

760403

(Requestor's Name)

(Address)

(Address)

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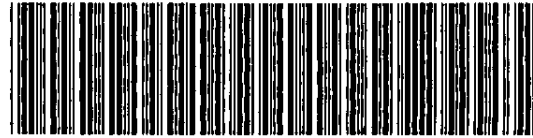
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*Amend*

03/29/13--01007--030 \*\*35.00

FILED  
2013 MAR 29 AM 8:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*DOR*  
*4/3/13*

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** Quiet Waters Condominium Association, Inc.

**DOCUMENT NUMBER:** 760403

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

Please return all correspondence concerning this matter to the following:

Anne M. Hathorn, Esq.

(Name of Contact Person)

Becker & Poliakoff, P.A.

(Firm/ Company)

311 Park Place Blvd, Suite 250

(Address)

Clearwater, FL 33759

(City/ State and Zip Code)

shakerk@charter.net

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

For further information concerning this matter, please call:

Anne M. Hathorn

(Name of Contact Person)

at ( 727 ) 712-4000

(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

Articles of Amendment  
to  
Articles of Incorporation  
of

FILED

Quiet Waters Condominium Association, Inc.

2013 MAR 29 AM 8:54

(Name of Corporation as currently filed with the Florida Dept. of State)

760403

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

(Document Number of Corporation (if known))

10

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

**A. If amending name, enter the new name of the corporation:**

N/A

*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:**

N/A

(Principal office address **MUST BE A STREET ADDRESS**)

**C. Enter new mailing address, if applicable:**

N/A

(Mailing address **MAY BE A POST OFFICE BOX**)

**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: N/A

(Florida street address)

New Registered Office Address:

(City)

Florida

(Zip Code)

**New Registered Agent's Signature, if changing Registered Agent:**

*I hereby 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 in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.*

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	_____	<u>N/A</u>	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
3) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
4) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
5) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
6) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____

**E. If amending or adding additional Articles, enter change(s) here:**  
*(attach additional sheets, if necessary). (Be specific)*

SEE ATTACHED EXHIBIT A

The date of each amendment(s) adoption: 1/19/13

Effective date if applicable: \_\_\_\_\_  
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated March 23, 2013  
Signature K Chandrashekar  
(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

K. Chandrashekar  
(Typed or printed name of person signing)  
President, Quiet Waters Condominium Association, Inc.  
(Title of person signing)

**ADOPTED AMENDMENTS TO THE ARTICLES OF INCORPORATION  
OF QUIET WATERS CONDOMINIUM ASSOCIATION, INC.**

Additions indicated by underlining  
Deletions indicated by ~~striking through~~  
Unaffected text indicated by "..."

**ARTICLES OF INCORPORATION**

**1. Adopted amendment to ARTICLE IV.2.f of the Articles of Incorporation of Quiet Waters Condominium Association, Inc. (the "Articles"), to read as follows:**

IV  
Powers

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

...

2. The Association shall have all of the powers and these Articles and the Declaration of Condominium, and all of the powers and duties reasonably necessary to operate the condominium pursuant to the Declaration as may be amended from time to time, including but not limited to the following:

...

f. To make and amend reasonable regulations respecting the use of the property in the condominium; ~~provided, however, that all such regulations and their amendments shall be approved by not less than seventy five percent of the votes of the entire membership of the Association before such shall become effective.~~

**2. Adopted amendment to ARTICLE IV of the Articles, to delete ARTICLE IV.2.j in its entirety, as follows:**

IV  
Powers

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

...

2. The Association shall have all of the powers and these Articles and the Declaration of Condominium, and all of the powers and duties reasonably necessary to operate the condominium pursuant to the Declaration as may be amended from time to time, including but not limited to the following:

...

~~j. In no event shall the members of a particular condominium be charged with any portion of the expenses for any other condominium, but shall be charged only for the expenses of their particular condominium and their equitable share of the expenses of any common elements, easements, recreational facilities, or other areas used in common by more than one condominium.~~

3. **Adopted amendment to ARTICLE V of the Articles, to delete ARTICLE V.5 in its entirety, as follows:**

V  
Membership

...  
~~5. The Developer shall be a member of the Association and shall be allowed one vote for each Unit owned by the Developer.~~

4. **Adopted amendment to ARTICLE VII of the Articles, to read as follows:**

VII  
Officers

The affairs of the Association shall be administered by a President, a Vice President and a Secretary/Treasurer and such other officers as the Board of Directors may from time to time designate.... The names and addresses of the initial officers who shall serve until their successors are designated by the Board are as follows....

5. **Adopted amendment to ARTICLE VIII.1 of the Articles, to read as follows:**

VIII  
Directors

1. The affairs of the Association shall be managed by a Board of Directors who shall be members of the Association, ~~excepting that the first Board of Directors shall consist of three (3) Directors who need not be members of the Association, and thereafter~~ the membership of the Board shall consist of an odd number of members, the exact number to be determined from time to time by the Board.

6. **Adopted amendment to ARTICLE VIII, to delete ARTICLE VIII.3 in its entirety, as follows:**

~~3. The first election of Directors shall not be held until Quiet Waters Condominium Association, Inc., a Florida corporation, hereinafter called the "Developer" is required by law to relinquish control of the Association. That is to say, the Developer shall remain in control of the Board of Directors until required to relinquish pursuant to Section 718.301(1)(a) through (d). The Directors named in these Articles shall serve until the first election of Directors, and any vacancies in office occurring before the first election shall be filled by the remaining Directors and/or the Developer. The successor Directors need not be members of the Association.~~

7. **Adopted amendment to ARTICLE XI.2 of the Articles, to read as follows:**

XI  
Amendments

These Articles of Incorporation shall be amended in the following manner.

...



2. A resolution for the adoption of a Adopted amendment may be Adopted by the Board of Directors of the Association or by the members of the Association.... Upon an amendment being Adopted as herein provided, the President, or in the event of his refusal or failure to act, the Board of Directors, shall call a meeting of the membership to be held not sooner than ~~fifteen (15)~~ fourteen (14) days nor later than sixty (60) days thereafter for the purpose of considering said amendment....

**8. Adopted amendment to ARTICLE XI.2 of the Articles, to delete ARTICLE XI.2.(b) in its entirety, and to reword ARTICLE XI.2.(a) to read as follows:**

XI  
Amendments

These Articles of Incorporation shall be amended in the following manner.

...

2. A resolution for the adoption of a Adopted amendment may be Adopted by the Board of Directors of the Association or by the members of the Association.... Except as provided herein, such approval must be ~~either~~ by:

(a) Not less than ~~seventy five (75%)~~ percent of the ~~entire membership of the Board of Directors and by not less than fifty one (51%)~~ percent a majority of the votes of the entire membership of the Association; ~~or~~

(b) ~~Not less than seventy five (75%) percent of the votes of the entire membership of the Association.~~

**9. Adopted amendment to ARTICLE XI.3 of the Articles, to read as follows:**

XI  
Amendments

These Articles of Incorporation shall be amended in the following manner.

...

3. Provided, however, that no amendment shall make any changes in the qualifications for membership nor the voting rights of the members nor any change in Paragraph IV, 3, without approval in writing by all members and the joinder of all record Owners of mortgages on the Condominium Units. No amendment shall be made that is in conflict with the Condominium Act or the Declaration of Condominium. ~~No amendment shall be made without the written approval of the Developer if such amendment shall cause an assessment of the Developer as a Unit Owner for capital improvements, constitute an action that would be detrimental to the sales of Units by the Developer or any other such action which would inhibit, impair or otherwise preclude the rights reserved to the Developer by way of the Declaration of Condominium.~~

10. **Adopted amendment to the Articles, to delete ARTICLE XI.5 in its entirety, as follows:**

~~5. — Provided, however, that no amendment to the Articles or By-Laws nor shall there be any rule or regulation adopted which will in any way effect the free and unrestricted right of transfer, sale or lease of any of the Unit Owners in any manner whatsoever unless and until the Declaration of Condominium has been so amended by vote of 100% percent by the members of the Association.~~

11. **Adopted amendment to the Articles, to add a new ARTICLE XIII, to read as follows:**

XIII  
Action Without a Meeting

Whenever the vote of the members as a meeting is required or permitted by any provision of these Articles of Incorporation, the Declaration, the By-Laws, or the laws of the State of Florida to be taken in connection with any action of the Association, the meeting and vote of members may be dispensed with if all of the members, who would have been entitled to vote upon the action of such meeting if such meeting were held, shall consent in writing to such action being taken. Provided, however, this shall not dispense with the requirement of an annual meeting of the members. Members may waive notice of specific meetings and may take action by written agreement without meetings.

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