

769633

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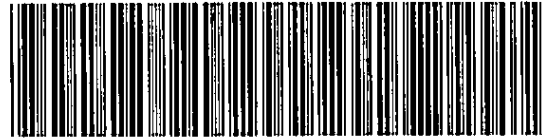
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JAN 22 2022

DANIEL J. LOBECK*
MARK A. HANSON*
MICHELLE A. ROWE

THE LAW OFFICES OF
LOBECK & HANSON

PROFESSIONAL ASSOCIATION

LEAH E. ELLINGTON*
ALEXANDRA MAMONTOFF
JACOB A. PAGLIALONGA

2033 MAIN STREET, SUITE 403
SARASOTA, FL 34237
(941) 955-5622
FAX (941) 951-1469

E-MAIL law@lobeckhanson.com
INTERNET www.lobeckhanson.com

CONDOMINIUM
COOPERATIVE AND
HOMEOWNERS
ASSOCIATIONS

CIVIL LITIGATION
PERSONAL INJURY
FAMILY LAW
LAND USE LAW
TRUSTS AND ESTATES

* FLA. BOARD CERTIFIED SPECIALIST IN CONDOMINIUM
AND PLANNED DEVELOPMENT LAW

January 13, 2022

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Oaks Bayside Homeowners Association, Inc.
Ref. Number: 769633
Response to Letter Number: 921A00030100

Dear Sir/Madam:

The enclosed Registered Agent Statement of Acceptance is in response to your December 14, 2021 letter requesting that the registered agent sign to accept the designation. Please proceed to file and return all correspondence concerning this matter to the following:

The Law Offices of Lobeck & Hanson, P.A.
Attn: Leah E. Ellington, Esq.
2033 Main Street, Suite 403
Sarasota, FL 34237

For further information concerning this matter, please contact:

Daniel J. Lobeck at (941) 955-5622.

Sincerely,

RECEIVED


Leah E. Ellington, Esq.

LEE/kk
Enclosure

2022 JAN 18 AM 8:06

Prepared by and return to:
Leah E. Ellington, Esquire
Lobeck & Hanson, P.A.
2033 Main Street, Suite 403
Sarasota, Florida 34237
(941) 955-5622 (Telephone)
(941) 951-1469 (Facsimile)

FILED
2021 JAN 18 AM 9:21
CLERK OF DISTRICT COURT
SARASOTA COUNTY, FLORIDA

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
OAKS BAYSIDE HOMEOWNERS ASSOCIATION, INC.

These are the Articles of Incorporation of OAKS BAYSIDE HOMEOWNERS ASSOCIATION, INC., a not-for-profit corporation under Chapter 617 of the Florida Statutes.

ARTICLE I. NAME

The name of this corporation shall be OAKS BAYSIDE HOMEOWNERS ASSOCIATION, INC. (herein "the Association").

ARTICLE II. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and place of business of the Association is 530 US Hwy 41 Bypass South, 18B, Venice, Florida 34285. The mailing address of the Association is 530 US Hwy 41 Bypass South, 18B, Venice, Florida 34285. The Association Board of Directors (herein "the Board") may change the location of the principal office and mailing address of the Association from time to time.

ARTICLE III. DURATION

The period of duration of the Association is perpetual.

ARTICLE IV. DEFINITIONS

All terms used herein which are defined in the Declaration of Covenants and Restrictions Oaks I Single Family, as amended from time to time (herein "the Declaration") shall be used herein with the same meanings as defined in the Declaration, unless otherwise defined herein.

ARTICLE V. PURPOSE

The general nature, objects and purposes of the Association are as follows:



A. To operate the community within that Property as shown on the Plat recorded in Plat Book 28, page 48, of the Public Records of Sarasota County, Florida.

B. To maintain and replace landscaping in any Common Area, including without limitation, parks, parkways, circles, walkways, streets and other Common Areas, structures, and other improvements in OAKS I Single Family.

C. To promulgate and enforce Rules and Regulations regarding the use of Common Areas not inconsistent with the OAKS Plat and Declaration.

D. To control the specifications, architecture, design, appearance, elevation and location of any landscaping around all buildings and improvements of any type, including walls, fences, swimming pools, antennas, sewers, drains; moorings, pilings, or other structures constructed, placed or permitted to remain in OAKS I Single Family as well as the alteration, improvement, additions or changes thereto.

E. To provide, or cause to be provided, controlled access, and such other services the responsibility for which has been or may be accepted by the Association.

F. To provide, purchase, acquire, replace, improve, maintain or repair such buildings, structures, aerating equipment, and other structures, landscaping, paving and equipment, both real and personal, related to the health, safety and welfare of the Members, as the Board in its discretion determines necessary, appropriate, or convenient.

G. To preserve the ecological integrity of the estuarine areas in the OAKS I Single Family development.

H. To operate a Florida corporation not for profit for the sole and exclusive benefit of its Members.

I. To perform all of the functions contemplated of the Association and undertaken by the Board in the Declaration.

ARTICLE VI. POWERS

The powers of the Association shall include and be governed by the following provisions, which powers, unless indicated herein or otherwise by the Declaration or Bylaws of the Association, may be exercised by the Board:

A. To hold funds solely and exclusively for the benefit of the Members for purposes set forth in these Articles of Incorporation.

B. To promulgate and enforce rules, regulations, Bylaws, covenants, restrictions and agreements to effectuate the purposes for which the Association is organized.

C. To delegate power or powers where such is deemed in the interest of the Association.

D. To purchase, lease, hold, sell, mortgage, grant, or accept easements or licenses or otherwise acquire or dispose of, real or personal property, except to the extent restricted hereby; to enter into, make, perform or carry out contracts of every kind with any person, firm, corporation, association or other entity; to do any and all acts necessary or expedient for carrying on any and all of the activities and pursuing any and all of the objects and purposes set forth in the Articles of Incorporation and not forbidden by the laws of the State of Florida.

E. To establish a budget and to fix Assessments to be levied against all Property located in OAKS I Single Family to defray expenses and the cost of effectuating the objects and purposes of the Association, and to create reasonable reserves for such expenditures, and to authorize the Board, in its discretion, to enter into agreements with mortgage companies and other organizations for the collection of such Assessments.

F. To charge recipients for services rendered by the Association and the user for use of Association Property when such is deemed appropriate by the Board.

G. To pay taxes and other charges, if any, on or against Property owned or accepted by the Association.

H. To have all powers conferred upon a corporation by the laws of the State of Florida, including common law and the Florida Statutes, as amended from time to time, and to have all of the powers necessary or desirable to perform the obligations and duties and to exercise the rights and powers set out in these Articles of Incorporation, the Bylaws and the Declaration, except as prohibited herein or in the Bylaws or the Declaration.

I. To collect Assessments and enforce collection thereof, including the placement of liens.

J. To hire attorneys, accountants, employees and agents to assist in the conduct of the business of this corporation.

ARTICLE VII. MEMBERSHIP AND VOTING RIGHTS

A. Members.

(1) The Members shall consist of Property Owners in OAKS I Single Family, the Property comprising OAKS I Single Family being described in Article VII, Section A(2) of these Articles of Incorporation, and all such Property Owners shall be Members of the Association.

(2) OAKS I Single Family consists of that certain real property situated in Sarasota County, Florida, described as follows:

All of that portion of the OAKS Plat, identified as OAKS I Single Family, according to the Plat thereof, as recorded in the Plat Book 28, Page 48, of the Public Records of Sarasota County, Florida.

B. Voting and Assessments.

(1) Subject to the restrictions and limitations hereinafter set forth, all Members shall be entitled to one (1) vote for each Homesite and one-half vote for each one-half or more of a Homesite which they own. When one or more persons holds such interest or interests in any Homesite, all such persons shall be Members, but the vote for such Homesite shall be pro-rata as to the interest held by each Owner, but in no event shall more than one vote be cast with respect to any Homesite. Except where otherwise required under the provisions of these Articles of Incorporation, the Declaration or by law, the affirmative vote of the Owners of a majority of Homesites represented at any meeting of the Members duly called and at which a quorum is present, shall be binding upon the Members.

(2) The Association will obtain funds with which to operate by Assessment of its Members in accordance with the provisions of the Declaration, as supplemented by the provisions of these Articles of Incorporation and Bylaws of the Association relating thereto.

ARTICLE VIII. BOARD OF DIRECTORS

The Association's business and affairs shall be conducted, managed, and controlled by the Board as provided in the Bylaws. The method of election and removal of Directors, filling of vacancies, qualifications, and the term of office of Directors shall be as set forth in the Bylaws.

ARTICLE IX. INDEMNIFICATION OF OFFICERS AND DIRECTORS

The Association indemnifies any Director or officer made a party to or threatened to be made a party to any threatened, pending, or completed action, suit, or proceedings:

A. Indemnity. The Association shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative, by reason of the fact that he or she is or was a Director, employee, officer, or agent of the Association. Such indemnification shall include indemnification against expenses (including, without limitation, reasonable attorneys' fees and appellate attorneys' fees), judgments, fines, and amounts paid in settlement, actually and reasonably incurred by the indemnified person in connection with such action, suit, or proceeding, if such person acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interest of the Association and, with respect to any criminal action or proceedings, such person had no reasonable cause to believe his or her conduct was unlawful. Notwithstanding the foregoing, no indemnification shall be made in respect of any claim, issue, or matter as to which such person shall have been adjudged to be liable for gross negligence or misfeasance or malfeasance in the performance of his or her duty to the Association, unless, and then only to the extent that, the court in which such action or suit was brought shall determine upon application that despite the adjudication of liability, in view of all of the circumstances of the case, such person is fairly and reasonably entitled to indemnification for such expenses as such court shall deem proper. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he or she reasonably believed to be in or not opposed to the best interest of the Association, and with respect to any criminal action or proceeding, had reasonable cause to believe that his or her conduct was unlawful.

B. Approval. Any indemnification under paragraph A above (unless ordered by a court) shall be made by the Association only as authorized in the specific case upon a determination that indemnification is proper under the circumstances because the person requesting indemnification has met the applicable standard of conduct set forth in paragraph A above. Such determination shall be made (i) by majority vote of the Members of the Board who were not parties to such action, suit, or proceeding, if sufficient to constitute a quorum, or (ii) if a quorum of the Board is not obtainable, or, even if obtainable, if a quorum of disinterested Directors so directs, in a written opinion rendered by independent legal counsel engaged by the Association, or (iii) by a majority vote of the voting interests of the membership of the Association.

C. Advances. Expenses incurred in defending a civil or criminal action, suit, or proceeding may be paid by the Association in advance of the final disposition of such action, suit, or proceeding as authorized by the Board in any specific case upon receipt of a written agreement by or on behalf of the affected Director, officer, employee, or agent to repay such amount if it is ultimately determined that he or she is not entitled to be indemnified by the Association as authorized in this Article.

D. Miscellaneous. The indemnification provided by this Article shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled by law, under the Bylaws, or pursuant to any agreement, vote of Members, or otherwise, and shall

continue as to a person who has ceased to be a Director, officer, employee, or agent and shall inure to the benefit of the heirs and personal representatives of such person.

E. Insurance. The Association shall have the power to purchase and maintain insurance on behalf of any person who is or was a Director, officer, employee, or agent of the Association, including, without limitation, as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against any liability asserted against him or her and incurred by him or her in any such capacity, or arising out of his or her status as such, whether or not the Association would have the power to indemnify him or her against such liability under the provisions of this Article.

ARTICLE X. REGISTERED AGENT

The street address of the registered office of this corporation is 2033 Main Street, Suite 403, Sarasota, FL 34237 and the name of the registered agent of this corporation at that address is The Law Offices of Lobeck & Hanson, P.A. c/o Daniel J. Lobeck. The Board may change the Association's registered office and registered agent from time to time as permitted by law.

ARTICLE XI. BYLAWS

The Association Bylaws may be amended in the manner provided by the Bylaws.

ARTICLE XII. AMENDMENTS

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

A. Proposal. A proposal for an amendment to these Articles of Incorporation may be made by the Board at any meeting of the Board. A proposal may also be made by the written request of not less than twenty-five percent (25%) of the voting Members of the Association. In the event that a proposal for an amendment is made, it shall be considered at the next regularly scheduled meeting of the Members.

B. Notice. Notice of the subject matter of a proposed amendment shall be included in the notice of a meeting at which a proposed amendment is to be considered and the text of the proposed amendment shall be included with the notice.

C. Approval. Except as elsewhere provided, the approval of a resolution for the adoption of a proposed amendment to these Articles of Incorporation shall require the affirmative vote of not less than a majority of the total voting interests of the Association, either at a duly noticed membership meeting or by written consent.

D. Limitation. No amendment shall make any changes in the qualifications for membership or in the voting rights or Property rights of Members, without approval in writing by all Members. No amendment shall be made that is in conflict with the Declaration.

E. Recording. A copy of each amendment shall be filed with the Secretary of State pursuant to the provisions of the applicable Florida Statutes and recorded in the Public Records of Sarasota County, Florida.

ARTICLE XIII. TRANSACTIONS IN WHICH DIRECTORS OR OFFICERS ARE INTERESTED

No contract or transaction between the Association and one or more of its Directors or officers, or between the Association and any other corporation, partnership, association, or other organization in which one or more of its Directors or officers are directors or officers, or have a financial interest, shall be invalid, void or voidable solely for this reason, or solely because the Director or officer is present at or has disclosed the nature of the conflict in full, such disclosure is recorded in the minutes of the meeting, and such Director or officer does not further participate in the meeting, but a Director or officer may not be employed by the Association.

ARTICLE XIV. DISSOLUTION OF THE ASSOCIATION

A. Upon dissolution of the Association, all of its assets remaining after provision for creditors and payment of all costs and expenses of such dissolution shall be distributed in the following manner:

(1) Dedication to any applicable municipal or other governmental authority of any Property determined by the Board to be appropriate for such and which the authority is willing to accept.

(2) Remaining assets shall be distributed among the Members, as tenants in common, with each Member's share of the assets to be determined in accordance with his or her voting rights.

B. Upon expiration of the term of the Declaration, the Association may be dissolved as provided by applicable statutes of the State of Florida.

Prepared by and Return to:
Leah E. Ellington, Esquire
Lobeck & Hanson, P.A.
2033 Main Street, Suite 403
Sarasota, Florida 34237
(941) 955-5622 (Telephone)
(941) 951-1469 (Facsimile)

CERTIFICATE OF AMENDMENT

AMENDED AND RESTATED ARTICLES OF INCORPORATION

OAKS BAYSIDE HOMEOWNERS ASSOCIATION, INC.

We hereby certify that the attached Amended and Restated Articles of Incorporation was approved and adopted by the affirmative written consent of at least two-thirds (2/3rd) of all members of the Association, after receiving a four-fifths (4/5th) affirmative vote of the Board of Directors of the Association, which is sufficient for adoption under Article X of the Articles of Incorporation.

DATED this 14th day of October, 2021.

Signed, sealed and delivered
in the presence of:

Sign: Hope Root

Print: Hope Root

Sign: A Coombe

Print: Amber Coombe

Signed, sealed and delivered
in the presence of:

Sign: Hope Root

Print: Hope Root

Sign: A Coombe

Print: Amber Coombe

OAKS BAYSIDE HOMEOWNERS
ASSOCIATION, INC.

By: Linda Haas
Linda Haas, President

Attest: Wendy La Hood
Wendy La Hood, Secretary

(Corporate Seal)

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 14th day of October, 2021, by Linda Haas, as President of Oaks Bayside Homeowners Association, Inc., a Florida corporation, on behalf of the corporation. She is personally known to me or has produced _____ as identification.

NOTARY PUBLIC

Sign: _____

Print: _____

State of Florida at Large (Seal)

My Commission expires: _____



LISA M. HOWELL
MY COMMISSION # HH145290
EXPIRES: June 24, 2025

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 14th day of October, 2021, by ~~Ric Coffey~~, as Secretary of Oaks Bayside Homeowners Association, Inc., a Florida corporation, on behalf of the corporation. He is personally known to me or has produced _____ as identification.

NOTARY PUBLIC

Sign: _____

Print: _____

State of Florida at Large (Seal)

My Commission expires: _____



LISA M. HOWELL
MY COMMISSION # HH145290
EXPIRES: June 24, 2025

REGISTERED AGENT STATEMENT OF ACCEPTANCE

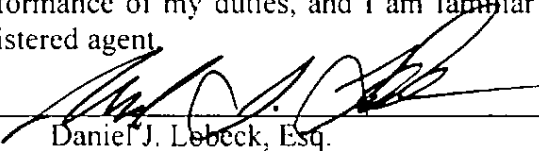
Oaks Bayside Homeowners Association, Inc.

Date of Incorporation/qualification: 07/29/1983

Florida Document No. 769633

FEI Number 59-2379826

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.



Daniel J. Lobeck, Esq.

The Law Offices of Lobeck & Hanson, P.A.

2033 Main Street, Suite 403

Sarasota, FL 34237

1/13/22
Date