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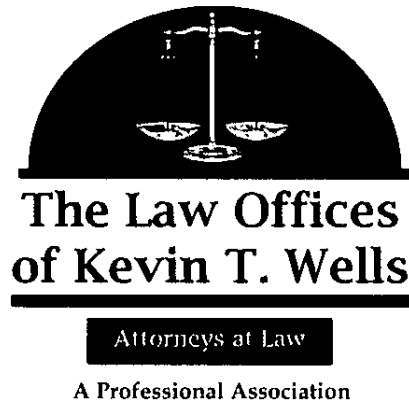
*Amend*

*Resubmit*  
*Att.*

*5-8-14*

*Dr*

Kevin T. Wells, Esq.  
Sue Ellen Krick, Esq.,  
Leah K. Burton, Esq.\*\*  
Paul E. Olah, Jr., Esq.†  
Elizabeth M. Boyle, Esq.



Condominium, Homeowner,  
Cooperative, Master and  
Community Associations  
Civil Litigation  
Construction Litigation

April 25, 2014

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

Re: Certificate of Amendment  
Solymar Owners Association, Inc.

Dear Sir or Madam:

Please file the enclosed original Amendments to the Articles of Incorporation for the above-referenced corporation. Also enclosed is a check from the Association in the amount of \$43.75 for the filing fee and certified copy fee. Please return a **certified copy** to the undersigned at your earliest convenience.

Thank you for your assistance in this matter.

Very truly yours,

THE LAW OFFICES OF KEVIN T. WELLS, P.A.

  
Kevin T. Wells, Esq.

KTW/elp  
Enclosures

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
SOLYMAR OWNERS ASSOCIATION, INC.**

FILED  
14 APR 28 PM 4:55  
CLERK OF DISTRICT COURT  
SOLYMAR, FLORIDA

**ARTICLE I  
NAME OF CORPORATION AND MAILING ADDRESS**

The name of this Corporation shall be **Solymar Owners Association, Inc.**, hereinafter referred to as Association. The principal office and mailing address of Association shall be c/o Casey Condominium Management, 4370 S. Tamiami Trail, Suite 102, Sarasota, FL 34241. The Directors of the Association may change the location of the principal office or mailing address from time to time.

**ARTICLE II  
PURPOSES**

The general nature, objects and purposes of the Association are as follows

1. To administer and enforce the Amended and Restated Declaration of Covenants, Conditions and Restrictions of Solymar ("Declaration")
2. To take such action as may be deemed appropriate to promote the health, safety and welfare of the owners of the property within Solymar
3. To maintain, improve, repair and replace those portions of the Common Areas for which the Association has authority and responsibility under the Declaration, and such other improvements provided within the Subdivision for the benefit of the members of the Association
4. To operate without profit and for the sole and exclusive benefit of its members.

**ARTICLE III**  
**POWERS**

The Association shall have powers and privileges granted to a corporation not for profit under the laws of the State of Florida, except as may be limited or otherwise provided by these Articles, and all powers reasonably necessary to implement and effectuate the purposes of the Association, including without limitation, the power to own and convey property, assess its members and enforce assessments, sue and be sued, and contract for services, including the operation and maintenance of the surface water management system facilities.

**ARTICLE IV**  
**MEMBERS**

The qualification of the members, the manner of their admission to membership and termination of such membership, and voting by members shall be as set forth in the Bylaws and Declaration.

**ARTICLE V**  
**DIRECTORS**

The affairs of the Association shall be managed by a Board of Directors. The qualifications, method of election and powers shall be as set forth in the Bylaws. All members of the Board of Directors shall be members of the Association.

**ARTICLE VI**  
**OFFICERS**

The officers designated by the Bylaws shall administer the affairs of the Association.

**ARTICLE VII**  
**BYLAWS**

The Bylaws may be altered, amended or rescinded by the members in the manner provided by such Bylaws.

**ARTICLE VIII**  
**INDEMNIFICATION OF OFFICERS AND DIRECTORS**

1. **Indemnity.** The Association shall indemnify any person serving as a director, officer, or committee member to the fullest extent permitted under Section 607.0850, Florida Statutes (2000).
2. **Additional Indemnification.** The indemnification provided by this Article shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled by law, agreement, vote of members or otherwise, and shall continue as to a person who has ceased to be a director, officer, or committee member and shall inure to the benefit of the heirs and personal representatives of such person.
3. **Insurance.** The Association shall have the power to purchase and maintain insurance on behalf of any person who is or was a director, officer, or committee member against any liability asserted against the person and incurred by the person in any such capacity, or arising out of his or her 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 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 IX**  
**AMENDMENT TO ARTICLES OF INCORPORATION**

1. These Articles of Incorporation may be altered, amended or repealed in the following manner:
  - a. Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting in which proposed amendment is considered

- b. A resolution for the adoption of a proposed amendment may be proposed either by the Board of Director or by not less than one-third of the voting interests of the members of the Association. Members not present in person or by proxy at the meeting considering amendment may express their approval in writing, or by email, providing such approval is delivered to the Secretary at or prior to the meeting. Except as elsewhere provided, amendments must be approved by a majority of the membership of the Board of Director and by not less than two-thirds of the voting interests, present in person, or by proxy, at any annual or special meeting, or by approval in writing by a majority of the total voting interests without a meeting.
- c. Provided, however, that no amendment shall make any changes in the qualifications for membership nor the voting rights of members without approval in writing of all members of the Association.
- d. An amendment shall become effective upon filing with the Secretary of State and recording a copy in the Public Records of Sarasota County, Florida.

#### **ARTICLE X**

#### **TERM**

The term of the Association shall be perpetual, provided however, in the event the Association is dissolved, the control or right of access to the property containing the surface water management system facilities shall be conveyed or dedicated to an appropriate governmental unit or public utility and if not accepted, then the surface water management system facilities shall be conveyed to a non-profit corporation similar to the Association.

**ARTICLE XI**  
**RESIDENT AGENT**

**Solymar Owners Association** has appointed Bridget Spence, Casey Condominium Management, 4370 S. Tamiami Trail, Suite 102, Sarasota, FL 34231, as its registered agent and resident office under the laws of the State of Florida. The Board may change the Registered Agent and registered office from time to time as permitted by law.

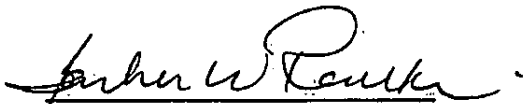
Executed this 1<sup>st</sup> day of March, 2014.

SOLYMAR OWNERS

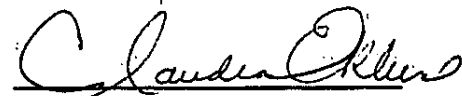
ASSOCIATION, INC.



Lynne Hansen  
President



Barbara Rodkin,  
Vice-President



Claudia Eklund  
Secretary/Treasurer

Please return to:  
Kevin T. Wells, Esq.  
The Law Offices of Kevin T. Wells, P.A.  
1800 Second Street, Suite 808  
Sarasota, FL 34236  
Telephone: (941) 366-9191  
Facsimile: (941) 366-9292

**CERTIFICATE OF AMENDMENT**

**ARTICLES OF INCORPORATION  
SOLYMAR OWNERS ASSOCIATION, INC**

We hereby certify that the attached amendments to the Articles of Incorporation of **SOLYMAR OWNERS ASSOCIATION, INC.** ("the Association"), a Florida corporation not-for-profit, were adopted by the affirmative vote of not less than a majority of the membership of the Board of Directors and by not less than two-thirds (2/3rds) of the voting interests of the Association, as required by Article IX of the Articles of Incorporation at the Annual Membership Meeting of the Association held on March 1, 2014. The Association further certifies that the amendment was proposed and adopted as required by the governing documents and by Florida law.

DATED this 1<sup>st</sup> day of March, 2014.

Signed, sealed and  
delivered in the presence of :

SOLYMAR OWNERS ASSOCIATION,  
INC.

Sign: Samantha J Burke

Print: Samantha J Burke

Sign: JoAnn Tubbs

Print: JoAnn Tubbs

Sign: Samantha J Burke

Print: Samantha J Burke

Sign: JoAnn Tubbs

Print: JoAnn Tubbs

By: Lynne Hansen, President

Attest:

By: Claudia Eklund  
Claudia Eklund Secretary

[Corporate Seal]



STATE OF FLORIDA  
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 1<sup>st</sup> day of March, 2014, by Lynne Hansen as President of Solymar Owners Association, Inc., a Florida corporation, on behalf of the corporation. He/She is personally known to me or has produced \_\_\_\_\_ as identification.



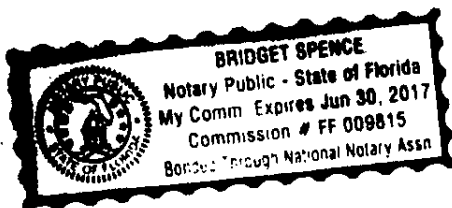
NOTARY PUBLIC

Sign: Bridget Spence

Print: Bridget Spence  
State of Florida at Large (Seal)  
My Commission expires:

STATE OF FLORIDA  
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 1<sup>st</sup> day of March, 2014, by Claudine Lund as Secretary of Solymar Owners Association, Inc., a Florida corporation, on behalf of the corporation. He/She is personally known to me or has produced \_\_\_\_\_ as identification.



NOTARY PUBLIC

Sign: Bridget Spence

Print: Bridget Spence  
State of Florida at Large (Seal)  
My Commission expires: