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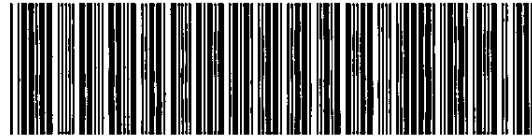
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*restated
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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Sea Club V Condominium Association, Inc.

DOCUMENT NUMBER: _____

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

Please return all correspondence concerning this matter to the following:

Richard A. Ulrich

(Name of Contact Person)

Judd, Ulrich, Scarlett, Wickman & Dean, P.A.

(Firm/ Company)

2940 S. Tamiami Trail

(Address)

Sarasota, FL 34239

(City/ State and Zip Code)

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

For further information concerning this matter, please call:

Richard Ulrich

(Name of Contact Person)

at 941 955-5100 #2

(Area Code & Daytime Telephone Number)

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

- | | | | |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$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
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RESTATED ARTICLES OF INCORPORATION
OF
SEA CLUB V CONDOMINIUM ASSOCIATION, INC.
A FLORIDA CORPORATION NOT FOR PROFIT

ARTICLE I.

The name of this corporation is SEA CLUB V CONDOMINIUM ASSOCIATION, INC., A Florida Corporation not for Profit, (the "Corporation").

ARTICLE II.

The general purpose of this Corporation is to be the "Association," as defined in the Condominium Act of the State Florida, for the operation of the condominium known as SEA CLUB V, a condominium, on Siesta Key, Sarasota County, Florida, (the "Condominium") created pursuant to the provisions of the Condominium Act, to operate and administer the Condominium and to carry out the functions and duties of the Association as set forth in the declaration of condominium establishing the Condominium (as amended, the "Declaration").

ARTICLE III.

All persons who own interests in Condominium Parcels under the plan of Interval Ownership, all as set forth and as defined in the Declaration, shall automatically be members of this Corporation. Such membership shall automatically terminate when such person no longer owns an interest in Condominium Parcels under the plan of Interval Ownership. Membership in the Corporation shall be limited to such owners.

Subject to the foregoing, admission to and termination of membership shall be governed by the Declaration and by these Articles and the Bylaws of the Association.

ARTICLE IV.

This Corporation shall have perpetual existence.

ARTICLE V.

The names and residences of the subscribers to these Articles of Incorporation are as follows:

William Saba United First Federal Building
Suite 640, 1390 Main Street
Sarasota, Florida 33577

Richard D. Saba United First Federal Building
Suite 640, 1390 Main Street
Sarasota, Florida 33577

Michelle Hobbs United First Federal Building
Suite 640, 1390 Main Street
Sarasota, Florida 33577

ARTICLE VI.

Section 1. The affairs of the Corporation shall be managed and governed by a Board of Directors composed of five (5) directors. Provisions for election, number, terms, duties, removal, disqualification, resignation, and for filling vacancies on the Board, shall be as established and as set forth by the Bylaws.

Section 2. The principal officers of the Corporation shall be: president; vice president, secretary; treasurer (the last two offices may be combined), who shall be elected, from time to time, in the manner set forth in the Bylaws of the Corporation.

ARTICLE VII.

The Bylaws of the Corporation were initially made and adopted by its first Board of Directors, and the Bylaws may be amended, altered, supplemented, or modified as is provided in the Bylaws.

ARTICLE VIII.

Amendments to these Articles of Incorporation may be proposed by 10% of the members or by the Board of Directors and shall be adopted if approved by the affirmative vote of a majority of the voting interests of the Association represented in person or by proxy at a meeting of the Association at which a quorum is present. An amendment shall be effective when a copy thereof, together with an attached certificate of its approval by the membership, executed and acknowledged by the president or vice president, has been filed with the Florida Department of State and all filing fees paid.

ARTICLE IX.

This Corporation shall have all of the powers set forth in Chapter 617, Florida Statutes, as amended, all of the powers set forth in the Condominium Act and the Florida Vacation Plan and Timesharing Act of the State of Florida, and all powers granted to it by the Declaration, and the Articles and Bylaws of the Association.

ARTICLE X.

There shall be no dividends paid to any of the members, nor shall any part of the income of the Corporation be distributed to its Board of Directors or officers. In the event there are any excess receipts over disbursements as a result of performing services, such excess shall be applied against future expenses. The Corporation may pay compensation in a reasonable amount to its members, directors and officers for services rendered, may confer benefits upon its members in conformity with its purposes, and, upon dissolution or final liquidation, may make distribution to its members as is permitted by the laws of Florida, and no such payment, benefit or distribution shall be deemed to be a dividend or distribution of income.

This Corporation shall issue no shares of stock of any kind or nature whatsoever. Membership in the Corporation and the transfer thereof, as well as the number of members, shall be upon such terms and conditions as provided for in the Declaration and in the Articles and Bylaws of the Association. The voting rights of members shall be as set forth in the Declaration and the Articles and Bylaws of the Association.

ARTICLE XI

The principal address of the Corporation is 6744 Sarasea Circle, Sarasota, Florida 34242 and the name of the registered agent of the Corporation at that address is Tony Rateni.

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RECORDED IN OFFICIAL RECORDS
INSTRUMENT # 2013168899 39 PGS

2013 DEC 20 09:55 AM

KAREN E. RUSHING
CLERK OF THE CIRCUIT COURT
SARASOTA COUNTY, FLORIDA
JOLSON Receipt#1695020

Prepared by and Return to:
Richard A. Ulrich
Judd, Ulrich, Scarlett, Wickman & Dean, P.A.
2940 South Tamiami Trail
Sarasota, Florida 34239



CERTIFICATE OF RESTATEMENT

DECLARATION OF CONDOMINIUM, ARTICLES OF INCORPORATION,

FOR

**SEA CLUB V CONDOMINIUM ASSOCIATION, INC.
A FLORIDA CORPORATION NOT FOR PROFIT**

THE UNDERSIGNED, as President of SEA CLUB V CONDOMINIUM ASSOCIATION, INC. (the "Association"), hereby certifies that the Declaration of Condominium, Articles of Incorporation, and ' for SEA CLUB V CONDOMINIUM ASSOCIATION, INC., a Florida corporation not for profit, originally recorded at Official Records Book 1422, Page 0293, et seq., of the Public Records of Sarasota County, Florida, as amended, were each duly amended and restated by the written consent of those owners of a majority of units present in person or by proxy, at a properly called meeting of the Association held on November 2, 2013. and was adopted by the members on November 2, 2013.

It is further certified that the amended and restated Declaration of Condominium, Articles of Incorporation, and ' for the condominium are attached hereto.

IN WITNESS WHEREOF, the Association has caused this certificate to be executed by its President this 13th day of December, 2013.

Dawn Howard
Print Name: Dawn Howard
Witness as to President

Eloise Ratisio
Print Name: ELOISE RATISIO
Witness as to President

SEA CLUB V CONDOMINIUM
ASSOCIATION, INC. a Florida
not-for-profit corporation

By: Peter Anthony Swain
Peter Anthony Swain, as President

STATE OF FLORIDA)
COUNTY OF SARASOTA)

The foregoing instrument was sworn to and subscribed before me this 13th
day of December, 2013, by PETER ANTHONY SWAIN, as President, of SEA CLUB V
CONDOMINIUM ASSOCIATION, INC., a Florida not-for-profit corporation, on behalf of said
corporation, who are personally known to me OR who have produced _____
as identification.



Eloise Rateni
Print Name: ELOISE RATELI
Notary Public State of Florida
My Commission Expires: 3/4/2016