

760629

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# CAPITAL CONNECTION, INC.

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WATERFORD AT BLUE LAGOON

PROPERTY OWNERS ASSOCIATION, INC.

Signature \_\_\_\_\_

Requested by: BA

03/17/21

Name \_\_\_\_\_

Date \_\_\_\_\_

Time \_\_\_\_\_

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\_\_\_\_ Art of Inc. File \_\_\_\_\_  
\_\_\_\_ LTD Partnership File \_\_\_\_\_  
\_\_\_\_ Foreign Corp. File \_\_\_\_\_  
\_\_\_\_ L.C. File \_\_\_\_\_  
\_\_\_\_ Fictitious Name File \_\_\_\_\_  
\_\_\_\_ Trade/Service Mark \_\_\_\_\_  
\_\_\_\_ Merger File \_\_\_\_\_  
✓ \_\_\_\_ Art. of Amend. File \_\_\_\_\_  
\_\_\_\_ RA Resignation \_\_\_\_\_  
\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_  
\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_  
\_\_\_\_ Cert. Copy \_\_\_\_\_  
✓ \_\_\_\_ Photo Copy \_\_\_\_\_  
\_\_\_\_ Certificate of Good Standing \_\_\_\_\_  
\_\_\_\_ Certificate of Status \_\_\_\_\_  
\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_  
\_\_\_\_ Corp Record Search \_\_\_\_\_  
\_\_\_\_ Officer Search \_\_\_\_\_  
\_\_\_\_ Fictitious Search \_\_\_\_\_  
\_\_\_\_ Fictitious Owner Search \_\_\_\_\_  
\_\_\_\_ Vehicle Search \_\_\_\_\_  
\_\_\_\_ Driving Record \_\_\_\_\_  
\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_  
\_\_\_\_ UCC 11 Search \_\_\_\_\_  
\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_  
\_\_\_\_ Courier \_\_\_\_\_

This instrument was prepared by:  
**JEFFREY REMBAUM, ESQUIRE**  
Kaye Bender Rembaum, P.L.  
9121 N. Military Trail, Suite 200  
Palm Beach Gardens, FL 33410

**CERTIFICATE OF FILING  
FIRST AMENDMENT TO THE  
AMENDED AND RESTATED ARTICLES OF INCORPORATION OF  
WATERFORD AT BLUE LAGOON PROPERTY OWNERS ASSOCIATION, INC.**

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**WHEREAS**, Waterford at Blue Lagoon Property Owners Association, Inc. (the "Association") is a Florida not for profit corporation formed pursuant to the Articles of Incorporation of Blue Lagoon Corporate Center Property Owners Association, Inc., filed November 3, 1981, Document Number 760629, as amended and restated in the Amended and Restated Articles of Incorporation of Waterford at Blue Lagoon Property Owners Association, Inc., filed on March 2, 2021 (the "Articles"); and

**WHEREAS**, pursuant to Article X of the Articles, the Articles may be amended by the assent of a majority of the total voting interests of the "Voting Members" (as such term is defined in the Articles) present at a lawfully constituted meeting of the Association; and

**WHEREAS**, on February 5, 2021, the members approved the First Amendment to the Amended and Restated Articles of Incorporation of Waterford at Blue Lagoon Property Owners Association, Inc., attached as Exhibit "A" hereto and incorporated as if fully set forth herein (the "First Amendment"), in accordance with the provisions thereof by casting the number of votes for the First Amendment sufficient for approval.

**NOW, THEREFORE**, the undersigned hereby certifies that the following First Amendment is a true and correct copy of the First Amendment approved by the membership on the above-referenced date and that the number of votes cast for adoption of the First Amendment was sufficient for approval.

**SEE ATTACHED  
FIRST AMENDMENT TO THE  
AMENDED AND RESTATED ARTICLES OF INCORPORATION OF  
WATERFORD AT BLUE LAGOON PROPERTY OWNERS ASSOCIATION, INC.**

.....

*[Signature and Notary Page to Follow]*

IN WITNESS WHEREFORE, this Certificate of Filing has been signed by the Association on the date set forth below.

Signed, Sealed and Delivered  
in the presence of:



Print Name: Christian Gossin

  
Print Name: Edgar Hidalgo

WATERFORD AT BLUE LAGOON  
PROPERTY OWNERS ASSOCIATION, INC.,  
a Florida not for profit corporation

By: Charles C. Russo

Its: President

Print Name: Charles Russo

Date: 3-15-21

STATE OF FLORIDA            )  
  ) ss:  
COUNTY OF MIAMI-DADE    )

The foregoing instrument was acknowledged before me by means of ☒ physical appearance or  
☐ online notarization, this 15<sup>th</sup> day of March, 2021, by Charles C. Russo, as  
PRESIDENT of Waterford at Blue Lagoon Property Owners Association, Inc.,  
a Florida not for profit corporation, who ☒ is personally known to me or ☐ produced  
\_\_\_\_\_ as identification and did not take an oath.



DANIELA CABALLERO  
Commission # HH 050720  
Expires October 5, 2024  
Bonded Thru Budget Notary Services

  
Notary Public, State of Florida

Daniela Caballero  
Print Name of Notary Public

My Commission Expires: 10/5/2024

PROPOSED FIRST AMENDMENT TO THE  
AMENDED AND RESTATED ARTICLES OF INCORPORATION  
OF  
WATERFORD AT BLUE LAGOON PROPERTY OWNERS ASSOCIATION, INC.

***To change the name of Waterford at Blue Lagoon Property Owners Association, Inc. ("Association") as it appears in the Amended and Restated Articles of Incorporation to Waterford Business District Property Owners Association, Inc., the opening paragraph, Articles I and IV, as well as the Acceptance By Registered Agent are modified as follows:***

These Amended and Restated Articles of Incorporation of Waterford at ~~Blue Lagoon~~ Business District Property Owners Association, Inc., as amended from time to time (these "Articles"), shall replace the Articles of Incorporation of Waterford at Blue Lagoon Property Owners Association, Inc., filed with the Florida Department of State, Division of Corporations on November 3, 1981, Document Number 760629, as such Articles of Incorporation of Waterford at Blue Lagoon Property Owners Association, Inc. are restated and amended in their entirety herein, and shall replace the Articles of Incorporation of Waterford at Blue Lagoon East Property Owners Association, Inc., filed with the Florida Department of State, Division of Corporations on June 15, 1998, Document Number N98000003460, as a result of merger effectuated pursuant to the Plan of Merger to which these Articles are attached as Exhibit "3".

ARTICLE I  
NAME AND ADDRESS

The name of the corporation is WATERFORD AT ~~BLUE LAGOON~~ BUSINESS DISTRICT PROPERTY OWNERS ASSOCIATION, INC. (the "Association"), formed as a not for profit corporation under Chapter 617, Florida Statutes. The principal address and mailing address of the Association shall be 703 Waterford Way, Suite 350, Miami, Florida 33126, or at such other principal address or mailing address as may from time to time be designated by the Association's Board of Directors (the "Board").

ARTICLE IV  
POWERS

4.1 General Powers. The Association shall have and exercise all of the powers and privileges and perform all of the duties and obligations of the Association as set forth in the Waterford Declaration, the East Declaration, these Articles, and the Amended and Restated Bylaws of Waterford at ~~Blue Lagoon~~ Business District Property Owners Association, Inc., as amended from time to time (the "Bylaws"). In the event of any conflict



between these Articles and the Bylaws, these Articles shall control; and in the event of any conflict between these Articles and the Waterford Declaration and the East Declaration, the Waterford Declaration and the East Declaration shall control. The Association shall also have all of the common law and statutory powers of a not for profit corporation under the laws of Florida that are not in conflict with the provisions of the Waterford Declaration, the East Declaration, these Articles, and the Bylaws, including those powers under and pursuant to and Chapter 617, Florida Statutes.

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for WATERFORD AT ~~BLUE LAGOON BUSINESS DISTRICT~~ PROPERTY OWNERS ASSOCIATION, INC., a Florida not for profit corporation, at the place designated in these Amended and Restated Articles of Incorporation of Waterford at ~~Blue Lagoon Business District~~ Property Owners Association, Inc., the undersigned hereby agrees to act in this capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of his duties.

Dated this 12th day of March, 2020.

CORPORATION SERVICE COMPANY

By:

Maureen DiCarlo  
Maureen DiCarlo, Assistant Secretary