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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
SHELL COVE CONDOMINIUM ASSOCIATION, INC.**

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

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation not for profit, pursuant to Chapter 617 of the Laws of the State of Florida.

ARTICLE I

The name of this corporation shall be SHELL COVE CONDOMINIUM ASSOCIATION, INC.

ARTICLE II

PURPOSES: The purpose of this corporation is to provide maintain and manage common, social and recreational facilities for the members of the corporation at the Condominium situate in Manatee County, Florida; to provide for an maintain lawns, walks and driveways, laundry facilities, shuffleboard courts, swimming pool, administration for the condominium, exterior painting and maintenance of each unit, maintenance of common stairways, balconies and roofs, utilities servicing common elements, garbage and trash collection for the benefit of each unit, water and sewage facilities to each unit, fire and extended coverage insurance to the value thereof on the common elements and each unit, collection and transmittal of real property taxes and other common obligations, public liability insurance on the common elements; to protect the aesthetic qualities and beauty of the condominium; to promulgate rules and regulations governing the use of the common, recreational and social facilities and grounds of the condominium, as well as use and occupancy of the units; to undertake such activities and projects as will unite in companionship its members and insure the continuation of enjoyable living conditions at the condominium. In order to carry out these purposes, the corporation shall have the powers as provided by Florida Statutes as well as all other express and applied powers of corporations not for profit, provided or allowed by or through the laws of the State of Florida.

ARTICLE III

QUALIFICATION OF MEMBERS AND MANNER OF ADMISSION: The members of this corporation shall consist of the owners of units in Shell Cove Condominium, which is located at 2310 Gulf Drive North, Bradenton Beach, Florida, 34217. Each unit in said condominium shall be counted as one membership, and each membership shall be entitled to one vote to be cast in the manner set forth in the Bylaws.

ARTICLE IV

TERM OF EXISTENCE: The term from which this corporation is to exist shall be perpetual, unless sooner dissolved.

ARTICLE V

NAMES AND RESIDENCES OF SUBSCRIBERS: The names and residences of the original subscribers to these Articles are as follows:

NAME

ADDRESS

John C. Manson

406 13th Street West

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Bradenton, Florida 33505

Mary E. Miller 406 13th Street West
Bradenton, Florida 33505

Sue G. Doolittle 406 13th Street West
Bradenton, Florida 33505

ARTICLE VI

OFFICERS AND DIRECTORS: The affairs of this corporation shall be managed by a governing board called the Board of Directors who shall be elected at the regular meeting of the corporation. Vacancies on the Board of Directors may be filled in such manner as provided by the By-Laws. The officers shall be: a President, Vice President, Secretary, Treasurer, and such other officers as the Board of Directors shall designate. They shall be selected by the Board of Directors. The officers and members of the Board shall perform such duties, hold office for such terms, and take office at such time as shall be provided in the By-Laws of the corporation.

ARTICLE VII

DIRECTORS: The number of Directors and the length of their terms shall be as set forth in the Bylaws.

ARTICLE VIII

BY-LAWS: The By-Laws of this corporation may be made, altered or rescinded from time to time in whole or in part in the manner set forth in the Bylaws.

ARTICLE IX

AMENDMENT OF ARTICLES OF INCORPORATION: These Articles may be amended by a two-thirds vote of the members present and voting at any regular meeting of the corporation, provided, however, that these Articles of Incorporation shall not be amended unless written notice is first given of the proposed amendment to each corporate member of the corporation, not less than fourteen (14) days prior to the meeting of the corporation;

ARTICLE X

Section 1. No officer, director or member shall be personally liable for any debt or other obligation of the corporation, except as provided in the Declaration of Condominium.

Section 2. Each member shall be restricted to one (1) vote.

Section 3. A membership may be owned by more than one owner; provided that membership shall be held in the same manner as title to the unit. In the event ownership of a unit is in more than (1) person, all of the owners of such membership shall be entitled collectively to only one (1) vote or ballot in the management of the affairs of the corporation, and the vote may not be divided between plural owners of a single membership, but shall be exercised by a majority of such owners in the manner set forth in the Bylaws.

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Section 4. The members of this corporation shall be subject to assessment for the costs and expenses of the corporation in operating the multi-unit buildings, in accordance with the Declaration of Condominium, these Articles of Incorporation, and the By-Laws of the corporation. The By-Laws of the corporation may not change or alter this Section 4, Article XI.

Section 5. The corporation shall not be operated for profit, no dividends shall be paid, and no part of the income of the corporation shall be distributed to its members, directors or officers.

Section 6. The members of the corporation, individually, are responsible for all maintenance and repair within and about their condominium unit.

Section 7. The members of this corporation shall be subject to all of the terms, conditions, restrictions and covenants contained in the Declaration of Condominium, these Articles of Incorporation, and the By-Laws of the corporation.

ARTICLE XI

REGISTERED OFFICE AND AGENT: The registered office of this corporation shall be at 1401 8th Avenue West, Bradenton, FL 34205, and the registered agent shall be Najmy Thompson, P.L., at the same address, unless otherwise determined by the Board.

ACCEPTANCE OF REGISTERED AGENT

The undersigned, Najmy Thompson, P.L., hereby accepts designation as Registered Agent, and Registered Agent of the foregoing corporation and acknowledges that it is familiar with the duties and responsibilities of a Registered Agent in Florida.

Dated this 1ST day of JUNE, 2022.

NAJMY THOMPSON, P.L.

By: Richard A. Weller
Richard A. Weller, Firm Principal

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CERTIFICATE OF AMENDMENT

The undersigned officer of the Shell Cove Condominium Association, Inc., a Florida not-for-profit corporation, hereby certifies that the foregoing Amended and Restated Articles of Incorporation were approved and adopted by the requisite number of members of the Association. The undersigned further certifies that the document was approved and adopted in accordance with the Association's governing documents and applicable law.

IN WITNESS WHEREOF, the undersigned officer of the Association has executed this instrument this 2ND day of JUNE, 2022.

SHELL COVE CONDOMINIUM ASSOCIATION, INC.

Witnesses to President's signature

Signed: Yvonne Gabeau
Print Name: Yvonne Gabeau

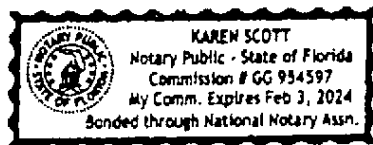
Signed: Mary Ellen Wade
Print Name: Mary Ellen Wade

Signed by: Bernard Ter Keurst
Print Name: BERNARD, as President
TER KEURST

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me by means of ☒ physical presence or ☐ online notarization this 2ND day of June, 2022 by BERNARD TER KEURST, as President of the Shell Cove Condominium Association, Inc. He or She is personally known to me or has produced _____ as identification.

Karen Scott
Notary Public, State of Florida



Fax Audit No.

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**ARTICLES OF AMENDMENT
AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
SHELL COVE CONDOMINIUM ASSOCIATION, INC.
DOCUMENT NUMBER 750289**

Pursuant to Section 617.1007, *Florida Statutes*, the Corporation desires to amend and restate its Articles of Incorporation, the original Articles having been filed with the Department of the State of Florida on December 19, 1979, under Document Number 750289.

1. The name of this Corporation is Shell Cove Condominium Association, Inc.
2. The date of the adoption of the attached Amended and Restated Articles of Incorporation was November 20, 2021.
3. The Articles of Incorporation were Amended and Restated as the attached Amended and Restated Articles of Incorporation of Shell Cove Condominium Association, Inc., and the attached Amended and Restated Articles of Incorporation supersede the original articles of incorporation and all amendments.
4. Membership approval is required for amendments to the Articles of Incorporation. Pursuant to Article X of the original Articles of Incorporation, the attached Amended and Restated Articles of Incorporation were adopted by not less than two-thirds of the voting interests present and voting at a duly convened membership meeting. The Amended and Restated Articles of Incorporation were proposed and adopted pursuant to Section 617.1002, *Florida Statutes*, and in accordance with the Association's governing documents.

IN WITNESS WHEREOF, the undersigned authorized officer of the Association signed this certificate adopting the Amended and Restated Articles of Incorporation on this 2nd day of June, 2022.

Signed, sealed and delivered
in the presence of:

Shell Cove Condominium Association, Inc.
a Florida not-for-profit corporation

Print Name: Yvonne Gubarel

Print Name: Mary Ellen Wade

By: Bernard Lee Kest
Print Name: BERNARD, As its President
TER KEST