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SECRETARY OF STATE

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October 9, 2013

Secretary of State **Division of Corporations** P.O. Box 6327 Tallahassee, Florida 32314

Re:

Articles of Amendment to Articles of Incorporation

Scotsdale Recreation Association, Inc.

### Gentlemen:

Please find enclosed the original of Articles of Amendment to the Articles of Incorporation of Scotsdale Recreation Association, Inc., which I would appreciate your filing. My client's check in the amount of \$35.00 is enclosed herewith.

Also enclosed is a copy of the Articles which I would appreciate your stamping and returning to me for my records in the enclosed self-addressed envelope.

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

Sincerely,

Michael J. Brudny

mbrudny@taylor-carls.com

MJB/dls **Enclosures** 

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FILED SECRETARY OF STATE TALLAT COSEE FLORIDA

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Prepared By and Return to: Michael J. Brudny, Esquire Taylor & Carts, P.A. 200 Pine Avenue North, Suite A Oldsmar, Florida 34677

### ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF SCOTSDALE RECREATION ASSOCIATION, INC.

This is to certify that at a duly called meeting of the members of Scotsdale Recreation Association, Inc. (the "Association"), held on October 1, 2013, in accordance with the requirements of the applicable Florida Statutes and the documents, the Amendment to Article V of the Articles of Incorporation of Scotsdale Recreation Association, Inc., attached hereto, was duly adopted by the membership. Pursuant to F.S. Section 617.1006(3), the number of votes cast for the amendment was sufficient for approval. The Articles of Incorporation were originally filed with the Secretary of State on June 25, 1980, bearing document number 753105.

IN WITNESS WHEREOF, SCOTSDALE RECREATION ASSOCIATION, INC., has caused this instrument to be signed by its duly authorized officer on this X day of October 2013. SCOTSDALE RECREATION ASSOCIATION, INC. David E. Thomas, President ne of Witness #1 Signature of Witness #2 HARLES RL Printed Name of Witness #2 STATE OF FLORIDA COUNTY OF PINELLAS The foregoing instrument was acknowledged before me this ?/Y 2013, by David E. Thomas as President of SCOTSDALE RECREATION 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 identification.

Page 1 of 3

## ADOPTED AMENDMENT TO THE ARTICLES OF INCORPORATION OF SCOTSDALE RECREATION ASSOCIATION, INC.

The following is an adopted amendment to the Articles of Incorporation of Scotsdale Recreation Association, Inc., originally recorded at Official Records Book 5060, Page 2251, Public Records of Pinellas County, Florida, and as subsequently amended.

(New Wording <u>Underlined</u>; Deleted Wording Stricken Through, Except When Proposed Amendment Involves Substantial Rewording)

Item No. 1: Article V of the Articles of Incorporation is hereby amended to read as follows:

#### **ARTICLE V**

#### **Board of Directors**

Section 1. <u>Management by Directors</u>. The property, business and affairs of the Association shall be managed by a Board of Directors, which shall consist of the number of persons provided for in the Bylaws of the Association, as amended from time to time net-less than three (3) persons, but as many persons as the Board of Directors shall from time to time determine. A majority of the directors in office shall constitute a quorum for the transaction of business. The <u>Bylaws</u> By Laws shall provide for meetings of directors, including an annual meeting.

Section 2. <u>Original Board of Directors</u>. The names and addresses of the first Board of Directors of the Association, who shall hold office until the first annual meeting of members in 1981, and until qualified successors are duly elected and have taken office, shall be as follows:

Names -	Addresses
Franklin O. Collins	
	Largo, Florida 33541
John Cachioli	2222 Casa Grande Drive
	New Port-Richey, Florida 33668
Sheila McLaughlin	1804 Sunset Point Road
•	Clearwater, Florida 33515

Section 32. Election of Members of Board of Directors. At the annual meeting of the members of the Association, the election of directors shall be held as provided for in the Bylams each, member association shall designate by appointment two persons who shall serve as Directors of the Association. Each person so designated shall serve as director of the Association for the terms specified in the Bylams By Laws, and thereafter until his or her successor is elected designated by the member association which designated such director, unless he or she shall sooner resign, be removed by the member association which designated

him-or-her, or otherwise be <u>determined to be</u> ineligible to serve. The <u>Bylaws</u> By-Laws may provide for the method of removal from office of directors. Only members of the Association, or authorized representatives, officers or employees of corporate members or partnerships or other legal entities, may be directors.

Section 43. <u>Duration of Office</u>. Members elected to the Board of Directors shall hold office until the next succeeding annual meeting of members, and thereafter until qualified successors are duly elected and have taken office.

Section 54. <u>Vacancies</u>. If a director elected by the general membership shall for any reason cease to be a director, the <u>vacancies shall be filled in accordance with the Bylaws and the Florida Statutes</u> remaining directors so elected may elect a successor to fill the vacancy for the balance of the unexpired term.

END OF ADOPTED AMENDMENT