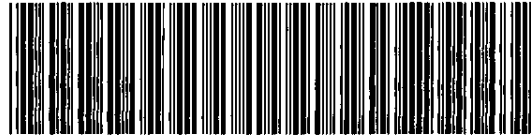


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JUDD, ULRICH, SCARLETT, WICKMAN & DEAN, P.A.
ATTORNEYS AT LAW
2940 South Tamiami Trail
Sarasota, FL 34239



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CERTIFICATE OF ARTICLES OF RESTATEMENT

SIESTA SANDS ASSOCIATION, INC.

This is to certify that the Articles of Restatement of Siesta Sands Association, Inc., which is attached to this certificate, restates the association's articles of incorporation, and that:

1. the Articles Of Restatement does contain amendments to the articles requiring member approval, and was submitted to the members for approval in its entirety; that the Articles Of Restatement was adopted at a duly called meeting of the members on September 18, 2011, and that the number of votes cast for approval of the Articles Of Restatement was sufficient for approval;
2. that the board of directors of the association duly adopted the restatement.

IN WITNESS WHEREOF, the Association has caused this certificate to be executed by its president this Oct 13, 2011.

Siesta Sands Association, Inc.

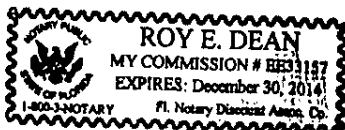
By: R Fraraccio
Rudy Fraraccio
President

(SEAL)

STATE OF FLORIDA)
COUNTY OF SARASOTA)

The foregoing was acknowledged before me this October 13, 2011, by Rudy Fraraccio, President of Siesta Sands Association, Inc., a Florida not for profit corporation, on behalf of said corporation, who is personally known to me or who has produced _____ as identification.

Roy E Dean
Notary Public
Print Name: ROY E DEAN
My Commission Expires: _____



**RESTATED ARTICLES OF INCORPORATION
OF
SIESTA SANDS ASSOCIATION, INC.
A FLORIDA NOT FOR PROFIT CORPORATION**

The Articles of Restatement of Siesta Sands Association, Inc., a Florida not for profit corporation, document number N02000007400, duly adopted by the board of directors and the members of the corporation, is hereinafter set forth.

ARTICLE I. NAME AND PRINCIPAL OFFICE

The name of this corporation is Siesta Sands Association, Inc. The principal place of business and the mailing address of the corporation shall be 118 Beach Road, Sarasota, Florida 34242. For convenience, the corporation shall be referred to in this instrument as the "Association," these Articles of Incorporation as the "Articles," and the Bylaws of the Association as the "Bylaws."

ARTICLE II. TERM OF EXISTENCE

The Association shall have perpetual existence.

ARTICLE III. PURPOSE AND POWERS

The purpose for which the Association is organized is to provide an entity pursuant to the Florida Condominium Act for the operation of Siesta Sands, a condominium (the "Condominium"), located in Sarasota County, Florida. The Association is organized and shall exist as a Florida not for profit corporation. No portion of any earnings of the Association shall be distributed or inure to the private benefit of any member, director or officer thereof. For the accomplishment of its purposes, the Association shall have all of the common law and statutory powers and duties of a Florida not for profit corporation except as limited or modified by these Articles, the Declaration of Condominium of Siesta Sands, a condominium (the "Declaration"), or Chapter 718, Florida Statutes, including but not limited to the following:

(A) To make and collect assessments from members of the Association to defray the costs, expenses and losses of the Condominium, and to use the proceeds of assessments in the exercise of its powers and duties.

(B) To protect, maintain, repair, replace and operate the Condominium property.

(C) To purchase insurance upon the Condominium property for the protection of the Association and its members.

(D) To reconstruct improvements after casualty and to make further improvements of the Condominium property.

(E) To make, amend and enforce reasonable rules and regulations governing the use of the common elements of the Condominium, and the operation of the Association.

(F) To approve or disapprove the transfer of ownership, leasing and occupancy of Units, in the condominium as provided by the Declaration.

(G) To enforce the provisions of the Condominium Act, the Declaration, these Articles, the Bylaws and any rules and regulations of the Association.

(H) To contract for the management and maintenance of the Condominium and the Condominium property and to delegate any powers and duties of the Association in connection therewith except such as are specifically required by the Declaration to be exercised by the Board of Directors or the membership of the Association.

(I) To employ accountants, attorneys, architects, and other professional personnel to perform the services required for proper operation of the Condominium.

(J) To enter into agreements, or acquire leaseholds, membership, and other possessory ownership or use interests in lands or facilities contiguous to the lands of the Condominium, if they are intended to provide enjoyment, recreation, or other use or benefit to the members hereof.

(K) To borrow money without limit as to amount, if necessary, to perform its other functions hereunder.

All funds and the title to all property acquired by the Association shall be held for the benefit of its members in accordance with the provisions of the Declaration, these Articles and the Bylaws.

ARTICLE IV. MEMBERS

(A) The members of the Association shall consist of all record owners of a fee simple interest in units in the Condominium, as further provided in the Bylaws.

(B) *The share of a member in the funds and assets of the Association cannot be assigned or transferred in any manner except as an appurtenance to his or her unit.*

(C) The owners of each unit, collectively, shall be entitled to the number of votes in Association matters as set forth in the Declaration and the Bylaws. The manner of exercising voting rights shall be as set forth in the Bylaws.

ARTICLE V. INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the registered office of this corporation is 2058 Constitution Blvd., Sarasota, Florida 34231, and the name of the initial registered agent of this corporation at said address is Catherine L. Tracy.

ARTICLE VI. FIRST BOARD OF DIRECTORS

The affairs of the Association shall be administered by a Board of Directors consisting of the number of Directors determined by the Bylaws but not less than four (4) Directors and in the absence of such determination four (4) directors. The names and addresses of the persons constituting the Board of Directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Rudy Fraraccio	118 Beach Road, Sarasota, Florida 34242
Janet Lawlor	118 Beach Road, Sarasota, Florida 34242
Bob Derosiers	118 Beach Road, Sarasota, Florida 34242
Rich Deister	118 Beach Road, Sarasota, Florida 34242

Members of the Board of Directors shall be elected and hold office in accordance with the Bylaws.

ARTICLE VII. INCORPORATOR

The name and address of the original incorporator of these Articles is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Corporate Creations International, Inc.	941 Fourth Street #200 Miami Beach, FL 33139

ARTICLE VIII. BYLAWS

The Bylaws of Association may be altered, amended, or rescinded in the manner provided therein.

ARTICLE IX. AMENDMENTS

Amendments to these Articles shall be proposed and adopted in the following manner:

(A) Proposal. Amendments to these Articles may be proposed by a majority of the board or by petition of one-fourth (1/4) of the members by instrument, in writing, signed by them.

(B) Procedure. Upon any amendment or amendments to these Articles being proposed by the board or members, such proposed amendment or amendments shall be submitted to a vote of the members not later than the next annual meeting for which proper notice can be given.

(C) Approval. Except as elsewhere provided, the approval of a resolution for the adoption of a proposed amendment to these Articles shall require the affirmative vote of a majority of the members of the Board of Directors of the Association, and the affirmative vote of not less than a majority of the total voting membership of the Association. Members of the Board of Directors and members of the Association not present in person or by proxy at the meeting at which the amendment is to be considered may express their approval or disapproval of the amendment in writing, provided that such approval is delivered to the Secretary of the Association prior to the commencement of the meeting.

(D) Effective Date. An amendment shall become effective upon filing with the Secretary of State and recording a certified copy thereof in the Public Records of Sarasota County, Florida.

ARTICLE X. INDEMNIFICATION

To the fullest extent permitted by Florida law, the Association shall indemnify and hold harmless every director and every officer of the Association against all expenses and liabilities, including attorneys' fees, actually and reasonably incurred by or imposed upon a director or officer in connection with any legal proceeding (or settlement or appeal of such proceeding) to which he or she may be a party because of his or her

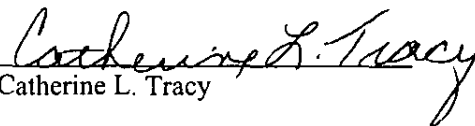
being or having been a director or officer of the Association. The foregoing right of indemnification shall not be available if a judgment or other final adjudication establishes that his or her actions or omissions to act were material to the cause adjudicated and involved:

- (A) Willful misconduct or a conscious disregard for the best interests of the Association, in a proceeding by or in the right of the Association to procure a judgment in its favor.
- (B) A violation of criminal law, unless the director or officer had no reasonable cause to believe his or her action was unlawful or had reasonable cause to believe his or her action was lawful.
- (C) A transaction from which the director or officer derived an improper benefit.
- (D) Recklessness, or an act or omission which was committed in bad faith or with malicious purpose or in a manner exhibiting wanton and willful disregard for human rights, safety or property, in an action by or in the right of someone other than the Association or a member.

In the event of a settlement, the right to indemnification shall not apply unless the Board of Directors approves such settlement as being in the best interest of the Association. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which a directors or officer may be entitled.

CONFIRMATION OF ACCEPTANCE OF REGISTERED AGENT

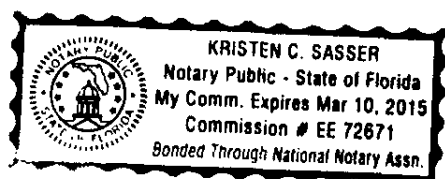
Having been named as registered agent to accept service of process for Siesta Sands Association, Inc., at the place designated in these Articles, I confirm that I have agreed to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

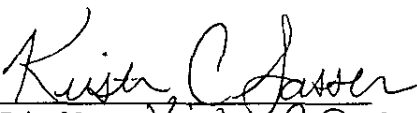

Catherine L. Tracy

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this ^{KCS} ~~3~~ ^{4th} of October 2011, by Catherine L. Tracy who is [] personally known to me OR who has produced Drivers License as identification.

My commission expires 3-10-2015




Print Name: Kristen C. Sasser
Notary Public, State of Florida