

N00990

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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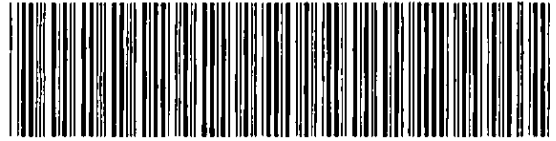
(Business Entity Name)

(Document Number)

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Tops'l Master Association, Inc.

DOCUMENT NUMBER: N00990

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

Please return all correspondence concerning this matter to the following:

John P. Townsend

(Name of Contact Person)

Hand Arendall Harrison Sale LLC

(Firm/ Company)

111 N. County Highway 393, Suite 203

(Address)

Santa Rosa Beach, FL 32459

(City/ State and Zip Code)

jtownsend@handfirm.com

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

For further information concerning this matter, please call:

John P. Townsend

at

850

650-0010

(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
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

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Articles of Amendment
to
Articles of Incorporation
of

Tops'l Master Association, Inc.

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

N00990

(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:

(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

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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>

Type of Action (Check One)	Title	Name	Address
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 <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	_____	_____	_____ _____ _____

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E. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary). (Be specific)

Amendment to Article V, Section 5.2 (as previously amended) - see attached additional sheet.

Amendment to Article IX, Section 9.1 (as previously amended) - see attached additional sheet.

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The date of each amendment(s) adoption: May 22, 2023, if other than the date this document was signed.

Effective date if applicable: _____
(no more than 90 days after amendment file date)

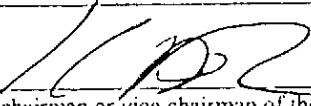
Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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 May 26, 2023

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)

Keith Raines

(Typed or printed name of person signing)

President

(Title of person signing)

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Tops'l Master Association, Inc.
Amendments to ARTICLES OF INCORPORATION of
TOPS'L MASTER ASSOCIATION, INC.

(Note: Current language is as shown. added language is shown by double underlining, and deleted language is shown by being stricken-through with hyphens.)

Amendment to Articles of Incorporation - Article V, Section 5.2 (as previously amended):

5.2 The Directors named in the Articles of Incorporation shall serve until such time as the total number of Members who are Owners of Private Dwelling Units (other than Declarant) is equal to three (3) times the sum of Private Dwelling Units owned by Declarant and the Private Dwelling Units that may be developed on all real property subject to the Development Order referenced in paragraph (a)8 of Article I of the Declaration, the Board of Directors shall thereafter consist of six members determined as follows: ~~as of August 1, 1999, the Board shall consist of seven members who shall be (1) one member of the Board appointed by the Declarant on behalf of all commercial parcel owners and (2) one member of the Board from each of the six residential associations as follows:~~

- Tops'l Tennis Village Homeowners Association, Inc.
- Tops'l Beach Manor Condominium Association, Inc.
- Captiva Homeowners Association, Inc.
- Sierra Dunes Homeowners Association, Inc.
- The Summit at Tops'l Association, Inc.
- The Tides at Tops'l Owners Association, Inc.

~~Should the Declarant sell one or more of the commercial tracts (tracts 608A- commercial center, tract 608B- sales center, tract 11 the maintenance facility; tract 4 the club facility; tract 13 the beach club facility; or tract 621 the hotel site) then each new owner of the aforesaid commercial tracts shall be entitled to a seat on the Board of Directors. However, notwithstanding the foregoing, the residential~~

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~~associations shall always have a majority of the seats on the Board of the Master Association. When and if the most recent commercial appointment results in an equal number of board members from residential communities, the residential communities will be entitled to an additional board seat to ensure that the residential communities always maintain the majority of the seats of the Board of Directors. When and if the residential communities are entitled to an additional board seat as a result of the addition of commercial board members to an equal number of residential board seats, the additional residential board members shall be appointed by the residential community board members then serving as Board of Directors of the Tops'l Master Association, Inc.~~ The members of the Board of Directors from each condominium association or other separate residential owners association shall be elected or appointed solely by the association in accordance with the association's declaration, articles of incorporation, bylaws and rules.

Directors may be removed and vacancies on the Board of Directors filled in a manner provided by the bylaws.

Should another residential community (condominium or subdivision) be developed on any parcel of land subject to this Declaration that is shown on any map or plat recorded among the public records of Walton County, Florida, or, alternatively, if there is no map or plat of the land subject to this Declaration recorded among such public records, then a parcel of land subject to this Declaration that is specifically described, used, or dedicated, for residential uses and under ownership or use that is separate and distinct from other parcels of land under different ownership, then upon completion of development of such additional residential community the Board of Directors of Tops'l Master Association, Inc. shall be increased by one seat and the director to fill that new seat shall be appointed by the association for such newly developed residential community in accordance with that association's declaration, articles of incorporation, bylaws and rules.

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Amendment to Articles of Incorporation – Article IX, Section 9.1 (as previously amended):

9.1 Notice of the subject matter of a proposed amendment shall be included in the notice to the Directors of any meeting at which a proposed amendment is to be considered. Except as otherwise provided herein or in the Declaration, a resolution adopting a proposed amendment shall require the approval of the a supermajority (80%) of the members of the Board of Directors of the Association ~~and any such amendment shall not be inconsistent with the Settlement Agreement between the Tops'l Master Association, Inc. and Declarant dated September 29, 1999, a copy of which is attached hereto.~~

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