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C. CARROTHERS

RABIN ♦ PARKER

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February 12, 2015

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Certificate of Amendment to the Articles of Incorporation
The Courageous Condominium Association, Inc.

Dear sir/madam:

Please find and record the enclosed original signed Certificate of Amendment to the Articles of Incorporation for The Courageous Condominium Association, Inc., originally filed with the Secretary of State of Florida on December 30, 1979, Charter Number 750433. A check in the amount of \$35.00 for the amendment recording fee is enclosed as well.

I know that you are incredibly busy, but I would greatly appreciate it if you could stamp and return the enclosed copy of the Certificate of Amendment in the self-addressed envelope we provided.

Thank you for your assistance in this matter, and if you have any questions, please do not hesitate to contact me.

Sincerely,



Monique E. Parker, Esquire

Enclosures

Prepared by and return to:
Bennett L. Rabin, Esq.
Rabin Parker, P.A.
28163 U.S. 19 North, Suite 207
Clearwater, Florida 33761

CERTIFICATE OF AMENDMENT TO THE ARTICLES OF
INCORPORATION FOR THE COURAGEOUS
CONDOMINIUM ASSOCIATION, INC.

I hereby certify that at a duly called meeting of the members of The Courageous Condominium Association, Inc., (the "Association") held on January 29, 2015, in accordance with the requirements of the applicable Florida Statutes and the governing documents, the proposed Amended and Restated Articles of Incorporation of The Courageous Condominium Association, Inc., attached hereto as EXHIBIT A, were duly adopted by the membership. The original Articles of Incorporation of The Courageous Condominium Association, Inc., were filed with the Secretary of State of Florida on December 30, 1979, and recorded as Exhibit "F" of the Declaration of Condominium for The Courageous, a Condominium, Official Records Book 5021, Page 1659, Public Records of Pinellas County, Florida.

IN WITNESS WHEREOF, the The Courageous Condominium Association, Inc., has caused this instrument to be signed by its duly authorized officer on this 9th day of February, 2015.

James A. Goebel
(Signature of Witness #1)

James A. Goebel
(Printed Name of Witness #1)

CHRISTIAN CAVALLARO
(Signature of Witness #2)

CHRISTIAN CAVALLARO
(Printed Name of Witness #2)

THE COURAGEOUS
CONDOMINIUM ASSOCIATION, INC.

By: David A. Swinburne
(Signature)

David A. Swinburne, Pres.
David A. Swinburne, president

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 9th day of February, 2015, by David A. Swinburne as president of The Courageous Condominium Association, Inc., on behalf of the corporation, who acknowledged that he executed this document on behalf of the corporation. He is personally known to me or has produced _____ as identification.

Donna M. Garrett
Notary Public/State of Florida
My commission expires: 8/26/17



**ADOPTED AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF THE COURAGEOUS CONDOMINIUM ASSOCIATION, INC.**

(a corporation not for profit)

This instrument amends and restates the Articles of Incorporation of The Courageous Condominium Association, Inc., which were originally filed with the Secretary of State of Florida on December 30, 1979, Charter Number 750433 and recorded as Exhibit "F" of the Declaration of Condominium for The Courageous, a Condominium, Official Records Book 5021, Page 1659, Public Records of Pinellas County, Florida. This document supersedes and replaces the original recorded Articles of Incorporation.

ARTICLE 1. NAME AND ADDRESS. The name of the corporation shall be The Courageous Condominium Association, Inc. Hereinafter, the corporation shall be referred to as the Association. The address of the Association is 9445 Blind Pass Road, St. Pete Beach, Florida, 33706.

ARTICLE 2. PURPOSE. The purpose for which the Association is organized is to provide: an entity for the operation of The Courageous, a Condominium, created pursuant to Chapter 718, Florida Statutes, hereinafter referred to as the Condominium Act; to transact all business necessary and proper in connection with the operation of the condominium for the mutual benefit of its members; to operate said condominium property for the sole use and benefit of its members; to perform any other act for the well-being of its members; and to perform any other act in maintaining an atmosphere of community and high standard of occupancy by and for its members. The Declaration of Condominium whereby The Courageous, a Condominium, was created, as initially recorded in Official Records Book 5021, Page 1659 of the Public Records of Pinellas County, Florida, and any amendments thereto, are herein called the Declaration.

ARTICLE 3. POWERS AND DUTIES. The powers of the Association shall include and be governed by the following provisions:

3.1 The Association shall have all of the common law and statutory powers of a corporation not for profit and not in conflict with the terms of these Articles of Incorporation, the Bylaws, the Declaration, and/or the Condominium Act, all as amended from time to time.

3.2 The Association shall have all of the powers and duties set forth in the Condominium Act (except as limited by these Articles of Incorporation, the Bylaws and the Declaration), and all of the powers and duties reasonably necessary to operate The Courageous, a Condominium, pursuant to the these Articles, the Bylaws, the Declaration, and/or the Condominium Act, all as amended from time to time. Without limiting the generality of the foregoing, the Association shall have all of the powers reasonably necessary to implement the purposes of the corporation, including, but not limited to, the following:

(A) To make, establish, and enforce reasonable rules and regulations governing the use of units, common elements, limited common elements, and other condominium property, as said terms are defined in the Declaration.

(B) To make, levy and collect assessments against owners and others to provide the funds to pay for common expenses of the condominium, as such terms are defined in the Declaration, and to use and expend the proceeds of assessments in the exercise of the powers and duties of the corporation.

(C) To maintain, repair, replace and operate the condominium property, including without limitation, all portions of the property which the corporation has the right and power to maintain, repair, replace, and operate in accordance with the Declaration.

(D) To reconstruct improvements on the property after casualty or other loss, and to further improve the property in accordance with the Condominium Act and the Declaration, all as amended from time to time.

(E) To enforce by legal means the provisions of these Articles of Incorporation, the Bylaws, the Declaration, and/or the Condominium Act, all as amended from time to time, and any rules and regulations adopted by the Board of Directors, and all documents, rights, or obligations referred to therein.

(F) To contract for the management of the property, and to delegate to such contractors all powers and duties of the corporation to the extent permitted by the Declaration.

(G) To acquire leaseholds, memberships, or other possessory or use interests in lands or facilities, whether or not contiguous to the lands of the condominium intended to provide for the enjoyment, recreation, or other use or benefit of the owners in accordance with the Condominium Act.

(H) To acquire land by purchase or otherwise pursuant to, and as defined in, the provisions of the Declaration and/or in accordance with the Condominium Act.

(I) To approve or disapprove any lease, transfer, or mortgage of any unit as provided in the Declaration, and/or the Condominium Act, all as amended from time to time, and to make reasonable rules and regulations regarding any such lease, transfer, or mortgage.

(J) To impose fees and fines as permitted by these Articles of Incorporation, the Bylaws, the Declaration, and/or the Condominium Act, all as amended from time to time.

(K) To hire or contract personnel to perform the services required for proper operation of the condominium.

3.3 All funds and the titles to all properties acquired by the Association, and their proceeds, shall be held in trust for the members in accordance with the provisions of the Declaration, these Articles of Incorporation, and the Bylaws of the Association.

3.4 The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of these Articles of Incorporation, the Bylaws, the Declaration, and/or the Condominium Act, all as amended from time to time.

ARTICLE 4. MEMBERS.

4.1 The members of the Association shall consist of all of the record owners of condominium units in The Courageous, a Condominium.

4.2 Membership shall be acquired by recording in the Public Records of Pinellas County, Florida, a deed or other instrument establishing record title to a condominium unit in The Courageous, a Condominium, the owner designated by such instrument thus becoming a member of the Association, and the membership of the prior owner being thereby terminated, provided, however, any party who owns more than one (1) unit shall remain a member of the Association so long as such owner shall retain title to or a fee ownership interest in any unit.

4.3 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 a unit.

4.4 On all matters upon which the membership shall be entitled to vote, there shall be one (1) vote for each unit, which vote may be exercised or cast in such manner as may be provided in the Bylaws, the Declaration, and/or the Condominium Act, all as amended from time to time. Any person or entity owning more than one (1) unit shall be entitled to one (1) vote for each unit owned, in the manner provided for in the Bylaws, the Declaration, and/or the Condominium Act, all as amended from time to time.

4.5 There shall be no cumulative voting.

ARTICLE 5. EXISTENCE. The Association shall have perpetual existence.

ARTICLE 6. BOARD OF DIRECTORS.

6.1 The affairs of the Association shall be managed by a Board of Directors. The number of Board of Director members shall be as set forth in the Bylaws of the Association.

6.2 The Board of Directors shall be elected at the annual meeting of members in the manner determined by the Bylaws. The recall, removal, or filling the vacancy of any Board of Director officer position shall be in the manner provided in the Bylaws.

6.3 All members of the Board of Directors elected by unit owners shall be members of the Association.

ARTICLE 7. OFFICERS OF THE ASSOCIATION.

7.1 Officers. The officers of the Association shall be a president, vice president, treasurer and a secretary, all of whom shall be members of the Board of Directors, and shall be elected

annually by the Board of Directors. There may also be such assistant secretaries and assistant treasurers as the Board of Directors may from time to time determine. The Board of Directors may also appoint such other officers and agents as it may deem necessary, who shall hold office at the pleasure of the Board of Directors and have such authority and perform such duties as from time to time may be prescribed by the Board of Directors. Any person, except the president, may hold two (2) or more offices. However, nothing herein shall preclude the president acting or reporting for any other officer in the event of the absence or resignation of such officer, but only until such time as the officer is replaced. Removal of an office held by a director shall require the affirmative vote of a majority of the total number of Board members (i.e., three (3) votes of a five (5) member Board). A vacancy in any office however, may be filled by a majority simple vote of the Board of Directors, present at a meeting at which a quorum has been attained.

7.2 President. The president shall be the chief executive officer of the Association. The president shall have all of the powers and duties usually vested in the office of president of an Association, including but not limited to the power to appoint committees from among the membership from time to time to assist in the conduct of the affairs of the Association, subject to the right of a vote of the majority of the Board of Directors to overrule the president as to any appointment and to remove any committee member or disband any committee.

7.3 Vice President. The vice president shall exercise the powers and duties of the president in the event of the president's absence or disability. The vice president shall also assist the president generally and exercise such other powers and perform such other duties as shall be prescribed by the Board of Directors.

7.4 Secretary. The secretary shall keep the minutes of all proceedings of the Board of Directors and the membership meetings. The secretary shall attend to the giving and serving of all notices to the membership and the Board of Directors and other notices required by law, and shall have custody of the seal of the Association and affix it to instruments requiring a seal when duly signed. The secretary shall keep the records of the Association, except those of the treasurer, and shall perform all other duties incident to the office of secretary of an Association and as may be required by the Board of Directors or the president. The assistant secretary, if any, shall perform the duties of the secretary when the secretary is absent, and shall otherwise assist the secretary, as authorized by the Board of Directors from time to time.

7.5 Treasurer. The treasurer shall have custody of all property of the Association, including funds, securities, and evidences of indebtedness. The treasurer shall keep the books of the Association in accordance with good accounting practices; and shall perform all other duties incident to the office of treasurer. The assistant treasurer, if any, shall perform the duties of the treasurer when the treasurer is absent, and shall otherwise assist the treasurer, as authorized by the Board of Directors from time to time.

7.6 Compensation. No compensation shall be paid to any officer of the Association.

7.7 Duties of the Manager. The Board of Directors may delegate to a manager of a management company such duties which would otherwise be performed by its secretary and treasurer as it deems appropriate, including recordkeeping, giving and receiving notices, keeping minutes, signing checks up to certain specified limits, and other duties and functions as determined appropriate by the Board of Directors from time to time.

ARTICLE 8. INDEMNIFICATION. Every Board of Director member 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 such Board of Director member or officer in connection with any proceeding or the settlement of any proceeding to which such Board of Director member or officer may be a party, or may be involved by reason of being or having been a Board of Director member or officer of the Association, whether or not such individual is a Board of Director member or officer at the time such expenses are incurred, except when the Board of Director member or officer is adjudged guilty of willful misfeasance in the performance of his or her duties, or in such cases where the proceeding arose out of actions taken outside the scope of the duties or office of the person involved. In the event of a settlement, the Board of Directors is entitled to make the determination of whether indemnification taken under this section is appropriate. The foregoing right of indemnification shall be in addition to and exclusive of all other rights and remedies to which such Board of Director member or officer may be entitled.

ARTICLE 9. BYLAWS. The operation of the Association shall be defined in the Bylaws.

ARTICLE 10. LEGAL LIABILITY; ACCOUNTS.

10.1 In any legal action in which the Association may be exposed to liability in excess of the insurance coverage protecting it and its members, the Association shall give notice of the exposure within a reasonable time to all members who may be exposed to the liability, whereupon such members shall have the right to intervene and defend their interests in such action.

10.2 The Association shall maintain accounting records according to good accounting practices which shall be open to inspection by members or their duly authorized representatives at reasonable times. The Association shall provide financial reporting to the members in accordance with the requirements of the Condominium Act as amended from time to time.

ARTICLE 11. AMENDMENTS. All proposed amendments shall be subject to editing as to form and legality by the Association's counsel. Amendments to these Articles of Incorporation shall be proposed and adopted in the following manner:

11.1 Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is to be considered.

11.2 Unit owners may propose an amendment by an instrument in writing directed to the president or secretary of the Board of Directors signed by persons owning not less than

twenty percent (20%) of the total eligible voting interests in the condominium. Amendments may also be proposed by the Board of Directors by action of a majority of the Board of Directors at any regularly constituted meeting thereof. Upon an amendment being proposed as herein provided, the president, or the Board of Directors shall call a membership meeting not later than sixty (60) days thereafter for the purpose of considering such amendment. The Board of Directors and members not present in person at the meeting considering the amendment may express their approval by limited proxy, provided such limited proxy is delivered to the secretary or manager at, or prior to, the meeting. Amendments must be approved by a majority of the total eligible voting interests.

11.3 No amendment shall make any changes in the qualifications for membership, nor the voting rights of the members, nor any change in Section 3.3, without approval in writing by all members. No amendment shall be made that is in conflict with the Condominium Act, the Declaration of Condominium, or the Bylaws.

11.4 A copy of each approved amendment shall be filed with the Secretary of State, pursuant to the provisions of the Condominium Act, as amended from time to time, and a copy certified by the Secretary of State, or a duplicate original certificate of amendment, shall be recorded in the Public Records of Pinellas County, Florida.

ARTICLE 12. REGISTERED OFFICE AND AGENT. The registered agent and office of the Association shall be as determined by the Board of Directors from time to time.

ARTICLE 13. SEVERABILITY AND INTERPRETATION.

13.1 The invalidity in whole or in part of any covenant or restriction, or any section, subsection, sentence, clause, phrase or word, or other provisions of these Articles of Incorporation, shall not affect the validity of the remaining portions.

13.2 The provisions of Declaration of Condominium, these Articles of Incorporation, and the Bylaws shall be interpreted, construed, and applied to avoid inconsistencies or conflicting results whenever possible. In the event of conflict, the hierarchy of the Association governing documents shall be in the order stated herein.

END OF ADOPTED AMENDED AND RESTATED ARTICLES OF INCORPORATION