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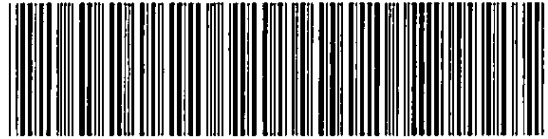
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TALLAHASSEE FL

15-2-2023

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*CERTIFIED CIRCUIT CIVIL MEDIATOR

BOARD CERTIFIED IN CONDOMINIUM*
& PLANNED DEVELOPMENT LAW

March 9, 2023

Amendments Section
Division of Corporations
P.O. Box 6327
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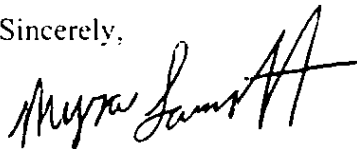
Re: Amended and Restated Articles of Incorporation of The Inlet at Sebastian Condominium Association, Inc.

Dear Sir or Madam:

Enclosed for filing are the Amended and Restated Articles of Incorporation of The Inlet at Sebastian Condominium Association, Inc., together with a photocopy to be date stamped and returned to this office in the self-addressed stamped envelope enclosed for your convenience. Also enclosed is a check in the amount of \$35.00 to cover the filing fee.

Thank you for your assistance in this matter and should you have any questions, please do not hesitate to contact our office.

Sincerely,



Myra Laurent
Paralegal to Jacob E. Ensor, Esq.
Enclosures

AMENDED AND RESTATED ARTICLES OF INCORPORATION OF
THE INLET AT SEBASTIAN CONDOMINIUM ASSOCIATION, INC.

(a corporation not for profit under Chapter 617, Florida Statutes)

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The purpose of these Amended and Restated Articles of Incorporation is to continue the purposes of the Original Articles of Incorporation recorded in the public records of Indian River County, Florida at Official Record Book 1789, Page 1698.

ARTICLE I

Name

The name of this corporation shall be THE INLET AT SEBASTIAN CONDOMINIUM ASSOCIATION, INC. (hereinafter called the "Corporation"). The principal office address is 1623 U.S. Highway 1, Unit B-1, Sebastian, Florida 32958.

ARTICLE II

Purpose

This Corporation does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance and preservation of certain Common Elements within that certain tract of property located in Indian River County, Florida known as THE INLET AT SEBASTIAN, A CONDOMINIUM, to promote the recreation, common benefit and enjoyment of the residents within the above-described property and any additional property as may be brought within the jurisdiction of this Corporation. The Corporation shall have the proper authority to maintain and administer the community properties and facilities and to administer and enforce the covenants and restrictions as well as the collecting and disbursing of the assessments and charges hereinafter created so that the Corporation shall have the power:

(a) to exercise all of the powers and privileges and to perform all of the duties and obligations of The Inlet at Sebastian Condominium Association, Inc. as set forth in that certain Declaration of Condominium for THE INLET A SEBASTIAN, A CONDOMINIUM (hereinafter called the "Declaration"), applicable to the property and recorded in the Office of the Public Records of Indian River County and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

(b) to fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Corporation, including all licenses, taxes or governmental charges levied or imposed against the property of the Corporation;

(c) to acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Corporation (including Units and other properties within the Palm Island Plantation community);

(d) to borrow money, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) to dedicate, sell or transfer all of any part of the Common Elements to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the membership;

(f) to participate in mergers and consolidations with other not for profit corporations organized for the same purposes or annex additional residential property and Common Elements as provided in the Declaration;

(g) to have and to exercise any and all powers rights and privileges which a corporation organized under the Florida Not for Profit Corporation Act and Florida Condominium Act (Chapter 718), as both may be amended from time to time, may now or hereafter have or exercise;

(h) to contract with third parties to perform the functions of the Corporation;

(i) To manage, control, operate, maintain, repair, and improve property subject to the Declaration or any other property for which the Corporation by rule, regulation, Declaration, or contract has a right or duty to provide such services;

(j) to enforce covenants, conditions, or restrictions affecting any property subject to the Declaration or any other property for which the Corporation may be authorized to do so under the Declaration of By-Laws;

(k) to engage in activities which will actively foster, promote, and advance the common interests of owners on Units;

(l) to enter into, make, perform, or enforce contracts of every kind and description and to do all other acts necessary, appropriate, or advisable in carrying out any purpose of the Corporation, with or in association with any other association, corporation, or other entity or agency, public or private;

(m) to act as agent, trustee, or other representative of other corporations, firms, or individuals, and as such to advance the business or ownership interests in such corporation, firms, or individuals;

(n) to adopt, alter, and amend or repeal such By-Laws as may be necessary or desirable for the property management of the affairs of the Corporation; provided, however, such By-Laws may not be inconsistent with or contrary to any provisions of the Declaration; and

(o) to provide any and all supplemental municipal services as may be necessary or proper.

The exercise in any manner of other and further rights and powers which may now or hereafter be allowed or permitted by law, and the powers specified in each of the paragraphs of this Article II are independent powers, not to be restricted by reference to or inference from the terms of any other paragraph or provision of this Article II.

ARTICLE III

Membership

(a) The Corporation shall be a membership corporation without certificates or shares of stock.

(b) The owner of each Unit subject to the Declaration shall be a member of the Corporation and shall be entitled to vote in accordance with the provisions set forth in the Declaration, except there shall be no vote for any Unit owned by the Corporation. The manner of exercising voting rights shall be as set forth in the Declaration and By-Laws of the Corporation.

(c) Change of membership in the Corporation shall be established by recording in the public records of Indian River County, Florida, a deed or other instrument establishing record title to a Unit subject to the Declaration. Written notice shall be given to the Corporation of such change in title. Upon such recordation, the owner designated by such instrument shall become a member of the Corporation and the membership of the prior owner shall be terminated.

(d) The percentage interest of a member in the funds and assets of the Corporation cannot be assigned, hypothecated, or transferred in any manner, except as an appurtenance of his unit.

ARTICLE IV.

Term

The existence of the Corporation shall commence with the filing of these Articles of Incorporation with the Secretary of State, Tallahassee, Florida. The existence of the Corporation shall be perpetual unless it is terminated by law or unless the Declaration which describes the Corporation is terminated.

ARTICLE V

Name and Residence of Incorporator

The name and residence of the incorporator is:

Bruce Barkett, Esq.
756 Beachland Boulevard
Vero Beach, Florida 32963

The rights and interests of the incorporator shall automatically terminate when these Articles are filed with the Secretary of State.

ARTICLE VI

Officers

The affairs of the Corporation shall be managed by its Board of Directors, who shall be elected at the annual meeting of the Corporation. The principal Officers of the Corporation shall be a President, Vice President, and Secretary/Treasurer, and such other Officers as the Board of Directors may from time to time designate, which Officers shall be elected annually by the Board of Directors. Officers may be removed at any time by the Board of Directors.

ARTICLE VII
Board of Directors

The affairs of the Corporation shall be conducted, managed, and controlled by a Board of Directors. The Board of Directors shall consist of three (3) or five (5) directors, as determined by the Board of Directors.

ARTICLE VIII
By-Laws

The original By-Laws are to be made by the original Board of Directors. The same may thereafter be amended, altered or rescinded only in accordance with the provisions of such By-Laws.

ARTICLE IX
Amendment of Articles

Amendments to the Articles of Incorporation shall be made in the following manner:

- (a) The Board of Directors shall adopt a resolution setting forth the proposed amendment.
- (b) The proposed amendment must be approved by an affirmative vote of a majority of the voting interest of members entitled to vote thereon. The proposed amendment may be approved at a membership meeting or by written consent.

Any number of amendments may be submitted to the members and voted upon by them at one meeting.

The members shall not amend the Articles of Incorporation without an act of the directors.

ARTICLE X
Self Dealing, Validity of Agreement
Indemnification and Waiver of Claims

(a) Self Dealing: No contract, agreement or undertaking of any sort between or among the Association, Directors, Officers, or Members shall be invalidated or affected by reason that any of them hold the same or similar positions with another condominium, homeowners or property owners association within the Property or that they are financially interested in the transaction or that they are employed by the Developer.

(b) Validity of Agreement: No contract, agreement or undertaking of any sort between the Association and any entity or individual shall be invalidated or affected by reason that the Association, its Directors, or Officers hold a financial interest in or with the individual or entity.

(c) Indemnification: Every Director and every Officer of the Corporation shall be indemnified by the Corporation against all costs, expenses and liabilities, including legal fees reasonably incurred by or imposed upon him or her in connection with any proceeding, litigation or settlement in which he or she may be a party, or in which he or she may have been involved, by reason of his or her being or having been a Director or Officer at the time such costs, expense or liability is incurred, except in such cases wherein the Director or Officer is adjudged to have engaged in willful malfeasance or malfeasance in the performance of his or her duties; provided that in the event of a settlement, the

indemnification herein shall apply only when the Board approves such settlement and reimbursement as being in the best interest of the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of any and all rights to which such Director or Officer may be entitled by common or statutory law.

(d) Waiver of Claims: To the extent permitted by applicable law, by acquisition of title to a Unit, or any interest therein, within the Condominium Property, each and every individual or entity hereby waives any claim for damages or other relief grounded in tort, contract, equity or otherwise arising out of the negotiation, execution, performance and enforcement of contracts, agreements or undertakings described above, that may accrue at the time of purchase or thereafter against the Association, its Directors, Officers, Members, agents or employees.

ARTICLE XI Registered Agent

The name and residence of the registered agent and the service of process within this State shall be designated by the Board of Directors from time to time.

ARTICLE XII Dissolution

In the event of dissolution or final liquidation of the Association, the assets, both real and personal of the Association, shall be dedicated to any appropriate public agency or utility to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the Association. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trustee or other organization, to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the Association. No such disposition of Association properties shall be effective to divest or diminish any right or title of any member vested in him under the Declaration unless made in accordance with the provisions of such Declaration or any recorded deed.

In the event of termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the surface water or stormwater management system must be transferred to and accepted by an entity which would comply with Section 40C-42.027, P.A.C., and be approved by the St. Johns River Water Management District prior to such termination, dissolution or liquidation.

These Amended and Restated Articles of Incorporation of the Inlet at Sebastian Condominium Association, Inc. were approved by the Board of Directors and the membership by vote sufficient for approval at a membership meeting on December 6, 2022.

IN WITNESS WHEREOF, the undersigned has caused these presents to be executed in its name, by its president and vice-president, on this 31 day of December 2022.

(SIGNATURES ON FOLLOWING PAGE)


WITNESSES AS TO PRESIDENT:

[Signature]
Printed Name: Jeff DeVin

[Signature]
Printed Name: Susan D. Rupert

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

The foregoing instrument was acknowledged before me by means of [☒] physical presence or [☐] online notarization, this 31 day of December 2022, by Darryl Thomas, as President of The Inlet at Sebastian Condominium Association, Inc. [☒] who is personally known to me, or [☐] who has produced identification [Type of Identification: _____].

Notarial Seal  **PATRICIA WOODMANSEE**
Notary Public
State of Florida
Comm# HH326133
Expires 11/2/2026

THE INLET AT SEBASTIAN CONDOMINIUM
ASSOCIATION, INC.

By: [Signature]
Darryl Thomas, President

[Signature]
Notary Public


WITNESSES AS TO VICE-PRESIDENT:
SECRETARY

[Signature]
Printed Name: Sabrina Telezinski

[Signature]
Printed Name: Susan D. Rupert

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

The foregoing instrument was acknowledged before me by means of [☒] physical presence or [☐] online notarization, this 31 day of December 2022, by Sylvia Telezinski, as Secretary Vice President of The Inlet at Sebastian Condominium Association, Inc. [☐] who is personally known to me, or [☒] who has produced identification [Type of Identification: _____].

Notarial Seal  **PATRICIA WOODMANSEE**
Notary Public
State of Florida
Comm# HH326133
Expires 11/2/2026

THE INLET AT SEBASTIAN CONDOMINIUM
ASSOCIATION, INC.

By: [Signature]
Judith M. Telezinski
Sylvia TELEZINSKI

[Signature]
Notary Public