

740504

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



900281908349

02/11/16--01016--007 **43.75

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2016 FEB 11 PM 2:09

FILED

Amend/cus

FEB 12 2016
I ALBRITTON

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Pilot House Condominium Association, Inc.

DOCUMENT NUMBER: 740504

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

Please return all correspondence concerning this matter to the following:

Andrew Black

(Name of Contact Person)

Kaye Bender Rembaum

(Firm/ Company)

1200 Park Central Boulevard South

(Address)

Pompano Beach, FL 33064

(City/ State and Zip Code)

pilothousemanager@comcast.net

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

For further information concerning this matter, please call:

Christine

954

928-0640

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:

☐ \$35 Filing Fee

☒ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is
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

Pilot House Condominium Association, Inc.

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

740504

(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:

NA

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:

NA

*(Principal office address **MUST BE A STREET ADDRESS**)*

C. Enter new mailing address, if applicable:

NA

*(Mailing address **MAY BE A POST OFFICE BOX**)*

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:

NA

(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

FILED
2016 FEB 11 PM 2:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	NA	_____	_____
<input type="checkbox"/> Add		_____	_____
<input type="checkbox"/> Remove		_____	_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add		_____	_____
<input type="checkbox"/> Remove		_____	_____
3) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add		_____	_____
<input type="checkbox"/> Remove		_____	_____
4) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add		_____	_____
<input type="checkbox"/> Remove		_____	_____
5) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add		_____	_____
<input type="checkbox"/> Remove		_____	_____
6) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add		_____	_____
<input type="checkbox"/> Remove		_____	_____

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

See enclosed recorded Articles

PROPOSED AMENDMENTS TO THE
ARTICLES OF INCORPORATION
OF
PILOT HOUSE CONDOMINIUM ASSOCIATION, INC.

(additions indicated by underlining, deletions by "----",
and unaffected language by ". . .")

1. To provide for the automatic inclusion of substantive amendments to the Condominium Act (Chapter 718 of Florida Statutes), Article II is amended as follows:

ARTICLE II

The purpose and objects of the corporation shall be to administer the operation and management of PILOT HOUSE CONDOMINIUM, Broward County, Florida (hereinafter referred to as the "Condominium"), a Condominium project to be established in accordance with the Condominium Act of the State of Florida, as it may be amended from time to time, and to undertake the performance of the acts and duties incident to the administration of the operation and management of said Condominium, in accordance with the terms, provisions, conditions and authorizations contained in these Articles of Incorporation and in the Declaration of Condominium which will be recorded in the Public Records of Broward County, Florida, at the time said property and the improvements now or hereafter situate thereon are submitted to a plan of Condominium ownership, and to own, operate, lease, sell, trade and otherwise deal with such property, whether real or personal, as may be necessary or convenient in the administration of said Condominium. The Corporation shall be conducted as a non-profit organization for the benefit of its members.

...

2. To remove reference to ownership of units in excess of two (2) units, Article IV, Section 2 is amended as follows:

ARTICLE IV

The qualification of the members, the manner of their admission to membership and termination of such membership, and voting by members shall be as follows:

...

2. Membership shall be established by the acquisition of fee title in a Condominium Unit in the Condominium, or by acquisition of a fee

Kaye Bender Reshawn, P.L.
WILL CALL #109

ownership interest therein, whether by conveyance, judicial decree, or otherwise, and the membership of any party shall be automatically terminated upon his being divested of all title to, or his entire fee ownership in any Condominium Unit, except that nothing herein contained shall be construed as terminating the membership of any party who may own two or more Condominium Units, or who may own a fee ownership interest in two or more Condominium Units, so long as such party shall retain title to, or fee ownership interest in any Condominium Unit.

3. *To remove reference to the Developer, Article VIII is amended as follows:*

ARTICLE VIII

The number of members of the first Board of Directors of the Corporation shall be three. The number of members of succeeding Boards of Directors shall not be less than three nor more than seven as provided in the By-Laws. The members of the Board of Directors shall be elected by the members of the Corporation at the Annual Meeting of the Membership as provided by the By-Laws of the Corporation, ~~so long as the Developer owns any Condominium Unit the Developer shall have the right to elect the entire Board of Directors, subject to the following:~~

(a) ~~Notwithstanding the foregoing, when unit owners other than the developer own fifteen percent (15%) of the units that will be operated by the Association, unit owners, other than the developer, shall be entitled to elect one-third (1/3) of the members of the Board of Directors of the Association. Unit owners other than the developer shall be entitled to elect fifty-one percent (51%) of the members of the Board of Directors three (3) years after sales by the developer have been closed of fifty percent (50%) of the units to be operated by the Association or three (3) months after sales have been closed by the developer of ninety percent (90%) of the units to be operated by the Association, or when all of the units that will be operated ultimately by the Association have been completed and some of them have been sold and none of the others are being offered for sale by the developer in the ordinary course of business, or when some of the units have been conveyed to purchasers and none of the others are being constructed or offered for sale by the developer in the ordinary course of business, whichever shall first occur. The developer shall be entitled to elect not less than one (1) member of the Board of Directors so long as the developer owns at least five percent (5%) of the units in the condominium and holds same for sale in the ordinary course of business.~~

~~Within sixty (60) days after units owned other than the developer are entitled to elect a member or members of the Board of Directors of the Association, the Association shall call and give not less than thirty (30) days, nor more than forty (40) days notice of a meeting of the unit owners for this purpose. Said meeting may be called and the notice given by any unit owner if the Association fails to do so.~~

~~(b) While Developer owns any units in the Condominium, none of the following actions may be taken without approval in writing by the Developer.~~

~~1. Assessment of the Developer as a unit owner for capital improvements.~~

~~2. Any action by the Association that would be detrimental to the sales of units by the Developer.~~

~~Vacancies in the Board of Directors shall then be filled for the unexpired term by the remaining Directors at any regular or special Directors' meeting. Directors elected by the Members of the Corporation as distinguished from those Directors elected by the Developer, shall be Members of the Corporation. Until each Unit is sold one time, the Developer shall have the complete and absolute right to determine to whom the Unit is to be sold and to make such sale, without procuring the approval of (a) this Corporation or its Officers or Directors, and (b) the Members of this Corporation or the Owner of the Condominium Units and (c) any parties whomsoever.~~

~~(c) Prior to or within a reasonable time after Unit Owners, other than the Developer, elect a majority of the members of the Board of Directors, the Developer shall relinquish control of the Association and deliver to the Association those items specifically enumerated in Section 711.66(4) of the Florida Statutes. Beginning with the 2016 Annual Meeting, Directors shall be elected to serve as set forth in the By-Laws, including the length of term of service.~~

4. To require all Officers to be Directors, Article IX is amended as follows:

ARTICLE IX

The Board of Directors shall elect a President, Secretary and Treasurer, and as many Vice Presidents, Assistant Secretaries and

Assistant Treasurers as the Board of Directors shall determine. ~~The President shall be elected from among the membership of the Board of Directors, but no other officer need to be a Director. All Officers shall be Directors.~~ The same person may hold two offices, the duties of which are not incompatible, provided, however, that the office of the President and Vice President shall not be held by the same person; neither shall the office of President and Secretary or Assistant Secretary be held by the same person.

...

5. To provide that the By-laws shall be amended in the manner set forth in the By-Laws, Article XIII is amended as follows:

ARTICLE XIII

The initial By-Laws of this Corporation are those annexed to the Declaration of Condominium ~~to be made by ATICO MORTGAGE INVESTORS, a Massachusetts Business Trust, the Developer of the Condominium, and to be recorded among the Public Records of Broward County, Florida.~~ Such By-Laws ~~subject to the provisions herein and therein contained,~~ may be altered, amended or added to in the manner provided for in the By-Laws in Article XV and in conformity with the provisions and requirements of Chapter 718, Florida Statutes, as it may be amended from time to time.

...

6. To reduce the required percentage of votes necessary to amend the Article of Incorporation from seventy-five (75%) percent of the voting interest to sixty (60%) percent of the total voting interests eligible to vote, Article XV is amended as follows:

ARTICLE XV

An Amendment or Amendments to these Articles of Incorporation may be proposed by the Board of Directors of the Corporation acting upon a vote of the majority of the Directors, or by the members of the Corporation owning a majority of the Condominium Units in the Condominium, whether meeting as members or by instrument, in writing, signed by them. ~~Upon any amendment or amendments to these Articles of Incorporation being proposed by said Board of Directors or members, such proposed amendment or amendments shall be transmitted to the President of the Corporation or other Officer of the Corporation, in the absence of the President, who shall, thereupon, call a Special Meeting of the Members of the Corporation for a date not sooner than fifteen (15) days, or later than forty-five (45) days from the receipt by him of the proposed amendment or~~

~~amendments, and it shall be the duty of the Secretary to give each member written or printed notice of such meeting, stating the time and place of the meeting and reciting the proposed amendment or amendments in reasonably detailed form, which notice shall be posed in a conspicuous place on the Condominium property and be mailed or presented personally to each member not less than fifteen (15) days, or more than thirty (30) days, before the date set for such meeting. If mailed, such notice shall be deemed to be properly given when deposited in the United States mail, addressed to the member at his post office address as it appears on the records of the Corporation, the postage thereon prepaid. Any member may, by written waiver of notice signed by such member, waive such notice, and such waiver, when filed in the records of the Corporation, whether before or after the holding of the meeting shall be deemed equivalent to the giving of such notice to such member. At such meeting, the A proposed amendment to the Articles of Incorporation or amendments proposed may be approved at a Membership meeting or by written consent in lieu of a meeting by an affirmative vote of the members owning not less than seventy-five percent (75%) of the Corporation sixty (60%) percent of the voting interests eligible to vote in order for such amendment or amendments to become effective. Thereupon, such amendment or amendments of these Articles of Incorporation shall be transcribed and certified in such form as may be necessary to register the same in the office of the Secretary of State, State of Florida, and upon the registration of such amendment or amendments with said Secretary of State a certified copy thereof shall be recorded in the Public Records of Broward County, Florida; within ten (10) days from the date on which the same are so registered. At any meeting held to consider such amendments of these Articles of Incorporation, the written vote of any member of the Corporation shall be recognized, if such member is not in attendance at such meeting or represented thereat by proxy, provided such written vote is delivered to the Secretary of the Corporation at or prior to such meeting.~~

~~Notwithstanding the foregoing provisions of this Article XV, no amendment to these Articles of Incorporation which shall abridge, amend or alter the rights of the Developer to designate and select members of each Board of Directors of the Corporation, as provided in Article VIII, hereof, may be adopted or become effective without the prior written consent of the Developer.~~

No amendment to these Articles of Incorporation shall be adopted which would operate to prejudice or impair the right or privileges of any institutional first mortgagee as such rights and privileges have been established in the Declaration of Condominium of PILOT HOUSE CONDOMINIUM.



I hereby certify this document to be a true, correct and complete copy of the record filed in my office. Dated this 4 day of FEBRUARY, 20 11
By [Signature]
Deputy Clerk

The date of each amendment(s) adoption: _____, if other than the date this document was signed.

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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 January 29, 2016

Signature Wayne E. Burrell
(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)

WAYNE E. BURRELL
(Typed or printed name of person signing)

PRESIDENT, PILOT HOUSE CONDOMINIUM ASSOCIATION
(Title of person signing)