

768389

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

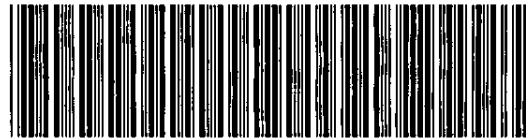
(Business Entity Name)

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Certified Copies _____ Certificates of Status _____

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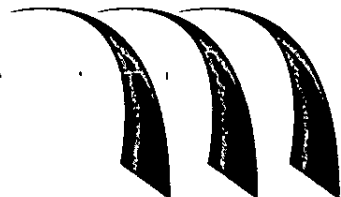
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5th Fl. - 1st Floor
12th Fl. - 1st Floor

ARM
11-18-14



McKay Law Firm, P.A.

Scott D. McKay, Esq.⁽¹⁾⁽²⁾⁽⁴⁾

Telese B. McKay, Esq.⁽³⁾⁽⁴⁾

November 3, 2014

Via: U.S. Mail

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

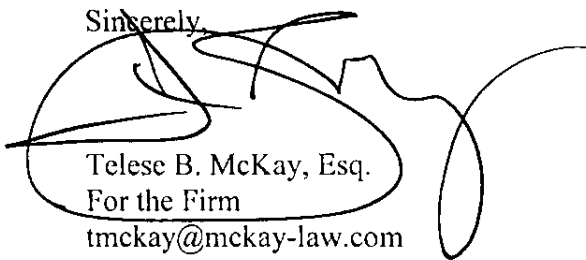
**Re: The Inlets Common Facilities Corporation, Inc. /
Filing Articles of Incorporation**

Dear Sir/Madam:

Enclosed please find check number 6084 in the amount of \$52.50 for filing the enclosed Articles of Incorporation for The Inlets Common Facilities Corporation, Inc., which was incorporated on May 11, 1983. Also enclosed are the cover letter and Articles of Amendment form and a copy of the Articles of Incorporation to be certified and returned to our office. Additionally, we request a Certificate of Status be mailed to our office when completed.

If you have any questions regarding this matter, please do not hesitate to contact us at the number listed above.

Sincerely,



Telese B. McKay, Esq.
For the Firm
tmckay@mckay-law.com
Fax - 941.281.2957

Enclosures: 4

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: The Inlets Common Facilities Corporation, Inc.

DOCUMENT NUMBER: 768389

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

Please return all correspondence concerning this matter to the following:

Telese B. McKay, Esq.
(Name of Contact Person)

McKay Law Firm, P.A.
(Firm/ Company)

1904 Manatee Avenue West, Suite 300
(Address)

Bradenton, FL 34205
(City/ State and Zip Code)

inlets@verizon.net
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Telese B. McKay, Esq. at (941) 251-4951
(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:

- | | | | |
|--|--|---|---|
| <input 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 checked="" 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

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14 NOV -5 AM 8:32
STATE
TALLAHASSEE, FLORIDA

Articles of Amendment
to
Articles of Incorporation
of

The Inlets Common Facilities Corporation, Inc.

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

768389

(Document Number of Corporation (if known))

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:

_____ 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:

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

C. Enter new mailing address, if applicable:

(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: _____

(Florida street address)

New Registered Office Address:

_____, Florida _____
(City) (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

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TALLAHASSEE, FL
STATE OF FLORIDA
DEPT. OF STATE

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	_____	_____	_____
<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			_____
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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			_____

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

The enclosed Articles of Incorporation
replace the entire text of the
Articles of Incorporation filed on
May 11, 1983.

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CLERK
COURT

The date of each amendment(s) adoption: _____, if other than the date this document was signed.

SEPTEMBER 18, 2014

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

10/29/14

Signature

Harold D Baar

(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)

HAROLD D. BAAR

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)

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10/29/2014

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CLERK OF COURT
JAN 12 2015

ARTICLES OF INCORPORATION
OF
THE INLETS COMMON FACILITIES CORPORATION, INC.

(A Corporation Not For Profit)

~~In order to form a corporation under and in accordance with the provisions of the laws of the State of Florida for the formation of corporations Not for Profit, we, the undersigned, do hereby associate ourselves together into a corporation for the purposes and with the powers hereinafter set forth in these Articles of Incorporation, viz:~~

ARTICLE I

NAME OF CORPORATION

The name of this CORPORATION shall be:

THE INLETS COMMON FACILITIES CORPORATION, INC.

ARTICLE II

PURPOSES

The general nature, objects and purposes of The Corporation are:

A. To manage, operate, maintain and control the usage of all land and water areas and improvements intended for the common usage and benefit of all owners of ~~land~~ in "The Inlets", including without limitation, the private roads, sidewalks, pedestrian, bicycle and other pathways, lakes, ponds, waterways, easements and other similar areas or interests in real property all of which are herein collectively referred to as "The ~~Inlets~~ Common Facilities", and which are further described in that certain document entitled "Declaration of Covenants and Restrictions for The Inlets", which is ~~to be~~ recorded in the Public Records of Sarasota County, Florida.

B. To take such action as may be deemed appropriate to promote the health, safety and social welfare of the owners of property within "The Inlets".

C. To provide, purchase, acquire, replace, improve, maintain and/or repair all improvements including, without limitation, buildings, structures, streets, sidewalks, street lighting, landscaping, equipment,

furniture and furnishings, both real and personal, related to the promotion of the health, safety and social welfare of the members of The Corporation as the Board of Directors, in its discretion, may determine necessary or appropriate.

D. To furnish or otherwise provide for ~~private~~ security, fire protection and such other services as the Board of Directors, in its discretion, determines necessary or appropriate, and to provide the capital improvements and equipment related thereto.

E. To supervise and control the specifications, architecture design, appearance, elevation and location of all buildings, structures and improvements of any type, constructed, placed or permitted to remain in "The Inlets", as well as the alteration, improvement, addition or changes thereof, including landscaping surrounding the same.

F. To operate without profit and for the sole and exclusive benefit of its members.

G. To maintain the grounds, lawns and landscaping in The Inlets as provided in the "Declaration of Covenants and Restrictions for The Inlets".

ARTICLE III

GENERAL POWERS

The general powers that The Corporation shall have are as follows:

A. To purchase, accept, lease or otherwise acquire title to, and to hold, mortgage, rent, sell or otherwise dispose of any and all real or personal property related to the purposes or activities of the Corporation, to make, enter into, perform and carry out contracts of every kind and nature with any person, firm, corporation or association; and to do any and all other acts necessary or expedient for carrying on any and all of the activities of The Corporation and pursuing any and all of the objects and purposes set forth in these Articles of Incorporation and not forbidden by the laws of the State of Florida.

B. To establish a budget and to fix assessments to be levied against all property located in "The Inlets" which is subject to assessment pursuant to the aforementioned Declaration of Covenants and Restrictions for the purpose of The Corporation and to create reasonable reserves for such expenditures, including providing a reasonable contingency fund for the ensuing year and reasonable annual reserves for anticipated major capital repairs, maintenance and improvement, and capital replacements.

C. To enter into agreements with Condominium associations and other property owner's Associations for the collection of such assessments.

D. To place liens against any property in "The Inlets" for delinquent and unpaid assessments and to bring suit for the foreclosure of such liens or to otherwise enforce the collection of such assessment for the purpose of obtaining revenue for the operation of the Corporation's business.

E. To hold funds solely and exclusively for the benefit of the members of The Corporation for purposes set forth in these Articles of Incorporation.

F. To adopt, promulgate and enforce rules, regulations, bylaws, covenants, restrictions and agreements in order to effectuate the purposes for which The Corporation is organized.

G. To delegate by its Board of Directors power or powers of The Corporation where such is deemed to be in its best interest.

H. To charge recipients for services rendered by The Corporation and to charge the user for use of Corporation property where such is deemed appropriate by its Board of Directors.

I. To pay all taxes and other charges or assessments, if any, levied against property owned, leased or used by the Corporation.

J. To borrow money for the acquisition of property or for any other lawful purpose of the Corporation, and to make, accept, endorse, execute and issue debentures, promissory notes or other obligations of The Corporation for borrowed monies, and to secure the payment of such obligation by mortgage, pledge, security agreement or other instrument of trust, or by lien upon, assignment of or agreement in regard to, all or any part of the real or personal property, or property rights or privileges of The Corporation wherever situated.

K. To enforce by any and all lawful means the provisions of these Articles of Incorporation, the Bylaws of The Corporation ~~which may be hereafter adopted~~, and the terms and provisions of the aforesaid Declaration of Covenants and Restrictions, wherever applicable or appropriate, and the terms and provisions of any restrictions and covenants applicable to any portion of "The Inlets".

L. In general, to have all powers, which are or may be conferred upon a corporation not for profit by the laws of the State of Florida, except as prohibited herein.

ARTICLE IV

MEMBERS

The members of this Corporation shall consist of all of the owners of property located in "The Inlets" which is subject to assessment, which property is more particularly described and defined in the aforementioned Declaration of Covenants and Restrictions ~~to be~~ which are recorded in the Public Records of Sarasota County, Florida.

~~A. Members shall be owners of condominium units in "The Inlets" or owners of lots.~~

A. Membership in The Corporation shall automatically terminate upon conveyance or other divestment of title to such member's unit ~~or lot~~, except that nothing herein contained shall be construed as terminating the membership of any member who may own two (2) or more units ~~or lots~~ in "The Inlets", so long as one (1) unit ~~or lot~~ is owned by such member.

B. The interest of a member in the funds and assets of The Corporation cannot be assigned, hypothecated or transferred in any manner, except as an appurtenance to the unit ~~or lot~~, which is the basis of his membership in the Corporation.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V

VOTING AND ASSESSMENTS

A. Subject to the restrictions and limitations hereinafter set forth, ~~each~~ only one member of the Inlets Common Facilities Corporation shall be entitled to one (1) vote for each Condominium unit ~~or lot~~ owned by such member in "The Inlets", expressed through the voting representative of that unit.

B. The Secretary of The Corporation shall maintain a list of the members of The Corporation and the number of votes to which each member is entitled. Whenever any person or entity becomes entitled to membership in the Corporation, it shall become such party's duty and obligation to so inform the Secretary in writing, giving his name, address and legal description of such ~~unit, or lot~~ property; provided, however, that any notice given to or vote accepted from the prior owners of such ~~unit or lot~~ property before receipt of written notification of change of ownership shall be deemed to be properly given or received. The Secretary may, but shall not be required to, search the Public Records of Sarasota County or make other inquiry to determine the status and correctness of the list of members of The Corporation maintained by him/~~her~~ and shall be entitled to rely upon the Corporation's records until notified in writing of any change in ownership.

C. The vote attributable to any unit ~~or lot~~ owned by multiple owners shall not be divided among such owners but shall be cast only by one of such owners or an agent or proxy of such owners designated by a written instrument signed by and legally binding upon all such multiple owners. Multiple owners shall be deemed to include two or more individuals, partnerships, corporations, trusts or other legal entities or any combination thereof. A voting certificate must be filed with The Inlets Common Facilities Corporation that indicates which one, among several owners (or on behalf of the corporation or trust or other legal entity or any combination thereof), is authorized to cast a vote for the unit.

ARTICLE VI

BOARD OF DIRECTORS

A. The affairs of The Corporation shall be managed by a Board of Directors consisting of not ~~less~~ fewer than five (5) nor more than nine (9) Directors. Each Director shall be a unit owner or the spouse thereof or a person exercising membership rights if the owner is not a natural person. All Directors shall act without compensation unless otherwise provided by resolution of the membership.

B. Annual Elections shall be by plurality vote. ~~Directors shall be elected at the annual meeting of the members by a plurality of the voting interests. Each director so elected shall serve for a term of two years and thereafter until his or her successor has been elected or appointed and qualified or until his or her earlier resignation, removal from office with or without cause by a vote or agreement in writing of a majority of all voting interests, or death. Except as to vacancies resulting from removal of directors by the members pursuant to Chapter 718.112 (2) (k), Florida Statutes, vacancies in the Board of Directors occurring between annual meetings of the members shall be filled by a majority vote of the remaining directors. Any director appointed to fill a vacancy shall be appointed for the unexpired term of his or her predecessor in office. Directors shall be elected for two (2) year terms. Except for vacancies caused by a~~

recall in accordance with the Condominium Act, vacancies in the Board of Directors shall be filled by a majority vote of the remaining Directors, as allowed by law.

ARTICLE VII

OFFICERS

A. The officers of the Corporation, to be elected by the Board of Directors, shall be a President, a Vice President, a Secretary, and a Treasurer, and such other officers as the Board shall deem appropriate from time to time. The Officers shall be elected from among the membership of the Board of Directors at the first meeting of the Board of Directors, which shall occur immediately following the Annual election of Directors Membership Meeting of the Corporation. The affairs of The Corporation shall be administered by such officers under the direction of the Board of Directors. Officers shall be elected for a term of one (1) year in accordance with the procedure set forth in the Bylaws.

B. The Board of Directors or the President, with the approval of the Board of Directors, may employ personnel to conduct the affairs of The Corporation and any such person or legal entity may be so employed without regard to whether such person or entity is a member of The Corporation ~~or a Director or Officer of the Corporation~~, as the case may be.

ARTICLE VIII

CORPORATE EXISTENCE

~~The Corporation shall have perpetual existence.~~

ARTICLE IX

BYLAWS

~~The Board of Directors of The Corporation shall adopt Bylaws consistent with these Articles of Incorporation. The Bylaws may be altered, amended or rescinded by the Directors in the manner provided by such Bylaws.~~

ARTICLE IX VIII

AMENDMENT TO ARTICLES OF INCORPORATION

These Articles of Incorporation may be altered, amended or repealed by resolution of the Board of Directors.

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ARTICLE XI

REGISTERED OFFICE

The registered office of the corporation shall be 200 Inlets Boulevard, Nokomis, Florida.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ~~X~~ IX

BUDGET AND EXPENDITURES

The Board of Directors shall annually adopt a budget for the operation of The Corporation for the ensuing year and for the purpose of levying assessments against all assessable property in "The Inlets", which budget shall be conclusive and binding upon all persons; provided, however, that the Board of Directors may thereafter at any time approve or ratify variations from such budget in respect of expenditures.

ARTICLE XI ~~X~~

INDEMNIFICATION OF OFFICERS AND DIRECTORS

A. ~~The Corporation hereby indemnifies any director or officer made a party or threatened to be made a party to any threatened, pending or completed claim, action, suit or proceeding:~~

~~(1) Whether civil, criminal, administrative or investigative, other than by or in the right of The Corporation to procure a judgment in its favor, brought to impose a liability or penalty on such person for an act alleged to have been committed by such person in his capacity of director or officer of The Corporation or in his capacity as director, officer, employee or agent of any other corporation, partnership, joint venture, trust or other enterprise which he served at the request of the Corporation, against judgments, fines, amounts paid in settlement and reasonable expenses, including attorney's fees, actually and necessarily incurred as a result of such action, suit or proceeding or any appeal therein, if such person acted in good faith in the reasonable belief that such action was in the best interests of the Corporation, and in criminal actions or proceedings, without reasonable ground for belief that such action was unlawful. The termination of any such action, suit or proceeding by judgment, order, settlement, conviction or upon a plea of *nolo contendere* or its equivalent shall not in itself create a presumption that any such director or officer did not act in good faith in the reasonable belief that such action was in the best interests of The Corporation or that he had reasonable grounds for belief that such action was unlawful.~~

~~(2) By or in the right of The Corporation to procure a judgment in its favor by reason of his being or having been a director or officer of The Corporation or by reason of his being or having been a director, officer, employee or agent of any other corporation, partnership, joint venture, trust or other enterprise which he served at the request of the Corporation, against the reasonable expenses, including attorney's fees, actually and necessarily incurred by him in connection with the defense or settlement of such action, or in connection with an appeal therein, if such person acted in good faith in the reasonable belief that such action was in the best interests of the~~

~~Corporation. Such person shall not be entitled to indemnification in relation to matters as to which such person has been adjudged to have been guilty of negligence or misconduct in the performance of his duty to The Corporation unless and only to the extent that the court, administrative agency, or investigative body before which such action, suit or proceeding is held shall determine upon application that, despite the adjudication of liability but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnification for such expenses which such tribunal shall deem proper.~~

~~B. The Board of Directors shall determine whether amounts for which a director or officer seeks indemnification, were properly incurred and whether such director or officer acted in good faith and in a manner he reasonably believed to be in the best interests of the Corporation, and whether, with respect to any criminal action or proceeding, he had no reasonable ground for belief that such action was unlawful. Such determination shall be made by the Board of Directors, by a majority vote of a quorum consisting of Directors who were not parties to such action, suit or proceeding.~~

~~C. The foregoing rights of indemnification shall not be deemed to limit in any way the powers of The Corporation to indemnify under applicable law. The Corporation shall have the right to provide such indemnification by insurance.~~

All officers and directors shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees (including appellate proceedings) reasonably incurred in connection with any proceeding or settlement thereof in which they may become involved by reason of holding such office. In no event, however, shall any officer or director be indemnified for his own willful misconduct or knowing violation of the provisions of the Florida Condominium Act. The Corporation may purchase and maintain insurance on behalf of all officers and directors against any liability asserted against them or incurred by them in their capacity as officers and directors or arising out of their status as such.

ARTICLE ~~XII~~ XI

TRANSACTION IN WHICH DIRECTORS OR OFFICERS ARE INTERESTED

A. A contract or transaction between The Corporation and any of its directors, or between ~~The~~ Corporation and any other corporation, Partnership, association or other organization in which one or more of its directors are directors or officers, or have a financial interest, shall be ~~invalid~~ approved in accordance with Florida law. No director or officer of The Corporation shall incur liability solely by reason of the fact that he is or may be interested in any such contract or transaction.

B. Interested directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee, which authorized the contract or transaction.

ARTICLE ~~XIII~~ XII

CORPORATE EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE XIV XIII
REGISTERED OFFICE

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DATE
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The registered office of The Corporation shall be at the address determined by the Board of Directors from time to time 200 Inlets Boulevard, Nokomis, Florida, 34275.

ARTICLE XIV
USAGE

USAGE. Whenever used herein, the singular number shall include the plural and the plural the singular, and the use of any gender shall include all genders.

In witness whereof, the undersigned members of the Board of Directors of the Corporation have hereunder set their hands and seal this _____ day of _____,

The foregoing, as the Articles of Incorporation of THE INLETS COMMON FACILITIES CORPORATION, INC., a corporation not for profit under the laws of the State of Florida, was adopted by the Board of Directors on the _____ day of _____, 20_____.