

769890

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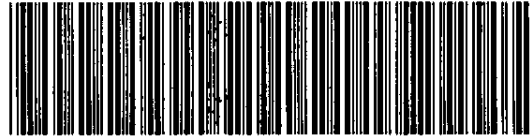
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16 MAY 17 PM 2:42

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amended & Restated.

MAY 18 2016

D CUSHING

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Dune Walk By The Ocean Condominium Association, Inc.

DOCUMENT NUMBER: 769890

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

Please return all correspondence concerning this matter to the following:

J. Henry Cartwright, Esq.
(Name of Contact Person)

Fox Wackeen et al
(Firm/ Company)

3473 SE Willoughby Blvd
(Address)

Stuart Florida 34994
(City/ State and Zip Code)

lindsey@foxwackeen.com; hcartwright@foxwackeen.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

J. Henry Cartwright, Esq. at 772 287-4444
(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:

- \$35 Filing Fee
- \$43.75 Filing Fee & Certificate of Status
- \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)
- \$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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TALLAHASSEE, FLORIDA

**FOX, WACKEEN, DUNGEY, BEARD, BUSH, GOLDMAN
WATERS, ROBISON, van VONNO & McCLUSKEY, L.L.P.**

M. LANNING FOX
Board Certified Real Estate Lawyer
ROBERT A. GOLDMAN
MICHAEL J. McCLUSKEY
Board Certified Business Litigation Lawyer
RAYMOND G. ROBISON
Master of Laws in Taxation
FREDERIK W. van VONNO
Board Certified City, County &
Local Government Lawyer
JENNIFER ALCORTA WATERS

The Tower Building at Willoughby Commons
3473 SE Willoughby Boulevard
P. O. Drawer 6
Stuart, Florida 34995-0006
Jupiter Location (Limited Services Available)
Telephone:
(772) 287-4444 * (561) 744-6499
Fax:
Real Estate Transactions: (772) 283-4637
All Other Matters: (772) 220-1489
www.foxwackeen.com

J. HENRY CARTWRIGHT
ANTHONY D. GEORGE, JR.

PHILIP W. GROSDIDIER

Of Counsel:
DEBORAH B. BEARD
Certified Family Law Mediator; Board
Certified Marital & Family Lawyer (2001-2011)
GEORGE W. BUSH, JR.
Board Certified Business Litigation Lawyer

May 3, 2016

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: Dune Walk By the Ocean Condominium Association, Inc.
Ref. Number W16000030875

Dear Sir or Madam:

In response to the enclosed April 26th letter, please find enclosed the Articles of Amendment for Dune Walk By the Ocean Condominium Association, Inc. and a check for the filing fee. While your office had indicated that I should request a refund for the difference, as a matter of caution, we are enclosing an additional check for \$52.50 in the event it would be easier to just void the prior payment.

Thank you and should you require anything further, please feel free to contact me.

Sincerely,


J. HENRY CARTWRIGHT, ESQ.

/jhw

Encl.

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
**DUNE WALK BY THE OCEAN
CONDOMINIUM ASSOCIATION, INC.**

FILED
16 MAY 17 PM 2:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned by these Articles associate themselves for the purpose of forming a corporation not for profit, under the Statutes of the State of Florida and certify as follows:

**ARTICLE 1
NAME**

The name of the corporation shall be Dune Walk by the Ocean Condominium Association, Inc. For convenience, the corporation will be referred to in this instrument as the Association.

**ARTICLE 2
PURPOSE**

2.1. The purpose for which the Association is organized is to provide an entity pursuant to the Condominium Act, which is Chapter 718, Florida Statutes, 1981, for the operation of Dune Walk by the Ocean Condominium Association, Inc., located upon lands lying and being on Hutchinson Island, in St. Lucie County, Florida, and more particularly described by Section 3 of that certain Declaration of Condominium for Dune Walk by the Ocean Condominium Association, Inc..

2.2. The Association will make no distributions of income to its members, directors or officers.

**ARTICLE 3
POWERS**

The powers of the Association will include and be governed by the following provisions.

3.1. The Association will have all of the common law and statutory powers of a corporation not for profit that are not in conflict with the terms of these Articles.

3.2. The Association will have all of the powers and duties set forth in the Condominium Act, and those set forth in these Articles, the By-Laws and the Declarations of

Condominium for the Condominiums operated by the Association if not inconsistent with the Condominium Act; and it will have all of the powers and duties reasonably necessary to operate said condominiums pursuant to their separate Declarations of Condominium, as they may be amended from time to time, including but not limited to the following:

- (a) To make and collect assessments against members to defray the costs, expenses and losses of the separate condominium.
- (b) To use the proceeds of assessments in the exercise of its powers and duties.
- (c) To buy or lease both real and personal property for condominium use, and to sell or otherwise dispose of property so acquired.
- (d) To maintain, repair, replace and operate the condominium properties.
- (e) To purchase insurance for the condominium properties; and insurance for the protection of the Association and its members as condominium unit owners.
- (f) To reconstruct improvements after casualty and to further improve the condominium properties.
- (g) To make and amend reasonable regulations respecting the use of the condominium properties.
- (h) To approve or disapprove the transfer, mortgage and ownership of condominium units as may be provided by the separate Declarations of Condominium and the Bylaws of the Association.
- (i) To endorse by legal means the provisions of the Condominium Act, the separate Declarations of Condominium, these Articles, the Bylaws of the Association and the Regulations for the use of the condominium properties.
- (j) To contract with any person or entity for the operation, maintenance and repair of the condominium property. The Association shall, however, retain at all times the powers and duties granted it by the Condominium Act.
- (k) To contract for the management or operation of such portions of the common elements of the condominiums as are susceptible to separate management and operation, and to grant leases of those portions for this purpose.
- (l) To enter into leases, as Lessee.

(m) To employ personnel to perform the services required for the proper management and operation of the condominiums.

3.3. All funds, except such portions thereof as are expended for the common expenses of the condominium, and the titles of all properties will be held in trust for the members of the Association, in accordance with their respective interests under the separate Declarations of Condominium, and in accordance with the provisions of these Articles of Incorporation and the Bylaws of the Association.

3.4. The powers of the Association will be subject to and will be exercised and in accordance with the provisions of the separate Declarations of Condominium and the Bylaws of the Association.

ARTICLE 4 MEMBERS

4.1. The members of the Association will consist of all of the record owners of the condominium units in the condominiums, said condominium units being apartments of various types; and after termination of any condominium will consist of those who were members of the terminated condominium at the time of such termination, their successors and assigns, and of the record owners of condominium units in the remaining condominiums. Any unit owned by an entity which is not a natural person shall designate (in writing) the single family, and the natural persons comprising said single family, who for all purposes shall be the sole residents and occupants of the unit. Said designees shall be jointly and severally liable with the titled unit owner for all obligations and shall sign and consent to same on the written designation. Multiple or concurrent designations per unit in a single year shall not be permitted and are void. Said designations do not however make the designee a member. For purposes of this section, the entity is considered the member.

4.2. After receiving approval of the Association, change of membership will be established by recording in the public records of St. Lucie County, Florida, a deed or other instrument establishing a record title to a condominium unit and by the delivery to the Association of a copy of such instrument. The owner designated by such instrument thus becomes a member of the Association and the membership of the prior owner is terminated.

4.3. The share of a member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner except as an appurtenance to his condominium unit.

4.4. The owner of each condominium 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 and the manner of exercising voting rights shall be determined by the Bylaws of the Association. Any unit owned by

an entity which is not a natural person shall designate (in writing) the natural person who shall serve as the voting member from amongst the designated adults who are members of the single family residing in and occupying the unit in accordance with the Declarations and Section 4.1, above (i.e. the head of household required by the Declaration of Condominium and Bylaws). Multiple or concurrent designations in a single year shall not be permitted and are void absent a change in title to the unit.

ARTICLE 5 DIRECTORS

5.1. The affairs of the Association will be managed by a Board consisting of the number of Directors determined by the Bylaws of the Association, but not less than three (3) Directors; and in the absence of such determination shall consist of three (3) Directors. Directors must be members of the Association, spouses of members, or trustees of living or revocable trusts holding title to an apartment unit. Only one (1) member per unit may serve on the Board at any one time.

5.2. All of the duties and powers of the association existing under the Condominium Act, Declaration of Condominium, these Articles and Bylaws shall be exercised exclusively by the Board of Directors, its agents, contractors or employees, subject only to approval by unit owners when that is specifically required.

5.3. Directors of the Association will be elected at the annual meeting of the members in the manner determined by the Bylaws of the Association. Directors may be removed and vacancies on the Board of Directors will be filled in the manner provided by the Bylaws of the Association.

ARTICLE 6 OFFICERS

The affairs of the Association will be administered by the officers designated in the Bylaws of the Association. Said officers will be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Association and will serve at the pleasure of the Board of Directors.

ARTICLE 7 INDEMNIFICATION

Every director and every officer of the Association will be indemnified by the Association against all expenses and liabilities including counsel 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 of the Association, whether or not he is a director or officer at the time such expenses are incurred, except when the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties. Provided that in the event of a settlement the indemnification will apply only when the Board of Directors approves such settlement and reimbursement as being for the best interests of the Association. The foregoing right of indemnification will be in addition to and not exclusive of all other rights to which such director or officer may be entitled.

ARTICLE 8 BYLAWS

The first Bylaws of the Association will be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by said Bylaws.

ARTICLE 9 AMENDMENTS

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

9.1. Notice of the subject matter of a proposed amendment will be included in the notice of any meeting at which a proposed amendment is considered.

9.2. A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by the members of the Association. Directors and members not present in person or by proxy at the meeting considering the amendment may express their approval in writing, providing such approval is delivered to the secretary at or prior to the meeting.

(a) Such approvals must be by not less than 75% of the entire membership of the Board of Directors and by not less than 51% of the votes of the entire membership of the Association; Or

(b) By not less than 60% of the votes of the entire membership of the Association.

9.3. Provided, however, that no amendment shall make any changes in the qualifications for membership nor the voting rights of members, without approval in writing by all members and the joinder of all record owners of mortgages upon the condominiums. No amendment shall be made that is in conflict with the Condominium Act or the Declarations of Condominium.

IN WITNESS WHEREOF, the Association, by its duly authorized representatives have executed these Articles of Incorporation the 31st day of March, 2016.

(Corporate Seal)

SECRETARY OF STATE
16 MAY 17 PM 2:42
FILED
TALLAHASSEE, FL

DUNE WALK BY THE OCEAN
CONDOMINIUM ASSOCIATION, INC.

Sheila Hetzel
Name of Witness:

By: Susan McIntyre
Susan McIntyre
Its: PRESIDENT

Randy Hunt
Name of Witness:

By: Francis J. Macner
Francis J. Macner
Its: SECRETARY

Sheila Hetzel
Name of Witness:

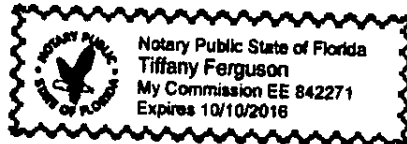
Randy Hunt
Name of Witness:

STATE OF FLORIDA
COUNTY: St. Lucie

The foregoing instrument was acknowledged before me this 31 day of March, 2016 by Susan M^cIntyre as PRESIDENT, of DUNE WALK BY THE OCEAN CONDOMINIUM ASSOCIATION, INC., who is personally known to me.

Tiffany L. Ferguson
Tiffany L. Ferguson
Notary Public, State of Florida

My commission expires:
10/10/2016

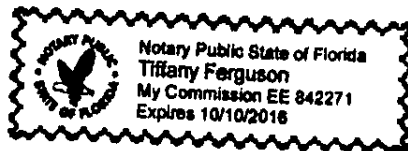


STATE OF FLORIDA
COUNTY: St. Lucie

The foregoing instrument was acknowledged before me this 31 day of March, 2016 by Francis J. Macner as SECRETARY, of DUNE WALK BY THE OCEAN CONDOMINIUM ASSOCIATION, INC., who is personally known to me.

Tiffany L. Ferguson
Tiffany L. Ferguson
Notary Public, State of Florida

My commission expires:
10/10/2016



March 12, 2016

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

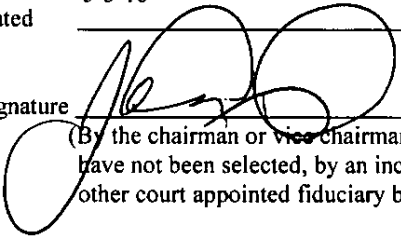
Effective date if applicable: N/A
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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 5-3-16

Signature  _____
 (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)

J. Henry Cartwright

(Typed or printed name of person signing)

Attorney-Agent

(Title of person signing)

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 TALLAHASSEE, FLORIDA