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DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

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06 FEB -8 PM 2:46

DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

*Amend.*

G. Coulllette FEB 08 2006

# Ard, Shirley & Hartman, P.A.

ATTORNEYS AT LAW

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SAMUAL J. ARD  
SCOTT SHIRLEY  
DANIEL W. HARTMAN  
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DANIEL T. PASCALE

MAILING ADDRESS:

POST OFFICE BOX 1874  
TALLAHASSEE, FLORIDA 32302-1874

February 8, 2006

**Via Hand Delivery**

Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

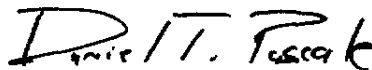
**Re: Amendment to Articles of Incorporation  
Elena-on-the-Bay Condominiums**

Dear Sir or Madam:

Enclosed are amendments to the Articles of Incorporation for the above-referenced entity along with a check (#6658) in the amount of \$52.50 to cover the cost of this filing. We are providing you with an original and one (1) copy, for our records, which we would like to have date stamped and returned with our messenger.

Please call if you have any questions. Thank you for your time and attention to this matter.

Sincerely,

  
Daniel T. Pascale

DTP:nh

Enclosures

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: Elona On The Bay Condominiums, Condominium Association, L

DOCUMENT NUMBER: N05000007957

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

Please return all correspondence concerning this matter to the following:

Daniel T. Pascale  
(Name of Contact Person)

And, Shiley & Hartman, P.A.  
(Firm/ Company)

207 W. Park Avenue Ste B  
(Address)

Tallahassee FL 32301  
(City/State and Zip Code)

For further information concerning this matter, please call:

Dan Pascale at (850) 577-6500  
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- |  |  |   |   |
|--|--|---|---|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input checked="" type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy<br>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

Articles of Amendment  
to  
Articles of Incorporation  
of

Eleven-On-The-Bay Condominiums, Condominium Association, Inc  
(Name of corporation as currently filed with the Florida Dept. of State)

1105000007957  
(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:

**NEW CORPORATE NAME (if changing):**

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not be used in the name of a not for profit corporation)

**AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE)** Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

Please see attachment

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TALLAHASSEE, FLORIDA

The date of adoption of the amendment(s) was:

January 5, 2006

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 was sufficient for approval.

☒ There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signature

(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.)

PAUL DAGNESE

(Typed or printed name of person signing)

President

(Title of person signing)

**FILING FEE: \$35**

## ARTICLE II - PURPOSES AND POWERS

The Association does not contemplate pecuniary gain or profit to the members thereof. The specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the condominium units and common elements within that certain Condominium more particularly described in the Declaration of Condominium for ELENA-ON-THE-BAY CONDOMINIUMS, a Condominium (hereafter, "the Declaration of Condominium"), and to promote the health, safety and welfare of the residents within the Condominium and any additions. In order to effectuate these purposes, the Association shall have the power to exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Declaration of Condominium, which powers and privileges include but are not limited to the following:

1. To fix, levy, collect and enforce payment by any lawful means all appropriate charges or assessments;

2. To pay all expenses incident to the conduct of the business of the Association, including all licenses, taxes and governmental charges levied or imposed against the Common Elements;

3. To acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of the Common Elements on behalf of the membership of the Association;

~~4. To borrow money and mortgage, pledge or hypothecate any or all of the Common Elements as security for money borrowed or debts incurred;~~

4. To borrow money, and as appropriate, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

5. To participate in mergers and consolidations with other nonprofit corporations organized for the same purposes; and

6. To have and to exercise any and all powers, rights and privileges which a corporation organized under the Florida Not-for-Profit Corporation Law may now or hereafter have or exercise.

## ARTICLE VII - BY-LAWS

The first By-Laws of the Association shall be adopted by the its first Board of Administrators and may thereafter be altered, amended or rescinded in the manner provided in such By-Laws.

Prior to the time the Declaration of Condominium for Elena On the Bay Condominiums, A Condominium, is filed in the Public Records of Franklin County, Florida, the first Board of Administrators shall have full power to amend, alter or rescind the Bylaws by a majority vote.

After the aforesaid Declaration of Condominium is filed, the Bylaws may be amended, altered, supplemented or modified by the membership at the annual meeting, or at a duly convened special meeting of the membership, by vote, as follows:

A. If the proposed change has been approved by the unanimous approval of the Board of Administrators, then it shall require only a majority vote of the total membership to be adopted.

B. If the proposed change has not been approved by the unanimous vote of the Board of Administrators, then the proposed change must be approved by sixty-seven percent (67%) of the total vote of the membership.

## ARTICLE VIII - AMENDMENTS

Amendments to these Articles of Incorporation may be proposed by any member or Director, and shall be adopted in the same manner as is provided for the amendment of the Bylaws as set in Article VII above. Said amendment(s) shall be effective when a copy thereof, together with an attached certificate of approval by the membership, sealed, with the corporate seal, signed by the Secretary or an Assistant Secretary, and executed and acknowledged by the President or Vice-President, has been filed with the Secretary of State, State of Florida, and all filing fees paid.

~~Amendments to the Articles of Incorporation may be considered at any regular or special meeting of the members and may be adopted in the following manner:~~

- ~~1. By notice of the subject matter of a proposed amendment and of the meeting at which a proposed amendment is considered, which notice shall be made as required by the By-Laws:~~
- ~~2. By resolution for the adoption of a proposed amendment which may be proposed either by the Board or by a majority of the voting members. Administrators and members not present in person or by proxy at the meeting considering the amendment may express their approval in writing, provided that such approval is delivered to the Secretary at or prior to the meeting. Such amendments must be approved by not less than sixty-seven (67%) percent of the votes of the voting members.~~

#### ARTICLE X - DISSOLUTION

The Association may be dissolved in conjunction with the termination of the Condominium with the assent given in writing and signed by not less than seventy-five percent (75%) of the voting members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which the Association was created. In the event that such dedication shall be refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes.

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ARTICLE XIII - MISCELLANEOUS

A. Developer's Rights. No amendment of these Articles of Incorporation or the By-Laws shall change Developer's rights and privileges as set forth in the Declaration of Condominium without Developer's prior written approval so long as Developer ~~owns any Unit~~ holds any Unit for sale in the ordinary course of business.

B. Stock. The Association shall issue no shares of stock of any kind or nature whatsoever.

C. Severability. Invalidity of any one or more of the provisions hereof shall in no way affect any other provisions, which shall remain in full force and effect.

D. Registered Office. The initial registered office of the Association shall be:

**C/O Daniel T. Pascale, Esq.  
Ard, Shirley & Hartman, P.A.  
207 West Park Avenue, Suite B  
Tallahassee, FL 32301**