

ND0202

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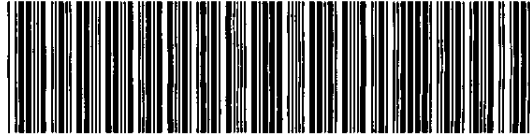
(Business Entity Name)

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: POWERBOAT SQUADRON MARINA ASSOCIATION, INC.

DOCUMENT NUMBER: N00202

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

Please return all correspondence concerning this matter to the following:

S. Kyla Thomson, Esq.

(Name of Contact Person)

Goede, Adamczyk & DeBoeast, PLLC

(Firm/ Company)

8950 Fontana Del Sol Way, Suite 100

(Address)

Naples, Florida 34109

(City/ State and Zip Code)

kthomson@GAD-law.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

S. Kyla Thomson, Esq.

(Name of Contact Person)

at (239) 687-3936

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

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

Articles of Amendment
to
Articles of Incorporation
of

FILED

15 JAN 26 PM 2:23

POWERBOAT SQUADRON MARINA ASSOCIATION, INC. JALLAMAGUEL, FLORIDA

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

N00202

(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:

n/a

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:

n/a

(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:

n/a

(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: n/a

(Florida street address)

New Registered Office Address:

(City)

, Florida

(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

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	_____	<u>n/a</u>	_____
<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	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
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	_____	_____	_____

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

Please see attached Certificate of Amendment pertaining to
amended Article IX, Section 2 of the Articles of Incorporation of
POWERBOAT SQUADRON MARINA ASSOCIATION, INC. (for reference only)

The date of each amendment(s) adoption: December 15, 2014, if other than the date this document was signed.

Effective date if applicable: December 15, 2014
(no more than 90 days after amendment file date)

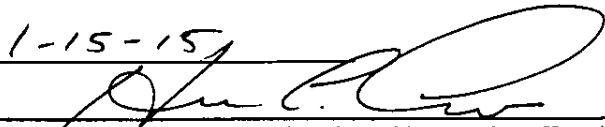
Adoption of Amendment(s) (CHECK ONE)

- ☒ 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

1-15-15

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)

HOWARD E. LUBOW

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)

Prepared by:
S. Kyla Thomson, Esq.
Goede, Adamczyk & DeBoest, PLLC
8950 Fontana Del Sol Way, 1st Floor
Naples, Florida 34109
239-331-5100

CERTIFICATE OF AMENDMENT

I HEREBY CERTIFY that the following amendment to the Declaration of Condominium for Powerboat Squadron Marina, the Articles of Incorporation for the Powerboat Squadron Marina Association, Inc., and the Bylaws for Powerboat Squadron Marina Association, Inc. were duly adopted by the Association membership at the duly noticed Members Meeting of the Association on the 15th day of December, 2014. Said amendments were approved by a proper percentage of voting interests of the Association.

The original Declaration of Condominium for Powerboat Squadron Marina, Articles of Incorporation for the Powerboat Squadron Marina Association, Inc., and the Bylaws for the Powerboat Squadron Marina Association, Inc. including the legal description of the Collier County, Florida real property subject to this amendment were recorded at OR. Book 1062, Page 95, et. seq., of the Public Records of Collier County, Florida.

Additions are underlined
Deletions are ~~stricken through~~

Section 13.2 of the Declaration of Condominium is hereby amended as follows:

13.2 A resolution for the adoption of a proposed amendment may be proposed by either the Board of Directors of the Association or by 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, provided such approval is delivered to the secretary at or prior to the meeting. Provided, however, such amendment shall not change the configuration or size of any Boat Slip Unit, in any material fashion or materially alter or modify the appurtenances to such Slip Unit nor change the proportion or percentage by which the owner of a Boat Slip Unit shares the common expenses and owns the common surplus, unless the record owner thereof shall join in the execution of the amendment. Except as elsewhere provided, such approvals must either be by affirmative vote of at least a majority of those members of the Association voting in person or by proxy at a duly called meeting of the members of the Association at which a quorum is present.

~~A. Not less than 75 percent of the entire membership of the Board of Directors and by not less than 75 percent of the votes of the entire membership of the Association; or~~

~~B. Not less than 80 percent of the votes of the entire membership of the Association; or~~

~~C. Until the first election of directors, by all of the directors, provided the amendment does not increase the number of Boat Slip Units nor alter the boundaries of the common elements.~~

Article IX, Section 2 of the Articles of Incorporation is hereby amended as follows:

9.2 A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by members of the Corporation. 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. Except as elsewhere provided, such approvals must be by affirmative vote of at least a majority of those members of the Association voting in person or by proxy at a duly called meeting of the members of the Association at which a quorum is present.

~~a. such approvals must be by not less than 75% of the entire membership of the Board of Directors and by not less than 75% of the votes of the entire membership of the Corporation; or~~

~~b. be not less than 80% of the votes of the entire membership of the Corporation.~~

Article VI, Section B of the By-Laws is hereby amended as follows:

B. Adoption.

The Bylaws may be amended by affirmative vote or by written consent of at least a majority of the members of the Association voting in person or by proxy at a duly called meeting of the members of the Association at which a quorum is present not less than two-thirds of the votes of the entire membership of the association. No Bylaws shall be revised or amendment by reference to its title or number only.

Witnesses:

[Signature]
(sign)

ARA AZAO
(print)

[Signature]
(sign)

Ryan Pfaff
(print)

**POWERBOAT SQUADRON MARINA
ASSOCIATION, INC.**

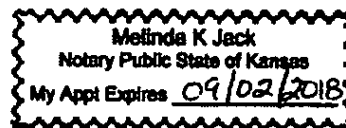
A Florida not for profit corporation

[Signature]
By HOWARD E. LUBOW
Title: President

STATE OF Kansas
COUNTY OF Johnson

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgements, personally appeared Howard E. Lubow, as President of Powerboat Squadron Marina Association, Inc., who is personally known to me or has produced his/ her Drivers License as identification and who executed the foregoing instrument and acknowledged before me that he/ she executed the same. WITNESS my hand and official seal in the County and State last aforesaid this 18th day of December, 2014.

[Signature]
Notary Public, State of Kansas, County of Johnson
My commission expires 09/02/2018





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A full service firm serving South Florida

Steven J. Adamczyk
Stanley A. Bunner, Jr.
Brian O. Cross
Richard D. DeBoest, II
John C. Goede
Cary J. Goggin
Jason R. Himschoot
Harris Katz

Christopher O'Connell
S. Kyla Thomson
Christopher J. Thornton
Avi S. Tryson
Steven R. Braten
of Counsel

January 21, 2015

Via Certified Mail, RRR

Amendment Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

**Re: Powerboat Squadron Marina Association, Inc.
Document No. N00202
Amendment to Articles of Incorporation**

Dear Sir or Madam:

This Firm has the pleasure of representing the Powerboat Squadron Marina Association, Inc. Please find enclosed an application for Articles of Amendment to the Articles of Incorporation. Also included is Check No. 009477 to your order in the sum of \$35.00 representing the filing fee to process the amendment.

Please process the enclosed amendment in your usual manner. Upon completion of same, correspondence may be returned to our Firm to: Goede, Adamczyk & DeBoest, PLLC, 8950 Fontana Del Sol Way, Suite 100, Naples, Florida 34109. Please do not hesitate to contact me, or my Paralegal, Laura, at 239-687-3936 with any questions.

Thank you for your attention to this matter.

Sincerely,



S. Kyla Thomson, Esq.

SKT/lc
Enclosures
CC: Client