

759453

(Requestor's Name)

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(City/State/Zip/Phone #)

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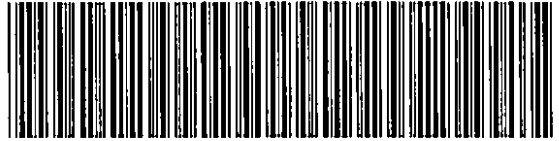
(Business Entity Name)

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JUN 19 2018

STATE OF FLORIDA  
TALLAHASSEE

19 JUN 18 AM 8:31

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**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: MISSION LAKES OF VENICE CONDOMINIUM ASSOCIATION INC.

DOCUMENT NUMBER: 759453

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

Please return all correspondence concerning this matter to the following:

RICHARD A. ULRICH, ESQ.

(Name of Contact Person)

ULRICH SCARLETT WICKMAN & DEAN, P.A.

(Firm/ Company)

713 S. ORANGE AVENUE, STE. 201

(Address)

SARASOTA, FL 34236

(City/ State and Zip Code)

RICHARD.ULRICH@USWDLAW.COM

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)

941

at

955-5100

(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 &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy is<br>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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

June 8, 2018

RICHARD A ULRICH ESQ  
713 S. ORANGE AVE STE. 201  
SARASOTA, FL 34236

SUBJECT: MISSION LAKES OF VENICE CONDOMINIUM ASSOCIATION, INC.  
Ref. Number: 759453

We have received your document for MISSION LAKES OF VENICE CONDOMINIUM ASSOCIATION, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Rebekah White  
Regulatory Specialist II

Letter Number: 618A00011994

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18 JUN 18 PM 12:14  
SECRETARY OF STATE  
TALLAHASSEE, FL

RECORDED IN OFFICIAL RECORDS  
INSTRUMENT # 2018060019 75 PG(S)  
May 07, 2018 12:55:33 PM  
KAREN E. RUSHING  
CLERK OF THE CIRCUIT COURT  
SARASOTA COUNTY, FL

Prepared by and Return to:  
Richard A. Ulrich, Esq.  
Ulrich, Scarlett, Wickman & Dean, P.A.  
713 S. Orange Ave., Suite 201  
Sarasota, FL 34236

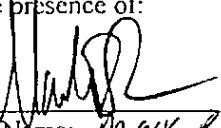


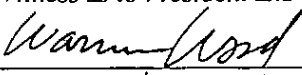
**CERTIFICATE OF AMENDED AND RESTATED  
DECLARATION OF RESTRICTIONS, BYLAWS  
AND ARTICLES OF INCORPORATION  
FOR MISSION LAKES OF VENICE CONDOMINIUM ASSOCIATION, INC.**

THE UNDERSIGNED, as President of MISSION LAKES OF VENICE CONDOMINIUM ASSOCIATION, INC., a not-for-profit Florida corporation, hereby certifies that the Declaration of Restrictions, as originally recorded in Official Records Book 1498, Page 783, et seq., of the Public Records of Sarasota County, Florida, and as amended from time to time, was duly amended and restated by the required process and affirmative votes pursuant to said documents at a meeting of the Association members held on March 8, 2018. It is further certified that the Amended and Restated Declaration of Restrictions, Amended and Restated Bylaws and Amended and Restated Articles of Incorporation are attached hereto.

IN WITNESS WHEREOF, the Association has caused this Certificate to be executed by its President and Secretary this 26<sup>th</sup> day of March, 2018.

Signed, sealed and delivered  
in the presence of:

  
Print Name: MARK REESE  
Witness as to President and Secretary

  
Print Name: WILLIAM WOOD  
Witness as to President and Secretary

MISSION LAKES OF VENICE CONDOMINIUM  
ASSOCIATION, INC., a Florida, not-for-profit  
corporation.

By:   
PATRICIA BENDER, President

Attest:

By:   
WILLIAM ADAMS, Secretary

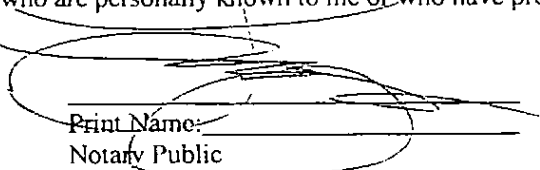
STATE OF FLORIDA  
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 26<sup>th</sup> day of March, 2018, by PATRICIA BENDER and WILLIAM ADAMS, as President and Secretary, respectively, of MISSION LAKES OF VENICE 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.

My Commission Expires:



JACALYN K WOOD  
MY COMMISSION # GG 091848  
EXPIRES: April 20, 2021  
Bonded Thru Budget Notary Services

  
Print Name: \_\_\_\_\_  
Notary Public

FILED

18 JUN 18 AM 8:31

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

This instrument prepared by:  
Sharon S. Vander Wulp  
Attorney at Law  
712 Shamrock Blvd.  
Venice, FL 34293

AMENDED AND RESTATED  
ARTICLES OF INCORPORATION

OF

MISSION LAKES OF VENICE CONDOMINIUM ASSOCIATION, INC.

A corporation not for profit  
under the laws of the State of Florida

**WHEREAS**, the original Declaration of Condominium of Mission Lakes of Venice, a condominium, was recorded in Official Records Book 1498, Page 783, et seq., of the Public Records of Sarasota County, Florida (Declaration), and

**WHEREAS**, there has been one amendment made to the Articles of Incorporation as reflected by instruments recorded in the Public Records, and

**WHEREAS**, a significant package of amendments was recently approved by an affirmative vote of not less than 75% of those members who cast a vote, in person or by proxy, at a members' meeting held on the 8<sup>th</sup> day of March, 2018.

**NOW, THEREFORE**, MISSION LAKES OF VENICE CONDOMINIUM ASSOCIATION, INC., does hereby amend and restate the Articles of Incorporation of MISSION LAKES OF VENICE CONDOMINIUM ASSOCIATION, INC., for the purpose of integrating all of the provisions of the Articles of Incorporation, together with recently adopted amendments which shall be covenants running with the condominium property and binding on all existing and future owners, and all others having an interest in the condominium lands or occupying or using the condominium property.

**(Substantial Rewrite of the Articles of Incorporation.  
See the Original Articles of Incorporation for Current Text.)**

The undersigned hereby associate themselves for the purposes of confirming a corporation not for profit under Chapter 617, Florida Statutes, and certify as follows:

ARTICLE 1  
NAME, ADDRESS AND REGISTERED AGENT

1.1 Name. The name of the corporation shall be MISSION LAKES OF VENICE CONDOMINIUM ASSOCIATION, INC., a corporation not for profit. For convenience the corporation shall herein be referred to as the "Association".

1.2 Address and Registered Agent. The street address of the Association's current registered office is Keys Caldwell, Inc., 1162 Indian Hills Blvd., Venice, FL 34293. The current registered agent's name at such address is Keys Caldwell, Inc. The Association's street address and the registered agent's name shall be determined by the Board of Directors from time to time.

ARTICLE 2  
PURPOSE

2.1 Purpose. The purpose for which the Association is organized is to provide an entity pursuant to Section 718.111, Florida Condominium Act, for the maintenance, operation and management of Mission Lakes of Venice, a condominium, (herein the "condominium"), located in Sarasota County, Florida.

2.2 Distribution of Income. The Association shall make no distribution of income to and no dividend shall be paid to its members, directors, or officers.

2.3 No Shares of Stock. The Association shall not have or issue shares of stock.

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 in conflict with the terms of these Articles of Incorporation or the Florida Condominium Act.

3.2 Specific Powers. The Association shall have all of the powers and duties set forth in the Florida Condominium Act, these Articles of Incorporation, the Bylaws, and the Declaration of Condominium (hereinafter the "Declaration") and all of the powers and duties reasonably necessary to

maintain, manage and operate the condominium pursuant to the Declaration and the Bylaws as these documents may be amended from time to time.

3.3 Assets Held in Trust. All funds and 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, these Articles of Incorporation and the Bylaws.

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 Declaration and the Bylaws.

#### ARTICLE 4 MEMBERS

4.1 Members. The Association members shall consist of all the record owners of units in the condominium from time to time. If the unit is owned by an entity then the member is the Trustee of a Trust, Partner of a Partnership or Officer of a Corporation. After termination of the condominium members shall consist of those who are members at the time of such termination and their successors and assigns.

4.2 Change of Membership. After receiving the Association's approval as required by the Declaration, change of membership in the Association shall be established by the recording in the Public Records of Sarasota County, Florida, of a deed or other instrument establishing a change of record title to a unit in the condominium. The owner designated by such instrument shall automatically become an Association member and the membership of the prior owner is terminated.

4.3 Limitation on Transfer of Shares of Assets. The share of a member in the Association's funds and assets 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 at least one vote as a member of the Association. The exact number of votes to be cast by owners of a unit and the manner of exercising voting rights shall be determined by the Bylaws.

#### ARTICLE 5 DIRECTORS

5.1 Board of Directors. The Association's affairs shall be managed by the Board of Directors in the manner set forth in the Bylaws.

5.2 Election of Directors. The Association's directors shall be elected in the manner set forth in the Bylaws.

5.3 First Board of Directors. The names and address of the members of the first Board of Directors who held office, were as follows:

<u>NAME</u>	<u>ADDRESS</u>
Emile W. Mouhot	3890 W. Commercial Blvd, Suite 215 Fort Lauderdale, FL 33309
Richard P. Mouhot	3890 W. Commercial Blvd, Suite 215 Fort Lauderdale, FL 33309
Joseph R. DeCola	3890 W. Commercial Blvd, Suite 215 Fort Lauderdale, FL 33309

#### ARTICLE 6 OFFICERS

6.1 Officers. The Association's affairs shall be administered by a President, Vice-President and Secretary-Treasurer and such other officers as may be designated in the Association's Bylaws. The officers shall be elected by the Board of Directors at its first meeting following the Association's annual members' meeting and shall serve at the Board's pleasure.

#### ARTICLE 7 INDEMNIFICATION

7.1 Indemnification. Every Association director and every officer shall be indemnified by the Association against all expenses and liabilities, including legal fees, reasonably incurred by or imposed upon him in connection with any proceeding or any settlement of any proceeding to which he may be a party, or in which he may become involved by reason of his being or having been a director or officer at the time such expenses are incurred, except when the director or officer is adjudged guilty of willful misfeasance in the performance of his 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 interest 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.

#### ARTICLE 8



## BYLAWS

8.1 Bylaws. The Association's Bylaws may be altered, amended or rescinded by the membership in the manner provided by the Bylaws.

## ARTICLE 9 AMENDMENTS

9.1 Amendments. Amendments to the Articles of Incorporation shall be proposed and adopted in the following manner:

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

9.3 Resolution. A resolution adopting a proposed amendment may be proposed either by the Board of Directors or by not less than twenty percent (20%) of the Association's members.

9.4 Vote. Members not present in person at the members' meeting considering the amendment, may express their vote by limited proxy, in writing, providing the proxy is delivered to the Secretary at, or prior to the meeting. An affirmative vote of not less than 75% of those members who cast a vote, in person or by proxy, is required to effect the change to these Articles of Incorporation.

9.5 Execution and Recording. A copy of each amendment shall be attached to a certificate certifying that the amendment was duly adopted, which certificate shall be executed by two Association officers with all the formalities of a deed. A copy of each amendment shall be certified by the Secretary of the State of Florida. The amendment shall be effective when the certificate and copy of the amendment are recorded in the Public Records of Sarasota County, Florida.

## ARTICLE 10 TERM

10.1 Term. The term of the Association shall be perpetual unless the condominium is terminated pursuant to the Declaration's provisions and, in the event of such termination, the corporation shall be dissolved in accordance with the law.

## ARTICLE 11 SUBSCRIBERS (Incorporators)

11.1 Names and Addresses. The names and residence addresses of the subscribers (incorporators) of these Articles of Incorporation were as follows:

<u>NAME</u>	<u>ADDRESS</u>
Emile W. Mouhot	3890 W. Commercial Blvd, Suite 215 Fort Lauderdale, FL 33309
Richard P. Mouhot	3890 W. Commercial Blvd, Suite 215 Fort Lauderdale, FL 33309
Joseph R. DeCola	3890 W. Commercial Blvd, Suite 215 Fort Lauderdale, FL 33309

IN WITNESS WHEREOF,

This Association has caused this Certificate to be signed in its name by its President, this 2nd day of April, 2018.

ATTEST:

MISSION LAKES OF VENICE  
CONDOMINIUM ASSOCIATION,  
INC.

By: William Adams Treasurer  
W. Adams Secretary  
WITNESSES:

By: Patricia Bender  
Patricia Bender as President

Printed Name:

Printed Name:

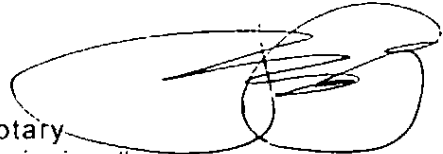
STATE OF FLORIDA  
COUNTY OF SARASOTA


I HEREBY CERTIFY that on this day before me, a Notary Public in and for the State of Florida at large, personally appeared Patricia Bender, as President, and William Adams, as Secretary of MISSION LAKES OF VENICE CONDOMINIUM ASSOCIATION, INC., and they acknowledge before me that they are such officers of said corporation; and they executed the foregoing Amended and Restated Articles of Incorporation on behalf of said corporation, and affixed thereto the corporate seal of said corporation; that they are authorized to execute said Amended and Restated Articles of Incorporation and that the execution thereof is the free act and deed of said corporation. They are personally

known to me or have produced their driver's licenses as identification and did not take an oath.

WITNESS my hand and official seal at Sarasota County, Florida this 2nd day of April, 2018.

Printed Name of Notary  
Notary Public Commission #  
My Commission Expires:



 JACALYN K WOOD  
MY COMMISSION # GG 091846  
EXPIRES: April 20, 2021  
Bonded Thru Budget Notary Services