

755647

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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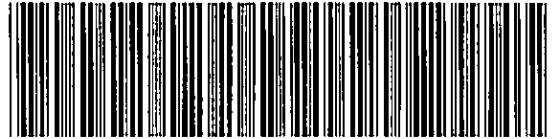
(Business Entity Name)

(Document Number)

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cc  
Amended  
Restated

APR 29 2020

ALBRITTON

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: LACOQUINA CONDOMINIUM ASSOCIATION, INC.

DOCUMENT NUMBER: 755647

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Jonathan James Damonte, B.C.S.

Name of Contact Person

Jonathan James Damonte, Chartered

Firm/ Company

12110 Seminole Boulevard

Address

Largo, FL 33778

City/ State and Zip Code

rcommons@rcommonsepa.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Jonathan James Damonte, B.C.S.

at ( 727 )

586-2889

Name of Contact Person

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &  
Certificate of Status

☒ \$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)

☐ \$52.50 Filing Fee  
Certificate of Status  
Certified Copy  
(Additional Copy  
is enclosed)

**Mailing Address**

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

**Street Address**

Amendment Section  
Division of Corporations  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303

**LAW OFFICE OF  
JONATHAN JAMES DAMONTE, CHARTERED  
ATTORNEYS AT LAW**

JONATHAN JAMES DAMONTE, B.C.S.  
BOARD CERTIFIED CONDOMINIUM &  
PLANNED UNIT DEVELOPMENT LAW

12110 SEMINOLE BOULEVARD  
LARGO, FLORIDA 33778  
TELEPHONE (727) 586-2889  
FACSIMILE (727) 581-0922  
[www.damontelaw.com](http://www.damontelaw.com)

JEFFREY JAMES DAMONTE, ESQ. (FL & PA)

REAL ESTATE  
MOBILE HOME PARKS  
CONDOMINIUMS • COOPS  
COMMUNITY ASSOCIATIONS  
CORPORATIONS & BUSINESS LAW

April 13, 2020

By FedEx Tracking No. 7702 2744 9043

Amendment Section  
Division of Corporations  
The Centre of Tallahassee  
2415 N Monroe Street, Suite 810  
Tallahassee, FL 32303

RE: Document No. 755647  
LACOQUINA CONDOMINIUM ASSOCIATION, INC.  
Amended and Restated Articles of Incorporation

Dear Division of Corporations Representative:

Our office acts as counsel to LACOQUINA CONDOMINIUM ASSOCIATION, INC. Enclosed are Amended and Restated Articles of Incorporation and a Certificate of Filing Amended and Restated Articles of Incorporation, Bylaws and Declaration of Condominium (the "Certificate of Filing"). As it relates to the Amended and Restated Articles of Incorporation, and contains the date of adoption by the Board of Directors and the Unit owners (members), please file the Certificate of Filing with the Amended and Restated Articles of Incorporation.

The following are enclosed:

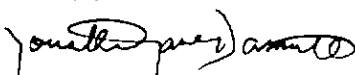
1. Cover Letter;
2. Original Certificate of Filing Amended and Restated Articles of Incorporation, Bylaws and Declaration of Condominium;
3. Original Amended and Restated Articles of Incorporation;
4. Original Acceptance of Registered Agent;
5. A copy of the filing;
6. Firm check no. 23474 in the amount of \$43.75 for the filing fee and a Certified Copy.

Please note that the name of the Association is LACOQUINA CONDOMINIUM ASSOCIATION, INC. and the name of the condominium is LACOQUINA, A CONDOMINIUM. The names are listed appropriately in the documents.

Please return the filing and a certified copy of same in the enclosed return FedEx envelope.

Thank you for your assistance and please call my office if you have any questions.

Very truly yours,

  
Jonathan James Damonte  
Enclosures

Prepared by:

Jonathan James Damonte, B.C.S.  
Jonathan James Damonte, Chartered  
12110 Seminole Blvd.  
Largo, FL 32778

FILED  
2020 MAR 15 PM 2:52  
NOTARY PUBLIC

**LACOQUINA CONDOMINIUM ASSOCIATION, INC.**  
**CERTIFICATE OF FILING AMENDED AND RESTATED**  
**ARTICLES OF INCORPORATION, BYLAWS AND**  
**DECLARATION OF CONDOMINIUM**

I, Michael Burke, as President of LACOQUINA CONDOMINIUM ASSOCIATION, INC., a Florida corporation not-for-profit (the "Association"), the condominium association for LaCoquina, a Condominium, hereby certify that the attached Amended and Restated Articles of Incorporation, Amended and Restated Bylaws, and Amended and Restated Declaration of Condominium were adopted by a unanimous vote of the Board of Directors at a duly noticed and called meeting held on October 15, 2019, and adopted by the affirmative vote of the Unit owners at a duly noticed and called meeting held on November 25, 2019, in accordance with the terms of Article 12.2 of the Articles of Incorporation, Section 12.2 of the Bylaws of the Association, and Section 22 of the Declaration of Condominium, and the provisions of §718.110, Fla. Stat., which was sufficient for approval.

Dated this 4<sup>th</sup> day of March, 2020. LACOQUINA CONDOMINIUM ASSOCIATION, INC.

By: \_\_\_\_\_

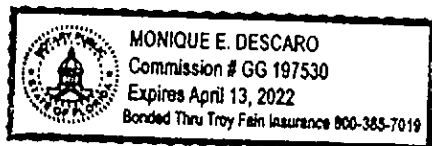
Michael Burke, President

STATE OF FLORIDA

COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me by means of ☒ physical presence or ☐ online notarization, this 4<sup>th</sup> day of MARCH, 2020, by Michael Burke, as President of LACOQUINA CONDOMINIUM ASSOCIATION, INC., a Florida not-for-profit corporation, on behalf of the corporation.. He/she is ☒ personally known to me or ☐ who has produced \_\_\_\_\_ as identification.

(SEAL)



\_\_\_\_\_  
Notary Public

Monique E. Descaro  
Name typed, printed or stamped

My Commission Expires: 4/13/2022

**AMENDED AND RESTATED ARTICLES OF INCORPORATION FOR  
LACOQUINA CONDOMINIUM ASSOCIATION, INC.**

**ARTICLE 1 - NAME**

The name of the corporation shall be LACOQUINA CONDOMINIUM ASSOCIATION, INC. For convenience, the corporation shall be referred to in this instrument as the "Association", these Amended and Restated Articles of Incorporation as the "Articles", and the Bylaws of the Association as the "Bylaws".

**ARTICLE 2 - PRINCIPAL ADDRESS**

The principal address of the corporation shall be 14401 Gulf Boulevard, Madeira Beach, Florida 33708.

**ARTICLE 3 - PURPOSE**

The purpose for which the Association is organized is to provide an entity pursuant to the Florida Condominium Act as it exists on the date hereof (the "Act") for the operation of that certain condominium located in Pinellas County, Florida, and known as LaCoquina, a condominium (the "Condominium").

**ARTICLE 4 - DEFINITIONS**

The terms used in these Articles shall have the same definitions and meaning as those set forth in the Amended and Restated Declaration of Condominium (the "Declaration") recorded in the Public Records of Pinellas County, Florida, unless herein provided to the contrary, or unless the context otherwise requires.

**ARTICLE 5 - POWERS**

The powers of the Association shall include and be governed by the following:

5.1 General. The Association shall have all of the common-law and statutory powers of a corporation not for profit under the Laws of Florida that are not in conflict with the provisions of these Articles, the Declaration, the Bylaws or the Act.

5.2 Enumeration. The Association shall have all of the powers and duties set forth in the Act, and all of the powers and duties reasonably necessary to operate the Condominium pursuant to the Declaration and as more particularly described in the Bylaws, as they may be amended from time to time, including, but not limited to, the following:

(a) To make and collect Assessments and other charges against members as Unit Owners, and to use the proceeds thereof in the exercise of its powers and duties.

AMENDED AND RESTATED ARTICLES OF INCORPORATION OF  
LACOQUINA CONDOMINIUM ASSOCIATION, INC.

(b) To buy, accept, own, operate, lease, sell, trade and mortgage both real and personal property in accordance with the Declaration.

(c) To maintain, repair, replace, reconstruct, add to and operate the Condominium Property, and other property acquired or leased by the Association.

(d) To purchase insurance upon the Condominium Property and insurance for the protection of the Association, its officers, directors and Unit Owners.

(e) To make and amend reasonable rules and regulations for the maintenance, conservation and use of the Condominium Property and for the health, comfort, safety and welfare of the Unit Owners.

(f) To approve or disapprove the leasing, transfer, ownership and possession of Units as may be provided in the Declaration.

(g) To enforce by legal means the provisions of the Act, the Declaration, these Articles, the Bylaws, and the rules and regulations for the use of the Condominium Property.

(h) To contract for the management and maintenance of the Condominium Property and to authorize a management agent to assist the Association in carrying out its powers and duties by performing such functions as the submission of proposals, collection of Assessments, preparation of records, enforcement of rules, and maintenance, repair and replacement of the Common Elements with such funds as shall be made available by the Association for such purposes. The Association and its officers shall, however, retain at all times the powers and duties granted by the Act, including, but not limited to, the making of Assessments, promulgation of rules and execution of contracts on behalf of the Association.

(i) To employ personnel to perform the services required for the proper operation of the Condominium.

5.3 Condominium Property. All funds and the title to all properties acquired by the Association and their proceeds shall be held for the benefit and use of the members in accordance with the provisions of the Declaration, these Articles and the Bylaws.

5.4 Distribution of Income; Termination. Upon termination, all assets of the Association shall be transferred pursuant to the terms and requirements of §718.117, Florida Statutes.

5.5 Limitation. The powers of the Association shall be subject to and shall be exercised in accordance with the provisions hereof and of the Declaration, the Bylaws and the Act, provided that in the event of conflict, the provisions of the Declaration shall control over the provisions of the Articles and the Bylaws.

AMENDED AND RESTATED ARTICLES OF INCORPORATION OF  
LACOQUINA CONDOMINIUM ASSOCIATION, INC.

ARTICLE 6 - MEMBERS

6.1 Membership. The members of the Association shall consist of all the record title owners of Units in the Condominium from time to time, and after termination of the Condominium, shall also, consist of those who were members at the time of such termination, and their successors and assigns.

6.2 Assignment. 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 Unit for which that share is held.

6.3 Voting. On all matters upon which the membership shall be entitled to vote, there shall be only one (1) vote for each Unit, which vote shall be exercised or cast in the manner provided by the Declaration and the Bylaws; provided, however, that there shall be no votes appurtenant or attributable to Garage Units. Any person or entity owning two (2) or more residential Units shall be entitled to one vote for each Unit owned.

ARTICLE 7 - TERM OF EXISTENCE

The Association shall have perpetual existence.

ARTICLE 8 - OFFICERS

The affairs of the Association shall be administered by the officers holding the offices designated in the Bylaws. The officers shall be elected by the Board of Directors of the Association at its first meeting following the annual meeting of the members of the Association and shall serve at the pleasure of the Board of Directors. The Bylaws may provide for the removal from office of officers, for filling vacancies and for the duties and qualifications of the officers.

ARTICLE 9 - DIRECTORS

9.1 Number and Qualification. The property, business and affairs of the Association shall be managed by a board consisting of the number of directors determined in the manner provided by the Bylaws, but which shall consist of not less than three (3) nor more than five (5) directors. Directors must be members of the Association.

9.2 Duties and Powers. All of the duties and powers of the Association existing under the Act, the Declaration, these Articles and the Bylaws shall be exercised exclusively by the Board of Directors, its agents, contractors or employees, subject only to approval by Unit Owners when such approval is specifically required.

9.3 Election; Removal. Directors of the Association shall be elected at the annual meeting of the members, and may be elected to staggered terms, in the manner set forth in the Bylaws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the Bylaws.

AMENDED AND RESTATED ARTICLES OF INCORPORATION OF  
LACOQUINA CONDOMINIUM ASSOCIATION, INC.

ARTICLE 10 - INDEMNIFICATION

10.1 Indemnification. The Association shall indemnify any person who was or is a party or is threatened to be made a part to any threatened, pending or contemplated action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he or she is or was a director, employee, officer or agent of the Association, against expenses (including attorneys' fees and appellate attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonable incurred by him or her in connection with such action, suit or proceeding, unless (a) a court of competent jurisdiction determines, after all available appeals have been exhausted or not pursued by the proposed indemnitees, that he or she did not act in good faith or in a manner he or she reasonably believed to be not in, or opposed to, the best interest of the Association, and with respect to any criminal action or proceeding, that he or she had reasonable cause to believe his or her conduct was unlawful, and (b) such court further specifically determines that indemnification should be denied. The termination of any action, suit or proceeding by judgment, order, settlement, conviction or upon a plea of *nolo contendere* or its equivalent shall not, of itself, create a presumption that the person did not act in good faith or did act in a manner which he or she reasonably believed to be not in or opposed to the best interest of the Association, and, with respect to any criminal action or proceeding, that he or she had reasonable cause to believe that his or her conduct was unlawful.

10.2 Expenses. To the extent that a director, officer, employee or agent of the Association has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in Section 10.1 above, or in defense of any claim, issue or matter therein, he or she shall be indemnified against expenses (including attorneys' fees and appellate attorneys' fees) actually and reasonably incurred by him or her in connection therewith.

10.3 Advances. Expenses incurred in defending a civil or criminal action, suit or proceeding shall be paid by the Association in advance of the final disposition of such action, suit or proceeding upon receipt of an undertaking by or on behalf of the affected director, officer, employee or agent to repay such amount unless it shall ultimately be determined that he or she is entitled to be indemnified by the Association as authorized in this Article 10.

10.4 Miscellaneous. The indemnification provided by this Article shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under any provision of the Bylaws, agreement, vote of members or otherwise, and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs and personal representatives of such person.

10.5 Insurance. The Association shall have the power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Association, or is or was serving, at the request of the Association, as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against any liability asserted against him or her and incurred by him or her in any such capacity, or arising out of the status as such, whether or not the Association would have the power to indemnify him or her against such liability under the provisions of this Article.



AMENDED AND RESTATED ARTICLES OF INCORPORATION OF  
LACOQUINA CONDOMINIUM ASSOCIATION, INC.

10.6 Amendment. The provisions of this Article 10 may not be amended without the prior written consent of all persons whose interest would be adversely affected by such amendment.

ARTICLE 11 - BYLAWS

The Bylaws of the Association shall be adopted by the Board of Directors and may be altered, amended and rescinded in the manner provided in the Bylaws and the Declaration.

ARTICLE 12 - AMENDMENTS

Amendments to these Articles shall be proposed and adopted in the following manner:

12.1 Notice. Notice of a proposed amendment shall be included in the notice of any meeting at which the proposed amendment is to be considered and shall be given in the time and manner provided in Chapters 718 and 617, Florida Statutes. Such notice shall contain the proposed amendment.

12.2 Adoption. A resolution for the adoption of a proposed amendment may be proposed either by a majority of the Board of Directors or by not less than one-third (1/3rd) of the members of the Association. Directors and members not present in person or by proxy at the meeting considering the amendment may express their approval in writing, providing the approval is delivered to the Secretary at or prior to the meeting. The approvals must be by not less than a majority of the votes of all of the members of the Association represented at a meeting at which a quorum thereof has been attained and by not less than two-thirds (2/3rds) of the entire Board of Directors.

12.3 Limitation. No amendment shall make any changes in the qualifications for membership, nor in the voting rights or property rights of members, nor any changes in Section 5.3, 5.4 or 5.5 of Article 5, entitled "Powers", without the approval in writing of all members. No amendment shall be made that is in conflict with the Act, the Declaration or the Bylaws. No amendment to this paragraph 12.3 shall be effective.

12.4 Recording. A copy of each amendment shall be filed with the Secretary of State pursuant to the provisions of applicable Florida law, and a copy certified by the Secretary of State shall be recorded in the public records of Pinellas County, Florida with an identification on the first page thereof of the book and page of said public records where the Declaration is recorded.

ARTICLE 13 - APPOINTMENT FOR AGENT FOR SERVICE OF PROCESS

Pursuant to Section 48.091, Florida Statutes, Richard C. Commons, P.A., whose physical address is 901 N. Hercules Avenue, Suite A, Clearwater, Florida 33765, is appointed agent for service of process upon LACOQUINA CONDOMINIUM ASSOCIATION, INC.

AMENDED AND RESTATED ARTICLES OF INCORPORATION OF  
LACOQUINA CONDOMINIUM ASSOCIATION, INC.

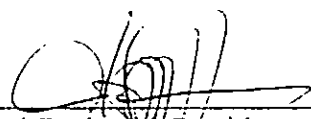
ARTICLE 14 - INCORPORATOR

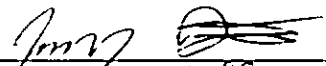
The Association was originally incorporated by Andra Todd Dreyfus, 311 South Missouri Avenue, County of Pinellas, City of Clearwater, State of Florida.

IN WITNESS WHEREOF, the President has affixed his signature the day and year set forth below.

LACOQUINA CONDOMINIUM  
ASSOCIATION, INC.

  
Printed Name: Monique E. Dreyfus

  
Michael Burke, its President

  
Printed Name: Jeffrey Damonte

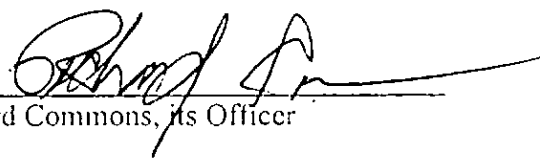
AMENDED AND RESTATED ARTICLES OF INCORPORATION OF  
LACOQUINA CONDOMINIUM ASSOCIATION, INC.

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for the above-named corporation at the place designated above, I HEREBY ACCEPT THE APPOINTMENT and AGREE TO ACT in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of my position as registered agent.

Dated this 12 day of March, 2020.

Richard C. Commons, P.A.  
Registered Agent

By:   
Richard Commons, its Officer