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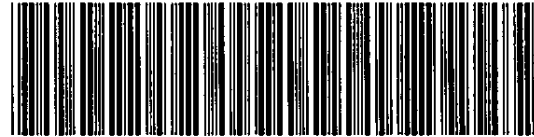
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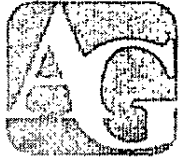


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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
20 MAY 14 PM 12:00

MAY 15 2018
C McNAIR



ANDERSON | GIVENS

ATTORNEYS AND COUNSELORS AT LAW

P.O. Box 12613
Tallahassee, FL 32317
Direct: 850-692-8900
janderson@andersongivens.com
jgivens@andersongivens.com

May 11, 2018

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

Re: Certificate of Amendment
Cypress Strand Condominium Association, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2018 MAY 14 PM 12:00

To whom it may concern:

Please find enclosed an original Certificate of Amendment for Amended and Restated Articles of Incorporation for the above-referenced corporation and a check made payable to Florida Division of Corporations in the amount of \$35.00 for the filing fee.

Thank you for your assistance in this matter.

Very truly yours,

Jeremy V. Anderson

Enclosures

Prepared by and return to:
Justin J. Givens, Esquire
Anderson & Givens, P.A.
1689 Mahan Center Blvd Suite B
Tallahassee, Florida 32308
(850) 692-8900 (Telephone)
(850) 224-2440 (Facsimile)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

2018 MAY 14 PM 12:00

CERTIFICATE OF AMENDMENT

**AMENDED AND RESTATED ARTICLES OF INCORPORATION OF THE
CYPRESS STRAND CONDOMINIUM ASSOCIATION, INC.**

We hereby certify that the attached Amended and Restated Articles of Incorporation for Cypress Strand Condominium Association, Inc. (which Declaration was originally recorded at Official Records Book 1839 at Page 6287 et seq. of the Public Records of Manatee County, Florida) were approved at the membership meeting originally held on March 21, 2018 and which was reconvened on April 18, 2018, by not less than two-thirds (2/3rds) of the votes of the entire membership of the Association, which is sufficient for adoption pursuant to the threshold requirement under the documents.

DATED this 18 day of April, 2018.

Witnesses:

CYPRESS STRAND CONDOMINIUM ASSOCIATION INC.

sign:

Doreen Winger

By:

Hannelore Rose
Hannelore Rose, President

print:

Doreen Winger

sign:

Jessie Ruthertford

print:

Jessie Ruthertford

sign:

Angelina Green

print:

Angelina Green

sign:

Kristie L. Gendzik

print:

Kristie L. Gendzik

Attest:

Philip Mucenski
Philip Mucenski, Secretary

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 18 day of April, 2018, by Hannelore Rose, as President of Cypress Strand Condominium Association, Inc., a Florida not for profit corporation, on behalf of the corporation. He is personally known to me or has produced _____ as identification.

NOTARY PUBLIC



sign

Stephanie Tirado

print

Stephanie Tirado
State of Florida at Large (Seal)

My Commission expires:

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 18 day of April, 2018, by Philip Mucenski, as Secretary of Manatee Condominium Association, Inc., a Florida not for profit corporation, on behalf of the corporation. She is personally known to me or has produced _____ as identification.

NOTARY PUBLIC



sign

Stephanie Tirado

print

Stephanie Tirado
State of Florida at Large (Seal)

My Commission expires:

Prepared by and return to:
Jeremy V. Anderson, Esquire
Anderson & Givens, P.A.
1689 Mahan Center Blvd, Suite A
Tallahassee, FL 32308
(850) 692-8900 (Telephone)

Exhibit "B"

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2010 MAY 14 PM 12:00

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
CYPRESS STRAND CONDOMINIUM ASSOCIATION, INC.

*[Substantial rewording of Articles of Incorporation. See existing
Articles of Incorporation and amendments for present text.]*

ARTICLE 1.
NAME OF CORPORATION AND PRINCIPAL OFFICE

The name of the corporation shall be CYPRESS STRAND CONDOMINIUM ASSOCIATION, INC. (herein "the Association"). The principal office of the Association shall be located at 2180 West SR 434, Ste. 5000, Longwood, FL 32779. The Association Board of Directors (herein "the Board") may change the location of the principal office of the Association from time to time.

ARTICLE 2.
PURPOSE

The purposes of the Association shall be the operation and management of the affairs and property of the Condominium known as CYPRESS STRAND, A CONDOMINIUM (herein "the Condominium"), located in Manatee County, Florida, and to perform all acts provided in the Declaration of Condominium and Exhibits annexed thereto and in Chapter 718, Florida Statutes (herein the "Condominium Act"). The Association shall not be operated for profit.

ARTICLE 3.
DEFINITIONS

The terms used herein shall have the same definitions as stated in the Declaration of Condominium and the Condominium Act unless the context requires otherwise. If there is a dispute over the proper definition of a vague or ambiguous term which is not otherwise defined by the Declaration of Condominium or by the Condominium Act, the Board shall provide a reasonable definition of the term or may adopt any standard dictionary definition of the term.

AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
CYPRESS STRAND CONDOMINIUM ASSOCIATION, INC.

ARTICLE 4. POWERS

4.1 GENERAL POWERS. The Association shall have all of the statutory and common law powers of a corporation not for profit and all of the powers and duties set forth in the Florida Not for Profit Corporation Act (Chapter 617, Florida Statutes), the Condominium Act, the Declaration of Condominium, these Articles of Incorporation, and Bylaws of the Association, all as amended from time to time, and all of the powers and duties reasonably necessary to operate the Condominium pursuant to the Declaration of Condominium, except as may be limited or otherwise provided by these Articles of Incorporation or by law.

4.2 SPECIFIC POWERS. The specific powers of the Association shall include but not be limited to those powers described in the Bylaws and as described below:

A. To make and collect Assessments against Members as Owners for the purpose of paying the common costs, expenses and losses of the Condominium.

B. To use the proceeds of Assessments in the exercise of its powers and duties.

C. To maintain, repair, replace and operate the Condominium Property.

D. To purchase insurance upon the Condominium Property and insurance for the protection of the Association and its Members as Owners.

E. To reconstruct improvements after casualty and to make future improvement of the property.

F. To make and amend reasonable regulations respecting the use of the property in the Condominium.

G. To approve or disapprove the transfer, mortgage and ownership of Units as may be provided by the Declaration of Condominium and the Bylaws.

H. To purchase, accept, lease, or otherwise acquire title to, and to hold, mortgage, rent, sell or otherwise dispose of any Unit and all real or personal property related to the purposes or activities of the Association.

I. To hold funds and property solely and exclusively for the benefit of the members of the Association for purposes set forth in these Articles of Incorporation, the Bylaws and the Declaration of Condominium.

J. To enforce by legal means the provisions of the Condominium Act, the Declaration of Condominium, these Articles of Incorporation, the Bylaws of the Association and the Regulations for the use of the property in the Condominium.

K. To charge recipients for services rendered by the Association and to charge the user for use of the Association property where such is deemed appropriate by its Board of Directors.

L. To contract for the management and maintenance of the Condominium and to authorize the management agent to assist the Association in carrying out its powers and duties by performing such functions as the collection of Assessments, preparation of records, enforcement of Restrictions, Rules and Regulations, and maintenance of the Common Elements. The Association shall, however, retain at all times the powers and duties granted it by the Condominium Act, including, but not limited to, the making of Assessments, promulgation of Rules and Regulations, and execution of contracts on behalf of the Association.

M. To borrow money for the acquisition of property or a Unit or for any other lawful purpose of the Association, and to make, accept, endorse, execute and issue debentures, promissory notes or other obligations of the Association for borrowed monies and to secure the payment of such obligation by mortgage, pledge, security agreement, or other instrument of trust, or by lien upon, assignment of or agreement in regard to, all or any part of the real or personal property, or property rights or privileges of the Association wherever situated.

N. To contract for the management or operation of portions of the Common Elements susceptible to separate management or operation, and to Lease such portions.

ARTICLE 5. MEMBERS AND VOTING RIGHTS

5.1 MEMBERSHIP AND VOTING RIGHTS. The Members of the Association shall consist of all of the record Owners of Units in the Condominium. Such membership shall automatically terminate when such person is no longer an Owner of a Unit in the Condominium. Each Condominium Unit shall be entitled to one (1) vote at Association membership meetings, regardless of the number of Owners. The manner of exercising voting rights shall be determined by the Bylaws.

5.2 CHANGE OF MEMBERSHIP. After receiving the written approval of the Board as required by the Declaration of Condominium, change of membership in the Association shall be established by the recording in the Public Records of Manatee County, Florida, a deed or other instrument establishing title to a Unit in the Condominium and the delivery to the Association of a copy of such instrument. The Board may, in its sole discretion, require a certified copy of a deed or other instrument to be provided to it. The Owner designated by such instrument thus

automatically and immediately becomes a Member of the Association and the membership of the prior Owner is terminated simultaneously.

ARTICLE 6. INCOME DISTRIBUTION

No part of the income of the Association shall be distributable to its Members, except as compensation for services rendered. The Association shall not issue shares of stock to its Members. 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 the Member's Unit.

ARTICLE 7. TERM

The term for which this Corporation shall exist shall be perpetual, unless dissolved according to law.

ARTICLE 8. BOARD OF DIRECTORS AND OFFICERS

The affairs and operation of the Association shall be managed by a governing board called the Board of Directors. The Bylaws shall provide for the number, election, removal, qualification and resignation of the Directors and for filling vacancies on the Board. The Bylaws shall also provide for the election, removal, qualification and resignation of the Officers of the Association.

ARTICLE 9. BYLAWS

The Bylaws of the Association may be amended as provided in the Bylaws.

ARTICLE 10. AMENDMENTS

These Articles of Incorporation may be amended in the following manner:

10.1 NOTICE. The text of a proposed amendment shall be included in or with the notice of any meeting at which a proposed amendment is to be considered.

10.2 PROPOSAL AND ADOPTION. A resolution for the adoption of a proposed amendment may be proposed either by the Board or by not less than twenty percent (20%) of the voting interests 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. Except as elsewhere provided, such approvals must be either by not less than a majority of the members voting in person or by proxy.

10.3 CERTIFICATION. A copy of each amendment shall be attached to a certificate certifying that the amendment was duly adopted as an amendment to the Articles of Incorporation, which certificate shall be executed by the President or Vice President and attested by the Secretary of the Association with the formalities of a deed. An amendment to these Articles of Incorporation shall become effective upon filing with the Florida Secretary of State and recording a copy along with a Certificate of Amendment in the Public Records of Manatee County, Florida.

ARTICLE 11. INDEMNIFICATION

11.1 INDEMNIFICATION. 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 contemplated action, suit or proceedings, whether civil, criminal, administrative or investigative, by reason of the fact that he or she is or was a Director, officer or committee member of the Association, against expenses (including reasonable attorneys' fees and appellate attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by the person in connection with such action, suit or proceedings, unless: (a) a court of competent jurisdiction determines, after all available appeals have been exhausted or not pursued by the proposed indemnitee, that the person did not act in good faith, nor in a manner reasonably believed to be in or not opposed to the best interest of the Association, and with respect to any criminal action or proceeding, that the person had reasonable cause to believe the conduct was unlawful, and (b) such court further specifically determines that indemnification should be denied. The termination of any action, suit or proceedings 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 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 the conduct was unlawful. It is the intent of the membership, by the adoption of this provision, to provide the most comprehensive indemnification possible to their officers, Directors and committee members as permitted by Florida law.

11.2 EXPENSES. To the extent that a Director, officer, or committee member of the Association has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in Article 11.1 above, or in defense of any claim, issue or matter therein, the person shall be indemnified against expenses (including attorneys' fees and appellate attorneys' fees) actually and reasonably incurred in connection therewith.

11.3 ADVANCES. Expenses incurred in defending a civil or criminal action, suit or administrative proceeding may be paid by the Association in advance of the final disposition of such action, suit or proceedings upon receipt of an undertaking by or on behalf of the affected Director, officer, or committee member to repay such amount unless it shall ultimately be determined that the person is not entitled to be indemnified by the Association as authorized in this Article 11, or as otherwise permitted by law.

11.4 MISCELLANEOUS. The indemnification provided by this Article shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under any law, agreement, 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.

11.5 INSURANCE. The Association shall have the power to purchase and maintain insurance with reasonable deductibles on behalf of any person who is or was a Director, officer, or committee member against any liability asserted against the person and incurred in any such capacity, or arising out of the person's status as such, whether or not the Association would have the power to indemnify the person against such liability under the provisions of this Article. Notwithstanding anything in this Article 11 to the contrary, the provisions herein provided for indemnification shall only be applicable to the extent insurance coverage does not apply or is insufficient.

ARTICLE 12. REGISTERED OFFICE AND REGISTERED AGENT

The registered office of the Association shall be 2180 West SR 434, Ste. 5000, Longwood, Florida 32779, and the registered agent at such address shall be Sentry Management, Inc. The Board may change the registered agent and office from time to time as permitted by law.