

From: NAJMY THOMPSON

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Division of Corporations  
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**COR AMND/RESTATE/CORRECT OR O/D RESIGN  
WILLOW POINT CONDOMINIUM ASSOCIATION, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	06
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Amended  
Restated  
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Fax Audit No.

**AMENDED AND RESTATED ARTICLES OF INCORPORATION  
OF  
WILLOW POINT CONDOMINIUM ASSOCIATION, INC.  
DOCUMENT NUMBER 750413**

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 31, 1979, as Document Number **750413**.

1. The name of this Corporation is Willow Point Condominium Association, Inc.
2. The attached Amended and Restated Articles of Incorporation were approved at a meeting of the membership convened on March 13, 2013.
3. The Articles of Incorporation were Amended and Restated as the attached Amended and Restated Articles of Incorporation of Willow Point 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, and the amended and restated document was adopted by the members and the number of votes cast was sufficient for approval.

IN WITNESS WHEREOF, the undersigned authorized officer of the Association signed this certificate adopting the Amended and Restated Articles of Incorporation on this 24 day of May, 2013.

Signed, sealed and delivered  
in the presence of:

Willow Point Condominium Association, Inc.  
a Florida not-for-profit corporation

Print Name: Denise R FISCHER

Print Name: JOHN LEUDSAY

By: [Signature]  
Print Name: William R. Hatcher, As its President

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## EXHIBIT B

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### AMENDED AND RESTATED ARTICLES OF INCORPORATION OF WILLOW POINT CONDOMINIUM ASSOCIATION, INC.

THE UNDERSIGNED hereby associate themselves together for the purpose of forming a corporation not for profit under Chapter 617, Florida Statutes, as they may be amended from time to time, and certify as follows:

#### ARTICLE I - NAME

The name of the corporation shall be WILLOW POINT CONDOMINIUM ASSOCIATION, INC., and the principal office of this Corporation shall be 10100 Seminole Island Drive, Largo, Florida. For convenience, this Corporation shall be referred to as the Association.

#### ARTICLE II - PURPOSES

1. The purpose for which the Association is organized is to manage, operate the WILLOW POINT condominium on portions of the real property, located in Pinellas County, Florida, as set forth in the Declaration of Condominium of Willow Point Condominium.

2. This Association is organized for the purpose of providing a convenient means of administering the condominium by the owners hereof.

3. The Association shall make no distribution of income to its members, directors or officers.

4. Whenever the term "condominium" is used herein, it shall mean any condominium constructed and declared upon the land.

#### ARTICLE III - POWERS

1. The Association shall have all of the common law and statutory powers of a corporation not in conflict with the terms of these Articles.

2. The Association shall have all of the powers reasonably necessary to implement the purpose of the Association, including but not limited to the following:

A. To make and collect assessments against members to defray the costs of the condominium.

B. To use the proceeds of assessments in the exercise of its powers and duties.

C. The maintenance, repair, replacement and operation of the condominium property.

D. The reconstruction of improvements after casualty losses and to make improvements to the property.

E. To make and amend regulations respecting the use of the condominium property and the common elements of the condominium property.

H13000148952 3

- F. To approve or disapprove proposed purchasers and lessees.
  - G. To enforce by legal means the provisions of the Condominium documents, these Articles of Incorporation, the Bylaws of the Association, and the Rules and Regulations for the use of the property in the Condominium.
  - H. To contract for the management of the condominium, and to delegate such contractor all powers and duties of the Association, except such as are specifically required by the Condominium documents to have approval of the Board of Administration or the members of the Association
  - I. Any other reasonable purposes benefiting this Condominium, not otherwise prohibited by applicable laws, or the Declaration of Condominium governing this Condominium,
3. All funds and titles to all property acquired by the Association, and the proceeds thereof, shall be held only for the benefit of the members in accordance with the provisions of the Condominium documents.
4. The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the Declaration of Condominium which govern the use of the property.

#### **ARTICLE IV - MEMBERS**

The qualifications of members, the manner of their admission, and voting by members shall be as follows:

- 1. All owners of condominium units in the Willow Point Condominium shall be members of the Association. No other persons or entities shall be entitled to membership. Each unit shall be entitled to one vote, to be cast in the manner set forth in the bylaws.
- 2. Membership in the Association shall be established by the recording in the Public Records of Pinellas County, Florida, of a deed or other instrument establishing a charge of record title to an apartment in the condominium, and the delivery to the Association of a certified copy of such instrument. The membership of the prior owner shall be immediately terminated.
- 3. The share of a member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner, except as an appurtenance to the apartment in the Condominium.

#### **ARTICLE V - BOARD OF ADMINISTRATORS**

- 1. The affairs of the Association will be managed by a Board of Administration of not less than three (3), nor more than five (5) members
- 2. The Board of Administration shall be elected at the annual meeting of the members in the manner as established by the Bylaws of this Association.

From: NAJMY THOMPSON

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07/01/2013 16:59

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Name:  
James H. Clark

Address:  
1543 S. Frederica Drive  
Clearwater, FL 33516

Charles Lubecki

1026 3<sup>rd</sup> Avenue S.W.  
Largo, FL 33540

Virginia Lubecki

1026 3<sup>rd</sup> Avenue S.W.  
Largo, FL 33540

**ARTICLE XII**

**REGISTERED AGENT**

Until otherwise determined by the Board of Directors, the Association's registered agent shall be Richard A. Weller, Esq., at the office of the law firm of Najmy Thompson, P.L., located at 1401 8th Avenue West, Bradenton, FL 34205.

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/Limited Liability Company.



Richard A. Weller, Esq.

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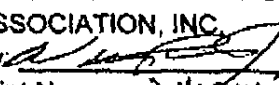
**CERTIFICATE OF AMENDMENT**

The undersigned officer of the Willow Point Condominium Association, Inc., a Florida corporation not-for-profit, does hereby certify that the foregoing Amended and Restated Articles of Incorporation of the were duly proposed and approved by the requisite number of members in accordance with the Association's governing documents and Florida law.

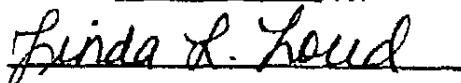
IN WITNESS WHEREOF, the Association has caused these Articles of Incorporation to be signed in its name this 24<sup>th</sup> day of May, 2013.

Signed, sealed and delivered

Witnesses:

  
Print Name: Denise R. Fischer  
Print Name: John LindsayWILLOW POINT CONDOMINIUM  
ASSOCIATION, INC.By:   
Print Name: William Pritchard  
As its PresidentSTATE OF FLORIDA  
COUNTY OF Pinellas

The foregoing instrument was acknowledged before me this 24<sup>th</sup> day of May, 2013, by William Pritchard as President of WILLOW POINT CONDOMINIUM ASSOCIATION, INC., a Florida not-for-profit corporation, on behalf of the corporation. He/ She is (☒) personally known to me or (☐) has produced \_\_\_\_\_ (type of identification) as identification and did (did not) take an oath.

  
Notary Public, State of Florida