be authorized to classify the membership by~~  
121 ~~divisions, such as by geographic location.~~

122 The By-Laws may provide for one or more types of non-voting associate  
123 members of this Corporation; who do not meet the qualifications provided heretofore in  
124 this Article.

125 A member shall not have any vested right, interest, or privilege of, in, or to the  
126 assets, functions, affairs, or franchises of the Corporation, or any right, interest, or  
127 privilege which may be transferable or inheritable or which shall continue if its  
128 membership ceases, or while it is not in good standing.

129 ARTICLE V

130 TERM. This Corporation shall exist perpetually, unless dissolved under  
131 provisions of its ~~constitution~~, By-Laws or the of Florida Statutes.

132 ARTICLE VI

133 (No change.)

134 ARTICLE VII

135 OFFICERS. The affairs of the Corporation are to be managed by a President,  
136 Vice-President, Secretary, and Treasurer, and any other officers decided upon by the  
137 Board of Directors. ~~The officers, who are to serve until the first election next following~~  
138 ~~the filing of these Articles of Incorporation, are as follows:-~~

| <u>NAME</u>                                | <u>OFFICE</u>             |
|--|---------------------------|
| <del>RICHARD T. NAGLE</del>                | <del>President</del>      |
| <del>GEORGE E. HARRINGTON</del>            | <del>Vice President</del> |
| <del>LOU ROHDE, a/k/a LOUIS C. ROHDE</del> | <del>Treasurer</del>      |
| <del>LESLIE E. SHUMWAY</del>               | <del>Secretary</del>      |

139 ARTICLE VIII

140 BOARD OF DIRECTORS. ~~The members of the first Board of Directors, who~~  
141 ~~shall serve until the election next following the filing of these Articles of Incorporation,~~  
142 ~~together with their respective post office addresses, are as follows:-~~

| <u>NAMES</u>                    | <u>ADDRESSES</u>  |
|---------------------------------|---|
| MYRON M. STEVENS                | 1980 North Atlantic Avenue,<br>Suite #816<br>Cocoa Beach, Florida 32931       |
| MARY SOUTHWICK                  | 2020 North Atlantic Avenue,<br>Apt. #208, North<br>Cocoa Beach, Florida 32931 |
| VINCENT HOLOHAN                 | 4700 Ocean Beach Blvd.,<br>Apt. #302<br>Cocoa Beach, Florida 32931            |
| RICHARD T. NAGLE                | 2101 South Atlantic Avenue,<br>Cocoa Beach, Florida 32931                     |
| GEORGE E. HARRINGTON            | 4600 Ocean Beach Blvd.,<br>Cocoa Beach, Florida 32931                         |
| LOU ROHDE, a/k/a LOUIS C. ROHDE | 4800 Ocean Beach Blvd.,<br>Cocoa Beach, Florida 32931                         |
| LESLIE E. SHUMWAY               | 4000 Ocean Beach Blvd.,<br>Cocoa Beach, Florida 32931                         |

143           The number of Directors may be increased or decreased from time to time in  
144   accordance with the By-Laws, but shall never be less than three (3)

145 The method of election of directors shall be stated in the By-Laws.

## 146 ARTICLE IX

~~AMENDMENTS. The By-Laws of the Corporation shall be amended at any meeting of the members of the Corporation, as provided by the By-Laws.~~

149 These Articles of Incorporation ~~shall~~ may be amended by a majority vote of the  
150 members present in person or by proxy, and voting at any meeting of the members of the  
151 Corporation, ~~provided, however, that these~~ However, these Articles of Incorporation  
152 may not be amended unless notice is first given of the proposed amendment to each  
153 member of the Corporation not less than fourteen (14) days prior to the date of the

meeting. ~~The use of a proxy for the purpose of a quorum and for voting on the proposed amendment shall be permitted in accordance with the By-Laws.~~

~~The proposal, notice and procedure to amend these Articles of Incorporation shall be in the same form and manner as provided for an amendment of the By-Laws.~~


#### ARTICLE X

PRINCIPAL OFFICE. The initial principal office of this Corporation shall be 1980 North Atlantic Avenue, Suite #816, Cocoa Beach, Florida 32931. The location of the principal office thereafter shall be as the Board of Directors may from time to time designate.

#### ARTICLE XI

INDEMNIFICATION. Every member of the Board of Directors, and every officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon ~~him~~ such Director or officer in connection with any proceeding to which he or she may be a party, or in which he or she may become involved, by reason of ~~his~~ being or having been a member of the Board of Directors or officer of the Corporation, whether or not he or she is a member of the Board of Directors or officer at such time such expenses are incurred, except in such cases wherein the member of the Board of Directors or officer is adjudged guilty of ~~wilful~~ willful misfeasance or malfeasance in the performance of his or her duties; ~~provided, that in,~~ In the event any claim for reimbursement or indemnification hereunder is based upon a settlement by the member of the Board of Directors or officer seeking such reimbursement or indemnification, the indemnification herein shall only apply if the Board of Directors approves such settlement or reimbursement as being in the best interests of the corporation. The foregoing right of indemnification shall be in addition to, and not exclusive of, all other rights to which such member of the Board of Directors or officer may be entitled.

181           These amendments were adopted by the members of the corporation at a duly  
182   noticed meeting conducted on June 23, 2012. The number of votes cast for the  
183   amendments was sufficient for approval.

184             
185           C. H. Witt, Treasurer