755068

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SCORE TARY OF STATE CIVISION OF CORPORATION

UNO 1 2018



BENNETT L. RABIN MONIQUE E. PARKER

28059 U.S. HIGHWAY 19 NORTH, SUITE 301 CLEARWATER, FLORIDA 33761 727.475.5535 PHONE • 727.723.1131 FAX • WWW.RABINPARKER.COM

May 24, 2018

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

Name of Corporation:

Wild Oak Bay Owners Association, Inc.

Document Number:

755068

Our Matter No:

10346-002

Dear Sirs:

The enclosed *Articles of Amendment* and \$43.75 check payable to the Florida Department of State Filing Fee and Certified Copy (additional copy enclosed) are submitted for filing. Please return all correspondence concerning this matter to the following:

Rabin Parker, P.A.

Attn: Monique E. Parker, Esquire 28059 U.S. Highway 19 N, Suite 301

Clearwater, Florida 33761

E-mail address to be used for future annual report notification: dda@dellcor.com.

For further information concerning this matter, please call my paralegal, Cheryl Morrell, at 727-475-5535.

Thank you for your attention to this matter.

Sincerely,

Monique E. Parker

MEP/cm Enclosures

Articles of Amendment to

Articles of Incorporation

Wild Oak Bay Owners Association The
(Name of Corporation as currently filed with the Florida Dept. of State)
755068
(Document Number of Corporation (if known)
Pursuant to the provisions of section 617.1006, Florida Statutes, this <i>Florida Not For Profit Corporation</i> adopts the following amendment(s) to its Articles of Incorporation:
A. If amending name, enter the new name of the corporation: Wild Oak Bay Villas I II Duners Association Inc. The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.
B. Enter new principal office address, if applicable: (Principal office address MUST BE A STREET ADDRESS)
C. Enter new mailing address, if applicable: (Mailing address MAY BE A POST OFFICE BOX) N/A
D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:
Name of New Registered Agent:
New Registered Office Address:
(City) . (Zip Code) New Registered Agent's Signature, if changing Registered Agent: Thereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.
Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added: (Attach additional sheets, if necessary) Please note the officer/director title by the first letter of the office title: P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.						
Changes should be noted a change, Mike Jones lea Mike Jones, V as Remove	ves the c	orporation, Sally Smith is named the	oe is listed as the PST and Mike Jones is listed as the V. There is a V and S. These should be noted as John Doe, PT as a Change,			
Example: X.Change X. Remove X. Add	PT V SV	John Doe Mike Jones Sally Smith				
Type of Action (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>			
1) Change Add Remove						
2) Change Add						
Remove 3) Change Add Remove						
4) Change Add Remove						
5) Change Add						
Remove 6) Change Add						

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E. If amer (attach a	iding or adding additional sheets, if neces	onal Articles, enter chairssary). (Be specific)	nge(s) here:		
 	See	attached	cert	iticate	of Allendmen-
WHY	Hmended	l and Re	stated	Acticle	5 of
Inc	orpetion				
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The date of each amendment(s) adoptidate this document was signed.	on: May 10, 2018	, if other than the
. Effective date <u>if applicable</u> :		
	(no more than 90 days after amendment file date)	
Note: If the date inserted in this block document's effective date on the Departm	oes not meet the applicable statutory filing requirements, this date nent of State's records.	will not be listed as the
Adoption of Amendment(s)	(CHECK ONE)	
The amendment(s) was/were adopte was/were sufficient for approval.	d by the members and the number of votes east for the amendmen	t(s)
There are no members or members of adopted by the board of directors.	intitled to vote on the amendment(s). The amendment(s) was/were	e
have not been sel	or vice chairman of the board, president or other officer-if director ected, by an incorporator – if in the hands of a receiver, trustee, or inted fiduciary by that fiduciary)	rs r
Moni	Que E. Parker (Typed or printed name of person signing)	-
A-11	Sand E A Nice	

Prepared by and return to. Monique E. Parker, Esq. Rabin Parker, P.A 28059 U.S. 19 North, Suite 301 Clearwater, Florida 33761

CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION FOR WILD OAK BAY OWNERS ASSOCIATION, INC., NOW KNOWN AS WILD OAK BAY VILLAS I, II, III OWNERS ASSOCIATION, INC.

I hereby certify that at a duly called meeting of the members of Wild Oak Bay Owners Association, Inc., now known as Wild Oak Bay Villas I, II, III Owners Association, Inc., held on March 21, 2018, in accordance with the requirements of the applicable Florida Statutes and the governing documents, the Amended and Restated Articles of Incorporation of Wild Oak Bay Villas I, II, III Owners Association, Inc., attached hereto, were duly adopted by the membership. The Articles of Incorporation for Wild Oak Bay Owners Association, Inc., were originally recorded with Florida Department of State Division of Corporations, on November 10, 1980, Document Number 755068.

IN WITNESS WHEREOF, the V	Vild Oak Bay Villas I, II. III Owners Association, Inc., has
caused this instrument to be si	gned by its duly authorized officer on this 100 day of
Mu duxhi	WILD OAK BAY VILLAS I, II, III OWNERS ASSOCIATION, INC.
(Signature of Witness #1)	5 11 11 11 11 11 11 11 11 11 11 11 11 11
DAN DELL SENT	
Printed Name of Witness #1)	
(Signature of Witness #2)	Maries T. (Signature)
(Printed Name of Witness #2)	(Printed Name and Title)
STATE OF FLORIDA COUNTY OF PINELLAS))
The foregoing instrument was ack	nowledged before me this 10^{th} day of May , 2018.
by James F. Glasser	as president of Wild Oak Bay Villas I, II, III Owners
Association, Inc., on behalf of the	ne corporation, who acknowledged that he/she executed this
	oration. (He)She is personally known to me or has produced
as identi	fication.
	Leany & Dolliarni
PENNY S. DELL'ARMI Notary Public - State of Florida	Notary Public/State of Florida
Commission # GG 126038 My Comm. Expires Nov 6, 2021 Sonaed through history Asse.	My commission expires:

AMENDED AND RESTATED ARTICLES OF INCORPORATION OF WILD OAK BAY VILLAS I, II, III OWNERS ASSOCIATION, INC.

(a corporation not for profit)

Whereas, the Articles of Incorporation for Wild Oak Bay Owners Association, Inc., were originally filed with State of Florida, Department of State, on June 13, 1978; and

Whereas, the Wild Oak Bay Owners Association, Inc., was formed for the purpose of operating and governing The Villas at Wild Oak Bay I, II, and III. a Condominium according to the Declaration of Condominium and Protective Covenants recorded in the Public Records of Manatee County, Official Records Book 962. Page 1486, et seq., and as evidenced by the Certificate of Merger recorded in the Public Records of Manatee County, Official Records Book 992, Page 257, et seq.; and

Whereas, to avoid confusion, the Board of Directors and members of Wild Oak Bay Owners Association, Inc., desire to change the name of the Wild Oak Bay Owners Association, Inc., to Wild Oak Bay Villas I, II, III Owners Association, Inc.;

NOW, THEREFORE, this document has been duly approved and adopted by the Board of Directors and members of the corporation and restates, supersedes, replaces, and amends, all previously recorded Articles of Incorporation for Wild Oak Bay Owners Association, Inc., and further hereby changes the name of the corporation to: Wild Oak Bay Villas I, II, III Owners Association, Inc.

ARTICLE 1. NAME. The name of the corporation shall be Wild Oak Bay Villas I, II, III Owners Association, Inc. For convenience, the corporation shall herein be referred to as the Association.

ARTICLE 2. PURPOSE. The purpose for which the Association is organized is to provide an entity pursuant to Chapter 718 of the Florida Statutes, hereinafter called the Condominium Act, for the operation of The Villas at Wild Oak Bay I, II and III, a Condominium, located in Manatee County, Florida, hereinafter called the condominium; to transact all business necessary and proper in connection with the operation of the condominium property 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 Association shall also have such power and authority to do and perform every act and thing necessary and proper in the conduct of its business for the accomplishment of its purposes as set forth herein and as permitted by Florida Statutes, Chapter 617, the Florida Notfor-Profit Corporation Act, and the Condominium Act, both as amended from time to time. The Association shall not be operated for profit, no dividends shall be paid, and no part of the income of the Association shall be distributed to its members, directors, or officers.

ARTICLE 3. POWERS.

3.1 Common Law and Statutory Powers. The Association shall have all of the common law and statutory powers of a corporation not for profit, not in conflict with the terms of these Articles of Incorporation, the Condominium Act, or the Declaration of Condominium

and Protective Covenants of The Villas at Wild Oak Bay I, II and III, a Condominium, as amended from time to time, hereinafter called the Declaration.

- 3.2 Specific Powers. The Association shall have all of the powers and duties set forth in the Condominium Act, and the Declaration, except as limited by these Articles of Incorporation, and by the Declaration, and all of the powers, and duties, reasonably necessary to operate the condominium pursuant to such Declaration, including but not limited to the following:
 - A. To make and collect regular and special assessments against members as unit owners to defray the cost, expenses and losses of the condominium and to make special assessments against members for unpaid fines or for maintenance or repair which is the responsibility of the unit owner.
 - B. To use the proceeds of assessments in the exercise of its powers and duties.
 - C. To adopt and amend reasonable regulations respecting the use of the property in the condominium.
 - D. To enforce by legal means the provisions of the Condominium Act, the Declaration of Condominium, these Articles, the Bylaws of the Association, and the regulations for the use of the property in the condominium.
 - E. To levy fines for violation of approved condominium rules, regulations, or violations of the provisions of the Declaration, these Articles, or the Bylaws.
 - F. To enter into agreements, whereby it acquires leasehold memberships, and other possessory or use interest, in the lands, or facilities, whether or not contiguous to the lands of the condominium, intended to provide for the enjoyment, recreation, or other use benefits of the unit owners.
 - G. To purchase a unit, or units, in the condominium in accordance with the provisions of the Declaration, and to hold, lease, mortgage, improve, and convey the same.
 - H. To enter into agreements for construction of recreation facilities, roadways, buildings, and other amenities or facilities, for the benefit of the unit owners, and to borrow money for the purpose of carrying out such construction, and to mortgage, lease, or otherwise provide security for the repayment of said funds.
 - I. To enter into agreements with other condominium or homeowner associations providing for shared expense of items of management, administration, and/or maintenance, and to become a member of an organization of such associations.
- 3.3 Assets Held in Trust. All funds and the title of all properties acquired by the Association and the proceeds thereof shall be held in trust for the members, in accordance with the provisions of the Declaration of Condominium, these Articles of Incorporation, and the Bylaws of the Association.

3.4 Limitation on Exercise of Powers. The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the laws of the State of Florida, the Declaration of Condominium, these Articles, and the Bylaws of the Association.

ARTICLE 4. MEMBERS.

- 4.1 Members. The members of the Association shall consist of all of the record owners of units in the condominium, and after termination of the condominium, shall consist of those who are members at the time of such termination, and their successors and assigns.
- 4.2 Change of Membership. Change of membership in the Association shall be established by the recording in the Public Records of Manatee County, Florida, of a deed or other instrument establishing a change of record title to a unit in the condominium and the delivery to the Association of a copy of such instrument, and approval of such transaction by the Association as required by the Declaration. The owner designated in such instrument shall thereupon become a member of the Association and the membership of the prior owner shall thereupon be terminated, as provided in the Bylaws.
- 4.3 Limitation on a Transfer of Shares of Assets. 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 member's unit.
- 4.4 Voting. The owner of each unit shall be entitled to one (1) vote as a member of the Association, provided, however, there shall be no vote for any unit owned by the Association. The manner of exercising voting rights shall be determined by the Bylaws of the Association. Owners owning more than one (1) unit shall be entitled to one (1) vote for each unit owned.

ARTICLE 5. DIRECTORS.

- 5.1 Board of Directors. The affairs of the Association shall be managed by a Board of Directors. The number of directors shall be as set forth in the Bylaws of the Association.
- 5.2 Election. The Board of Directors shall be elected at the annual meeting of members in the manner determined by the Bylaws of the Association and applicable Florida Statutes. Directors may be removed and vacancies on the Board shall be filled in the manner provided in the Bylaws.
- ARTICLE 6. OFFICERS. The affairs of the Association shall be administered by a president, vice president, secretary, treasurer, and such other officers, as may, from time to time, be created by the Board of Directors, as permitted by the Bylaws of the Association. Officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the Association and shall serve at the pleasure of the Board. Offices may be combined.

ARTICLE 7. INDEMNIFICATION.

7.1 Indemnification. Every director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including legal fees.

reasonably incurred by, or imposed upon a director, or officer, in connection with any proceeding, or the settlement of any proceeding, to which a director, or officer, may be a party, or in which the director, or officer, may become involved by reason of being, or having been, a director, or officer, of the Association, whether or not they are a director, or officer, at the time such expenses are incurred, except when the director, or officer, is adjudged guilty of willful and wanton misfeasance, or malfeasance, in the performance of their duties: provided that in the event of a settlement, the indemnification shall apply only when the Board of Directors approves such settlement, and reimbursement, as being for the best interests of the Association. The foregoing right of indemnification shall be in addition to, and not exclusive, of all other rights to which such director, or officer, may be entitled.

- 7.2 Insurance. The Board of Directors of the Association may purchase liability insurance to insure all directors, officers, or agents, past and present, against all expenses and liabilities as set forth above. The premiums for such insurance shall be paid by the members of the Association as part of the common expenses.
- ARTICLE 8. BYLAWS. The operation of the Association shall be defined in the Bylaws.
- ARTICLE 9. AMENDMENTS. Amendments to the Articles of Incorporation shall be proposed and adopted in the following manner, subject to any provisions contained in the Declaration, and the Condominium Act:
 - 9.1 Amendments may be proposed by the Board of Directors by action of a majority of the Board of Directors at any regularly constituted meeting thereof. Unit owners may also propose an amendment to these Articles of Incorporation by instrument in writing, directed to the president, or secretary, of the Board of Directors, signed by not less than twenty percent (20%) of the total eligible voting interests in the condominium. Any proposed amendments shall be subject to editing as to form and legality by the Association's legal counsel. Amendments must be approved by at least two-thirds (2/3^{rds}) of those members who participate in the voting in person or by proxy at a membership meeting, provided a quorum is obtained.
 - 9.2 A copy of each amendment shall be attached to a certificate certifying that the amendment was duly adopted, and said certificate shall be executed by the president, or vice president, of the Association; witnessed and notarized with the formalities of a deed; and shall be effective upon recording in the Public Records of Manatee County, Florida.

ARTICLE 10. EXISTENCE. The term of the Association shall be perpetual.

END OF AMENDED AND RESTATED ARTICLES OF INCORPORATION