

770865

(Requestor's Name)

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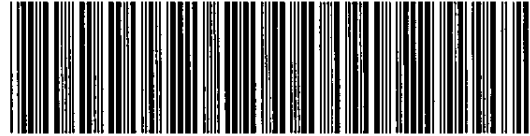
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FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 16, 2015

MATT SAWYER****2ND MAILING****
WETHERINGTON & HAMILTON, P.A.
POST OFFICE BOX 172727
TAMPA, FL 33672-0727

SUBJECT: POINT BRITTANY ADMINISTRATIVE CORPORATION, INC.
Ref. Number: 770865

We have received your document and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

If you have any questions concerning the filing of your document, please call (850) 245-6838.

Cheryl R McNair
Regulatory Specialist II

Letter Number: 715A00011023

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15 JUN 29 PM 6:49
TALLAHASSEE, FLORIDA



1010 North Florida Avenue | Tampa, FL 33602 | Phone: (813) 225-1918 | Fax: (813) 225-2531

Wednesday, June 24, 2015

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

Name of Corporation: Point Brittany Administrative Corporation, Inc.
Document Number:
File: 6624-1404.1

To Whom It May Concern:

The enclosed Articles of Amendment are being resent to your office for recording. The original letter that was sent to your office contained a check in the amount of \$35.00 to cover your fee for this service as well as a self-addressed stamped envelope so you could return the recorded document to my office. Please use both the check and self-addressed stamped envelope to execute the corrected document.

If you have any questions regarding this matter, please don't hesitate to contact me.

Sincerely,

A handwritten signature in black ink, appearing to read 'Matt Sawyer', written over a horizontal line.

Matt Sawyer, Legal Assistant
Extension 120
Wetherington Hamilton, P.A.

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TALLAHASSEE, FLORIDA

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15 JUN 29 PM 1:29
TALLAHASSEE, FLORIDA

CERTIFICATE OF AMENDMENT TO THE
AMENDED AND RESTATED
ARTICLES OF INCORPORATION OF THE
POINT BRITTANY ADMINISTRATIVE CORPORATION, INC.

FILED
15 JUN 29 PM 6:49
TALLAHASSEE, FLORIDA

WE HEREBY CERTIFY THAT the attached amendments to the Amended and Restated Articles of Incorporation of the Point Brittany Administrative Corporation, Inc., Document Number 770865, were duly adopted by approval of the Directors of the Corporation representing a majority of the total Units in the Point Brittany Complex, as provided in the Association Articles of Incorporation, at a meeting held March 18, 2015.

IN WITNESS WHEREOF, we have affixed our hands this 22 day of June, 2015.

WITNESSES

POINT BRITTANY ADMINISTRATIVE
CORPORATION, INC.

Sign Katie Micholick
Print name: Katie Micholick

BY: Ellen Hirsch de Haan
ELLEN HIRSCH DE HAAN, ESQ., attorney and
agent for Point Brittany Administrative Corporation,
Inc.

Sign Jennifer L. McClure
Print name: Jennifer L. McClure

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 22 day of June, 2015, by Ellen Hirsch de Haan, Esq., as attorney and agent for Point Brittany Administrative Corporation, Inc., a Florida corporation not for profit, on behalf of the corporation. She is personally know to me or has produced _____ as identification.

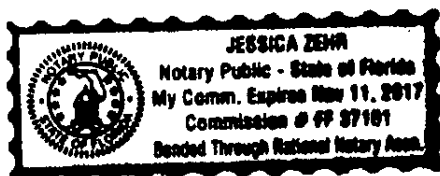
NOTARY PUBLIC:

SIGN: [Signature]

PRINT: _____

State of Florida at Large

My commission expires:



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CLERK OF DISTRICT COURT
ST. PETERSBURG, FLORIDA

**AMENDED AND RESTATED ARTICLES OF INCORPORATION OF
POINT BRITTANY ADMINISTRATIVE CORPORATION, INC.**

1. Name and Place of Business The name of the corporation ~~shall be~~ is POINT BRITTANY ADMINISTRATIVE CORPORATION, INC. The corporation is hereafter referred to as "PBAC". The place of business is 5055 Brittany Drive South, St. Petersburg, Florida 33715.
2. Organization PBAC is organized as a corporation not for profit under the provisions of Chapter 617, Florida Statutes. ~~PBAC came into existence on the date of filing the original Articles of Incorporation with the Florida Secretary of State, which date is was incorporated on the 25th day of October 1983, under charter number 770865, and the existence of PBAC shall continue and be perpetual.~~
3. Definitions The terms used herein shall have the meanings as follows:
 - 3.1 Condominium Act Condominium Act means Florida Statutes Chapter 718, as amended from time to time.
 - 3.2 Condominium, unit, common elements and declaration The terms condominium, unit, common elements and declaration shall have the meanings as set out and used in the Condominium Act.
 - 3.3 Point Brittany Condominiums "Point Brittany Condominiums" ~~means~~ refers to the following six condominiums, each comprising the number of units indicated, together with their common elements:

Bayway Isles-Point Brittany One, 44 units
Bayway Isles-Point Brittany Two, 78 units
Bayway Isles-Point Brittany Three, 79 units
Bayway Isles-Point Brittany Four, 178 units
Bayway Isles-Point Brittany Five, 134 units
Bayway Isles-Point Brittany Six, 228 units

comprising a total of 741 units and all of their common elements.
 - 3.4 Condominium and Condominiums "Condominium" ~~means~~ refers to any of the six Point Brittany Condominiums; and "Condominiums" ~~means~~ refers to all six Point Brittany Condominiums, collectively.
 - 3.5 Point Brittany Associations "Point Brittany Associations" ~~means~~ refers to the not for profit Florida corporations ~~incorporated by which operate and maintain~~

the Point Brittany Condominiums to provide entities for the operation of their respective condominiums and are pursuant to Chapter 718, Florida Statutes, as follows:

Bayway Isles-Point Brittany One Condominium Corporation, Inc.
5020 Brittany Drive South, St. Petersburg, Florida 33715
Bayway Isles-Point Brittany Two Condominium Corporation, Inc.
5108 Brittany Drive South, St. Petersburg, Florida 33715
Bayway Isles-Point Brittany Three Corporation, Inc.
5130 Brittany Drive South, St. Petersburg, Florida 33715
Bayway Isles-Point Brittany Four Condominium Corporation, Inc.
5200 Brittany Drive South, St. Petersburg, Florida 33715
Bayway Isles-Point Brittany Five Corporation, Inc.
5220 Brittany Drive South, St. Petersburg, Florida 33715
Bayway Isles-Point Brittany Six Condominium, Inc.
4900 Brittany Drive South, St. Petersburg, Florida 33715

- 3.6 Association and Associations "Association" means refers to any of the six Point Brittany Associations and "Associations" means refers to all six Point Brittany Associations, collectively.
- 3.7 Unit "Unit" means refers to a dwelling unit in one of the Point Brittany Condominiums.
- 3.8 Unit Owner "Unit Owner" means the owner refers to any record title holder of a Unit in one of the Brittany Condominiums as recorded on title in the public—records of Pinellas County, Florida.
- 3.9 Declaration "Declaration" means refers to the declaration of condominium of one of the Point Brittany Condominiums.
- 3.10 Community Facilities "Community Facilities" means refers to all the real and personal property owned jointly and in common by the six Point Brittany Condominiums, and as more fully described in the Declarations of the Point Brittany Condominiums, and, without limiting the foregoing, includes which are operated and maintained by PBAC. These include, but are not limited to, the following:
1. Recreational facilities: clubhouse and clubhouse grounds, clubhouse pool and deck, and other facilities such as tennis courts, shuffleboard courts , putting greens, picnic areas, docks and fishing piers and boat slips;
 2. Security facilities: gate houses, security walls, patrol vehicles, communications system, and related properties and chattels;

3. Ancillary buildings: the Bayway building, management office, professional building, store, warehouse and warehouse area;
4. Roads and driveways including gutters and curbs, parking lots, walkways, seawall, common area lighting, grounds, landscaping, and utilities;
5. All other properties, improvements and assets located or constructed in the Point Brittany Complex not ~~owned by part of~~ one or more of the Point Brittany Condominiums or owned by any of the respective Point Brittany Associations; together with all improvements and changes thereto.

3.11 Limited Community Facilities Limited Community Facilities means any portion of the Community Facilities reserved for the exclusive use of a particular Unit Owner.

3.12 Point Brittany Complex Point Brittany Complex means all the properties, improvements and assets of the Point Brittany Condominiums and the Point Brittany Associations, plus the Community Facilities.

4. Purposes The purposes for which PBAC is created and organized are as follows:

4.1 To manage, administer, maintain, repair, replace, and operate the Community Facilities;

4.2 To provide services to the Point Brittany Associations for the management, administration, maintenance and operation of the properties of the respective Point Brittany Condominiums, such services to be agreed upon between PBAC and the respective Point Brittany Associations from time to time;

4.3 To ~~represent~~ act on behalf of the Point Brittany Associations with regard to matters of common interest and concern;

4.4 To conduct such other and further business that is for the benefit of the Point Brittany Complex or for the benefit of one or more of the Point Brittany Condominiums or Associations, provided that the conduct of such business is not in conflict with the Declarations of the Point Brittany Condominiums at the time of incorporation of PBAC.

5. Powers

5.1 Common law and statutory powers PBAC shall have all of the common law and statutory powers of a corporation not for profit not in conflict with the Declarations of the Point Brittany Condominiums ~~at the time of incorporation of PBAC as amended~~ from time to time; or with the provisions of Chapters 617 and 718, Florida Statutes.

5.2 Necessary and Ancillary Powers PBAC shall have the power, either directly or indirectly, either alone or in conjunction with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, suitable, desirable, or proper for the furtherance, accomplishment, or attainment of any or all of the purposes for which PBAC is created and organized.

5.3 Acquisition of Property and Borrowing Without limiting the foregoing PBAC shall have the power, in the furtherance, accomplishment, or attainment of any or all the purposes for which PBAC was created and organized, to acquire real and personal property and interests therein by purchase, lease, license, or otherwise, and to borrow funds from banks or other financial institutions to finance such purchases, or to meet PBAC's costs and expenses.

5.4 Assess PBAC shall have the power to promulgate and adopt an annual budget, and assess the Point Brittany Associations in amounts sufficient to defray all its costs and expenses. The shares of such assessments attributable to the Associations are set out in Section 7 below.

5.5 Lease PBAC shall have the power to lease, let and demise any part or parts of the Community Facilities as determined by the board of Directors to lessees on terms and conditions determined by the Board of Directors.

5.6 Alterations and improvements of Community Facilities. PBAC shall have the power to make alterations and improvements of Community Facilities and Limited Community Facilities, by approval of a majority of the Board of Directors, as set forth herein.

5.7 Assign Limited Community Facilities PBAC shall have the power to assign any part or parts of the Limited Community Facilities as determined by the Board of Directors to the exclusive use of Unit Owners, by lease or otherwise, and to charge for such use, and on such terms and conditions determined by the board of Directors.

6. Members The members of PBAC are the six Point Brittany Associations set out in Subsection 3.5.

7. Members' Share of PBAC Costs

7.1 The costs and expenses of PBAC shall be ~~defrayed~~ paid by the Point Brittany Associations. The share of each Association shall be the proportion of the number of Units in existence ~~from time to time pertaining to~~ the Condominium of that Association to the total number of Units in existence in the entire Point Brittany Complex.

7.2 The ~~currently existing~~ number of Units is shown in Subsection 3.3 and based on those numbers of Units the Associations' percentage shares of PBAC costs and expenses are set out below:

Point Brittany Association	Percentage Share
One	5.94%
Two	10.53%
Three	10.66%
Four	24.02%
Five	18.08%
Six	30.77%
Total	100.00%

7.3 The above shares of PBAC costs and expenses ~~is contingent on~~ refer to the services provided to each Association ~~entering into~~ pursuant to a reasonably standard and uniform Management Agreement with PBAC. If an Association requires services beyond those in the above referenced Management Agreement, it will be required to ~~defray~~ pay the costs of such additional services. The form of said Management Agreement shall be set out in the Rules and Regulations enacted pursuant to the By-laws of PBAC.

7.4 The Associations agree and covenant to ~~defray~~ pay PBAC'S costs and expenses pursuant to the provisions of this Section 7 and to pay their shares of such costs and expenses in the manner and on the dates set out in the By-laws and the Rules and Regulations.

8. Board of Directors and Voting

8.1 Board of Directors The affairs of PBAC shall be managed and administered by a board of twelve directors, comprised of two delegates from each Point Brittany Association. The said board of directors is hereafter called the "Board" or "Board of Directors" and a director is hereafter called a "Director" or "Delegate". Eligibility requirements for being a Delegate shall be set forth in the By-laws. A quorum shall require the presence of at least eight (8) Delegates representing at least four (4) Associations, and the PBAC President. The PBAC President shall preside over meetings of the Board of Directors.

8.2 Number of Votes Each Association shall be entitled to a number of votes which are the number of Units in existence in the Condominium pertaining to that Association. If the two Delegates from an Association vote together each Delegate shall vote one half of the total votes to which that Association is entitled. If the two Delegates from an Association do not agree, their votes shall not be counted for or against a proposed action but instead their vote will be deemed an abstention. If only one

Delegate of an Association attends a Board meeting he shall be entitled to vote all the votes to which that Association is entitled.

8.3 Voting A proposed action coming before the Board shall be carried and shall be deemed carried upon receiving a majority of the total units represented in the PBAC vote in favor thereof representing at least four (4) Associations.

8.4 Validity of Board Actions Notwithstanding any other provision, Delegates attending a meeting of the Board shall be deemed to be authorized by their respective Associations to act on behalf of such Associations, provided that they have met the eligibility requirements set out in the PBAC By-Laws; unless the PBAC President has received notice in writing from an Association, prior to the start of a meeting, recalling as Delegate the person or persons in attendance at the meeting. The validity of any action by the Board shall not be affected by a notice of recall received after the Board meeting. The form of the required notice shall be set out in the By-laws. Notices of recall may not be presented or accepted during a Board meeting.

9. Officers

9.1 The Officers of PBAC shall be a President, Vice President, Treasurer and Secretary. No person may hold two offices of PBAC at the same time.

9.2 The President and Vice President shall be elected at large by the Unit owners of the Point Brittany Condominiums by direct ballot. The Treasurer and Secretary shall be elected by the Board of Directors. The By-laws shall set out the qualifications for officers, the procedures for the election of officers and their powers and duties.

10. By-laws

The By-laws of PBAC shall be adopted and amended by the Board of Directors ~~in the same manner as other actions of the Board~~ as set forth below.

11. Indemnification

Every Director of PBAC, every Officer of PBAC, and every PBAC committee member, shall be indemnified by PBAC against all expenses and liabilities, including attorneys' and other professionals' fees and costs reasonably incurred by or imposed upon him in connection with any proceeding or the settlement of any proceeding to which he may be a party, or in which he may become involved, by reason of being or having been a Director, Officer or Committee member of PBAC at the time the events giving rise to the proceedings occurred or such expenses are or were incurred or imposed, except in those cases wherein the Director, Officer or Committee member is adjudged guilty of willful

misfeasance or malfeasance in the performance of his duties. This indemnification shall cover non-litigation representation as well as pre-litigation negotiations, mediation, or arbitration. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which such Director or Officer may be entitled. PBAC shall purchase sufficient directors and officers liability insurance to cover the above indemnification.

12. Registered Office and Agent

The Board of Directors ~~may~~ shall appoint a registered agent from time to time. The registered office of PBAC and the office of such registered agent shall be located at 5055 Brittany Drive South, St. Petersburg, Florida 33715.

13. Amendment

An amendment to these Articles of Incorporation or the Association By-Laws shall first be enacted by the Board of Directors and then approved by the boards of directors of at least four Point Brittany Associations representing a majority of total Units in the Point Brittany Complex.

14. Subscribers

The subscribers to these amended and restated Articles of Incorporation are the six Point Brittany Associations as set out in Subsection 3.3.

15. Interpretation

15.1 Severability The invalidity in whole or in part of any covenant, restriction, subsection, paragraph, sentence, clause, phrase or word or other provision of these amended and restated Articles of Incorporation shall not affect the remaining portions thereof.

15.2 Singular, Plural, Gender Whenever the context so permits or requires the use of the singular shall be deemed to include the plural and the plural the singular, and the use of any gender shall be deemed to include all genders.

15.3 Headings and Table of Contents Headings and the Table of Contents are inserted for the sake of convenience and shall not affect the meaning of the provisions there under.

PLEASE NOTE: ADDITIONS INDICATED BY UNDERLINING; DELETIONS INDICATED BY ~~STRIKE-THROUGHS~~; UNAFFECTED TEXT INDICATED BY "..."