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Florida Department of State  
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*Amel*  
JAN 29 2014

R. WHITE

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COR AMND/RESTATE/CORRECT OR O/D RESIGN

SANDPIPER GULF RESORT PROPERTY OWNERS ASSOCIATION, I

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14 JAN 28 PM 2:45

Division of Corporations  
Tallahassee, Florida

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COVER LETTER

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: Sandpiper Gulf Resort Property Owners Association, Inc.

DOCUMENT NUMBER: N04000007715

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

Please return all correspondence concerning this matter to the following:

Steven M. Falk, Esq.  
(Name of Contact Person)

Roetzel & Andress, LPA  
(Firm/ Company)

850 Park Shore Drive, Suite 300  
(Address)

Naples, FL 34103  
(City/ State and Zip Code)

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

For further information concerning this matter, please call:

Steven M. Falk, Esq. at (239) 293-3907  
(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:

- \$35 Filing Fee
- \$43.75 Filing Fee & Certificate of Status
- \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)
- \$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  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

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14 JAN 28 AM 10:16

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Articles of Amendment  
to  
Articles of Incorporation  
of

(Name of Corporation as currently filed with the Florida Dept. of State)  
**Sandpiper Gulf Resort Property Owners Association, Inc.**  
(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:**

\_\_\_\_\_ <sup>The new</sup>  
*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:*

\_\_\_\_\_, Florida \_\_\_\_\_  
*(City) (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	PT	John Doe
<input checked="" type="checkbox"/> Remove	V	Mike Jones
<input checked="" type="checkbox"/> Add	SV	Sally Smith

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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The date of each amendment(s) adoption: 11/29/13, if other than the date this document was signed.

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

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 11/25/2014  
 x Signature Michael A. Lehman  
 (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)

Michael Lehman  
 (Typed or printed name of person signing)  
President  
 (Title of person signing)

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EXHIBIT "A"

New language indicated by underlining.  
Deleted language indicated by ~~hyphens~~.

**Amendments to Articles of Incorporation**

ARTICLE III  
Powers and Duties

The Master Association shall have and exercise all rights and powers conferred upon corporations not for profit and condominium associations under the laws of the State of Florida consistent with these Articles and the Master Declaration. The Master Association shall also have all of the powers and authority reasonably necessary or appropriate to implement the purposes and to carry out duties imposed upon it by the Master Declaration, including, but not limited to, the following:

[Sections 3.1 through 3.9 not amended]

3.10 To exercise all rights and powers set forth in the Declaration of Condominium for Sandpiper Gulf Resort III, a Condominium,

ARTICLE V  
Membership

The members of the Master Association shall be ~~Sandpiper Gulf Resort, LLC, a Florida limited liability company ("Declarant"), or the person or entity who is assigned the rights of Tolbert Gulfside Development Company, as Declarant under the Master Declaration,~~ and each Condominium Association ~~created~~ within SANDPIPER GULF RESORT as defined in the Master Declaration and the owner of the Lobby Unit of Sandpiper Gulf Resort III, a Condominium. Owners of Units in SANDPIPER GULF RESORT shall be entitled to the benefits of membership in the Master Association by virtue of their membership and beneficial interests in the Condominium Associations which are members of the Master Association; however, such Owners of Units (except for the owner of the Lobby Unit) in SANDPIPER GULF RESORT shall not attend meetings or have voting authority in the Master Association except through their respective Condominium Association and as set forth in the Master Declaration and By-Laws. No other persons or entities shall be entitled to membership. Membership rights and duties shall be subject to and controlled by the Master Declaration, which is in the form of a covenant running with the land.

ARTICLE VI  
Voting Rights

6.1 The Master Association shall have two (2) ~~three (3)~~ classes of voting memberships:

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(A) Class "A". Class "A" members shall be all of those Condominium Associations created within SANDPIPER GULF RESORT as described in the Master Declaration. Each Class A Member shall have one (1) vote for each Unit represented by such Class A Member.

~~(B) Class "B". There shall be one (1) Class "B" Member, the Declarant, or its assignee. The Class B Member shall have two (2) votes for each Unit subject to the Master Declaration, plus one (1) vote.~~

(B) Class "C". There shall be one (1) Class C Member, which is the owner of the Lobby Unit of Sandpiper Gulf Resort III, a Condominium. The Class C Member shall have thirty-three (33) votes in the Master Association.

ARTICLE VII  
Board of Directors

7.1 The affairs of the Master Association will be managed by a Board of Directors. The Board of Directors shall be comprised of the President of each Condominium Association which is a Class A Member of the Master Association, ~~plus one (1) Director designated by the Class B Member of the Association. In no case shall the number of Directors be less than three (3) prior to transfer of Master Association control pursuant to Article VI and termination of Class B membership. The Initial Directors of the Master Association shall be appointed by the Declaration, and the Declarant shall continue to appoint either all of the Directors, or if the Master Association is subject to the provisions of Florida Statute 718.301, a majority of the Directors, consistent with Florida Statute 718.301, until transfer of Master Association control to the Members other than Declaration.~~ After transfer of Master Association control, the President or his designee of each Member shall serve on the Board of Directors. ~~Except for the Directors elected by the Declarant,~~ All Directors of the Master Association must be Unit Owners and Members of the Condominium Association which elected such Director.

[remainder of Article VII not amended]

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