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DIVISION OF CORPORATIONS  
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V HERRING  
MAR 30 2017

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†CERTIFIED CIRCUIT CIVIL MEDIATOR

March 16, 2017

Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32301

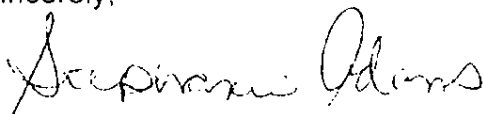
RE: Pierpoint Condominium Association, Inc.

Dear Sir or Madam:

Enclosed for filing are Articles of Incorporation for the above referenced Association, along with a photocopy to be date stamped and returned to this office in the self-addressed stamped envelope enclosed for your convenience. A check in the amount of \$35.00 for your fee is also enclosed.

Thank you for your assistance in this matter and should you have any questions, please do not hesitate to call.

Sincerely,



Stephanie Adams  
Legal Assistant  
/sa  
Enclosures

2017 MAR 28 AM 1:30

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
PIERPOINT CONDOMINIUM ASSOCIATION, INC.**

The purpose of this Amended and Restated Articles of Incorporation is to continue the purposes of the Articles of Incorporation as originally filed with the Department of State on March 17, 1978.

**ARTICLE I**

**Name**

The name of this corporation shall be:

PIERPOINT CONDOMINIUM ASSOCIATION, INC.

**ARTICLE II**

**Purpose**

The general purpose of this not-for-profit corporation shall be as follows: To be the "Association" (as defined in the Condominium Act of the State of Florida, F.S. Chapter 718, for the operation of PIERPOINT YACHT CLUB, a Condominium, created pursuant to the provisions of the Condominium Act, and as such Association, to operate and administer said Condominium and carry out the functions and duties of said Condominium Association, as set forth in the Declaration of Condominium establishing said Condominium and Exhibits annexed thereto, recorded at Official Record Book 353, page 1271 et seq., public records of Martin County, Florida.

**ARTICLE III**

**Members**

All persons who are owners of Condominium parcels within the said Condominium shall automatically be members of this Corporation. Such membership shall automatically terminate when such person is no longer the owner of a Condominium parcel. Membership in this corporation shall be limited to such Condominium parcel owners.

Subject to the foregoing, admission to and termination of membership shall be governed by the By-Laws of this Association and the Declaration of Condominium that shall be filed among the public records of Martin County, Florida.

**ARTICLE IV**

**Term**

The term of the corporation shall be perpetual.

## **ARTICLE V**

### **Directors**

Section 1. The affairs of the corporation shall be managed and governed by a Board of Directors composed of not less than three (3) nor more than the number specified by the By-Laws, and in the exact number of persons as specified in said By-Laws, and in the absence of such determination shall consist of three (3) Directors. Directors must be members of the Association. The Directors shall be elected at the annual meeting of the membership as provided in the By-Laws. Provisions for such election, and provisions respecting the removal, disqualification and resignation of Directors and for filling vacancies on the Directorate, shall be established by the By-Laws.

Section 2. The principal officers of the corporation shall be:

President  
Vice President  
Secretary  
Treasurer

(the last two officers may be combined), who shall be elected from time to time in the manner set forth in the By-Laws adopted by the corporation.

## **ARTICLE VI**

### **By-Laws**

The By-Laws may be amended, altered, supplemented or modified in accordance with the relevant provisions concerning amendment, alteration, supplementation or modification as may be contained in said By-Laws.

## **ARTICLE VII**

### **Amendments**

Amendments to these Articles of Incorporation may be proposed by any member or director, and shall be adopted in the same manner as is provided for the amendment of the By-Laws. Said amendment(s) shall be effective when a copy thereof, together with an attached Certificate of its approval by the Membership, sealed with the Corporate Seal, signed by the Secretary or an Assistant Secretary, and executed and acknowledged by the President or Vice President, has been filed with the Secretary of State, and all filing fees paid.

## **ARTICLE VIII**

### **Powers**

The corporation shall have all of the powers set forth in Florida Statutes 617.021,

all of the powers set forth in the Condominium Act of the State of Florida, and all powers granted to it by the Declaration of Condominium and Exhibits annexed thereto.

## **ARTICLE IX**

### **Dividends, Compensation and Stock**

There shall be no dividends paid to any of the members, nor shall any part of the income of the corporation be distributed to its Board of Directors or Officers. In the event there are any excess receipts over disbursements, as a result of performing services, such excess shall be applied against future common expenses. The corporation may pay compensation in a reasonable amount to its members, directors or officers, for services rendered, may confer benefits upon its members in conformity with its purposes, and upon dissolution or final liquidation, may make distribution to its members as is permitted by the Court having jurisdiction thereof, and no such payment, benefit, distribution shall be deemed to be a dividend or distribution of income.

This corporation shall issue no shares of stock of any kind or nature whatsoever. Membership in the corporation and the transfer thereof, as well as the number of members, shall be upon such terms and conditions as provided for in the Declaration of Condominium and By-Laws. The voting rights of the owners of parcels in said Condominium property shall be as set forth in the Declaration of Condominium and/or By-Laws.

## **ARTICLE X**

### **Indemnification**

Every Director and every Officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceedings to which he may be a party, or in which he may become involved, by reason of his being or having been a Director or Officer of the Association, or any settlement thereof, whether or not he is a Director or Officer at the time such expenses are incurred, except in cases where the Director or Officer is adjudged guilty of gross negligence or willful misconduct in the performance of his duty. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which such Director or Officer may be entitled.

This Amended and Restated Articles of Incorporation of Pierpoint Condominium, Association, Inc. has been approved unanimously by the Board of Directors and by a vote of a majority of the members which vote is sufficient for approval.

The undersigned, Pierpoint Condominium Association, Inc., hereby consents to the terms and conditions contained in the foregoing Amended and Restated Articles of Incorporation and hereby assumes the duties and obligations imposed upon the undersigned thereunder.

IN WITNESS WHEREOF, the undersigned has caused these presents to be signed in its name by its President, its Secretary and its corporate seal affixed this day of MARCH 15, 2017.

WITNESSES AS TO PRESIDENT:

[Signature]  
Printed Name: ROBERT BUCHANAN

[Signature]  
Printed Name: KEVIN T CLANCY

STATE OF FLORIDA

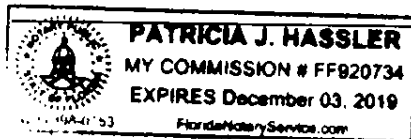
COUNTY OF MARTIN

PIERPOINT CONDOMINIUM  
ASSOCIATION, INC.

By: [Signature], President  
FRANCIS HELMSTETTER

The foregoing instrument was acknowledged before me on MARCH 15, 2017, by FRANCIS HELMSTETTER, as President of Pierpoint Condominium Association, Inc. [X] who is personally known to me, or [ ] who has produced identification [Type of Identification: \_\_\_\_\_].

Notarial Seal



Notary Public

[Signature]  
Notary Public

WITNESSES AS TO SECRETARY:

[Signature]  
Printed Name: ROBERT BUCHANAN

[Signature]  
Printed Name: KEVIN T CLANCY

STATE OF FLORIDA

COUNTY OF MARTIN

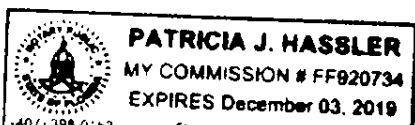
PIERPOINT CONDOMINIUM  
ASSOCIATION, INC.

By: [Signature], Secretary  
THOMAS GALLAGHER

CORPORATE  
SEAL

The foregoing instrument was acknowledged before me on MARCH 15, 2017, by THOMAS GALLAGHER, as Secretary of Pierpoint Condominium Association, Inc. [X] who is personally known to me, or [ ] who has produced identification [Type of Identification: \_\_\_\_\_].

Notarial Seal



[Signature]  
Notary Public