

N05000008329

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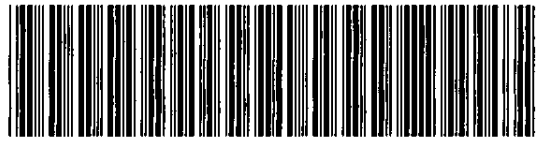
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DIVISION OF CORPORATIONS
2007 DEC -6 AM 11:45

B 12/10/07
Amend + list

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: NORTH COURTENAY SQUARE CONDOMINIUM ASSOCIATION, INC.

DOCUMENT NUMBER: N05000008329

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

Please return all correspondence concerning this matter to the following:

John H. Evans, Esquire

(Name of Contact Person)

John H. Evans, P.A.

(Firm/ Company)

1702 S. Washington Ave.

(Address)

Titusville, FL 32780

(City/ State and Zip Code)

For further information concerning this matter, please call:

John H. Evans, Esquire

(Name of Contact Person)

at (321) 267-5504

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2007 DEC -6 AM 11:45

AMENDED AND RESTATED
ARTICLES OF INCORPORATION

OF

NORTH COURTENAY SQUARE CONDOMINIUM ASSOCIATION, INC.
a Corporation Not for Profit

In order to form a corporation under and in accordance with the provisions of Chapter 617 F.S., 2005, the laws of the State of Florida for the formation of corporations not for profit, we, the undersigned, hereby associate ourselves into a corporation for the purposes and with the powers hereinafter mentioned; and to that end we do, by these Articles of Incorporation, set forth:

ARTICLE I - NAME OF CORPORATION

The name of the proposed corporation will be:

NORTH COURTENAY SQUARE CONDOMINIUM ASSOCIATION, INC.

ARTICLE II: DURATION

Existence of the Corporation shall commence with the filing of these Articles of Incorporation with the Secretary of State, Tallahassee, Florida. The Corporation shall exist in perpetuity.

ARTICLE III - PURPOSE OF CORPORATION

That the purposes and objects of the Corporation shall be the maintenance, management and operation of all of the condominium properties of NORTH COURTENAY SQUARE CONDOMINIUMS, a Condominium, hereinafter and in these Articles of Incorporation referred to as the "Condominium", a Condominium regime to be established in accordance with the laws of the State of Florida upon the following described property situated, lying and being in Brevard County, Florida, to-wit:

See Exhibit "A" attached hereto and made a part hereof.

and to undertake the performance of acts and duties incident to the maintenance, management and operation of said Condominium in accordance with the terms, provisions, conditions and authorizations contained in these Articles of Incorporation and which may be recorded among the Public Records of Brevard County, Florida, at the time said property and the improvements now or hereafter situated thereon are submitted to a plan of Condominium ownership, which instrument is hereinafter referred to as the "Declaration", and to own, operate, lease, sell, trade or otherwise deal with such property, whether real or personal, as may be necessary or convenient in the management of said Condominium. The Corporation shall be conducted as a non-profit organization for the benefit of its members.

The Corporation shall operate, maintain and manage the surface water or stormwater management system(s) in a manner consistent with the St. Johns River Water Management District permit no. 42-009-34127-2 requirements and applicable District rules, and shall assist in the enforcement of the Declaration of Covenants and Restrictions which relate to the surface water or stormwater management system;

The Corporation shall levy and collect adequate assessments against members of the Association for the costs of maintenance and operation of the surface water or stormwater management system.

ARTICLE IV - POWERS OF THE CORPORATION

A. The Corporation shall have all of the powers and privileges granted to Corporations Not For Profit under the law pursuant to which this Corporation is chartered, and all of the powers and privileges which may be granted unto said Corporation or exercised by it under any other applicable laws of the State of Florida, including Section 718, Florida Statutes 1998, as may be amended,, commonly referred to as the "Condominium Act".

B. The Corporation shall have all of the powers reasonably necessary to implement and effectuate the purposes of the Corporation, including but not limited to the following:

(i) To make and establish reasonable rules and regulations and amendments thereto governing the use of Units and Common Property of the Condominium and in and about the lands incidental thereto, as said terms may be defined in the Declaration.

(ii) To levy against and collect assessments from members of the Corporation and against members Units to defray the common expenses of the Condominium as may be provided in the Declaration and in the By-Laws of this Corporation which may be hereafter adopted, and amended from time to time, including the right to levy and collect assessments for the purposes of acquiring, operating, leasing, managing and otherwise trading and dealing with such property whether real or personal, including Units in the Condominium, and which may be necessary or convenient in the operation and management of the Condominium and in accomplishing the purposes set forth in the Declaration.

(iii) To maintain, repair, replace, operate and manage the Condominium and the property comprising same, including the right to reconstruct improvements after casualty and to make further improvements of the Condominium property and to grant easements, rights-of-way and cross easements to third parties.

(iv) To contract for the management of the Condominium and to delegate to such contractor all of the powers and duties of the Corporation except those which may be required by the Declaration to have approval of the Board of Directors or membership of the Corporation.

(v) To enforce the provisions of the Declaration, these Articles of Incorporation, the By-Laws of the Corporation which may be hereafter adopted, the Covenants, Conditions and

Restrictions and the Rules and Regulations governing the use of the Condominium as same may be hereafter established and amended.

(vi) To now or hereafter acquire and enter into leases and agreements of every nature, whereby the Corporation acquires leaseholds, memberships and other possessory or use interests in lands or facilities, whether or not to lands or facilities, whether or not contiguous to lands of the Condominium, for the use or benefit of the owners of Units, all as may be deemed by the Board of Directors to be in the best interest of the Corporation.

(vii) To exercise, undertake and accomplish all of the rights, duties and obligations which may be granted or imposed upon the Corporation pursuant to the Declaration or Chapter 718 F.S., 1998, as from time to time amended.

ARTICLE V - MEMBERSHIP AND VOTING RIGHTS

The qualifications of the members, the manner of their admission to membership and termination of such membership, and voting of members shall be as follows:

A. The owners of the Units in the Condominium shall be members of the Corporation, and no other persons or entities shall be entitled to membership.

B. Membership shall be established by the acquisition to fee title to a Unit in the Condominium or by acquisition of a fee ownership interest therein, whether by conveyance, devise, judicial decree or otherwise, and the membership of any party shall be automatically terminated upon said party being divested of all such interest in any Unit, except that nothing herein contained shall be construed as terminating the membership of any party who may own two or more Units, so long as such party shall retain title to or a fee ownership interest in any Unit.

C. The 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 to said member's Unit. The funds and assets of the Corporation shall belong solely to the Corporation subject to the limitation that the same be expended, held or used for the benefit of the membership and for the purposes authorized herein, in the Declaration and the By-Laws which may be hereafter adopted.

D. VOTING: Each unit shall be entitled to as many votes as its percentage in the undivided interest in the common surplus and common expenses of the condominium as set forth in Exhibit "C" to the Declaration of Condominium for North Courtenay Square Condominium.

ARTICLE VI - TERM OF EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE VII - PRINCIPAL OFFICE

The principal place of business and the mailing address of the Corporation shall be:

c/o John H. Evans, Esquire
1702 South Washington Ave
Titusville, Florida 32780

The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VIII - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

John H. Evans, P.A.
1702 South Washington Ave
Titusville, Florida 32780

ARTICLE IX - MANAGEMENT OF THE CORPORATION

The affairs of the Corporation shall be managed by the President of the Corporation, assisted by one or more Vice Presidents, Secretary, Treasurer, and such additional officers as the Board of Directors may deem appropriate, subject to the directions of the Board of Directors. The Board of Directors, or the President, with the approval of the Board of Directors, may employ a managing agent or such other managerial and supervisory personnel or entities to administer or assist in the maintenance, management and operation of the Condominium, and the affairs of the Corporation, and any such person or entity may be so employed without regard to whether such person or entity is a member of the Corporation or a Director or Officer of the Corporation, as the case may be.

ARTICLE X - DIRECTORS

The number of members of the first Board of Directors of the Corporation shall be three (3). The number of members of a succeeding Board shall be as provided from time to time by the By-Laws of the Corporation. The members of the Board of Directors shall be appointed by the members of the Corporation at the Annual Meeting of the members as provided by the By-Laws of the Corporation. Each member of the Board of Directors shall be a member of the Corporation or shall be an authorized representative, officer or employee of a Corporate member of the Corporation.

ARTICLE XI - OFFICERS

The Board of Directors shall, at the time of the Annual Meeting and after their appointment by the Members of the Corporation, convene and thereupon elect a President, Secretary and Treasurer, and as many Vice Presidents, Assistant Secretaries and Assistant Treasurers as the Board of Directors shall determine. The President shall be elected from among the membership of the Board of Directors, but no other Officer need be a Director. The same person may hold two offices, the duties of which are not incompatible; provided, however, that the office of President and Vice President shall not be held by the same person, nor shall the offices of President and Secretary or Assistant Secretary be held by the same person.

ARTICLE XII - FIRST BOARD OF DIRECTORS

The names and post office addresses of the first Board of Directors who, subject to the provisions of these Articles of Incorporation, the By-Laws, and the laws of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors are elected and have qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Tony LaCourt	1601 Newfound Harbor Drive Merritt Island, Florida 32952
Kathy LaCourt	1601 Newfound Harbor Drive Merritt Island, Florida 32952
Bill Grillo	3777 Sunwood Merritt Island, Florida 32954

ARTICLE XIII - SUBSCRIBER

The name of the Subscriber to these Articles of Incorporation and his address is more particularly set forth as follows:

John H. Evans, Esquire
1702 South Washington Avenue
Titusville, Florida 32780

ARTICLE XIV - FIRST OFFICERS

The officers of the Corporation who shall serve until the first election under these Articles of Incorporation shall be the following:

Tony LaCourt	President
Tony LaCourt	Secretary/Treasurer
Kathy LaCourt	Vice President

ARTICLE XV - ADOPTION OF BY-LAWS

The original By-Laws of the Corporation shall be adopted by a majority vote of the members of the first Board of Directors of the Corporation present at the first meeting of said Board of Directors at which a quorum is present, and thereafter such By-Laws may be elected or rescinded only in such manner as said By-Laws may provide.

ARTICLE XVI - INDEMNIFICATION OF OFFICERS AND DIRECTORS

Every Director and every Officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding to which he may be a party, or in which he may become involved, by reason of his being or having been a Director or Officer of the Corporation, whether or not he is a Director or Officer at the time such expenses are incurred, except in such cases wherein the Director or Officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties, connected with such office; provided that, in the event of any claim for reimbursement or indemnification herein shall only apply if the Board of Directors approves such settlement and reimbursement as being in the best interests of the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or Officer may be entitled.

ARTICLE XVII - AMENDMENTS

A. An Amendment or Amendments to these Articles of Incorporation may be proposed by the Board of Directors of the Corporation acting upon a vote of the majority of the Directors, or by the members of the Corporation owning a majority of the Units in the Condominium, whether meeting as members or by instrument in writing signed by them. Upon any Amendment or Amendments to these Articles of Incorporation being proposed by said Board of Directors or members, such proposed Amendment or Amendments shall be transmitted to the President of the Corporation or other officer of the Corporation in the absence of the President, who shall thereupon call a Special Meeting of the members of the Corporation for a date not sooner than fourteen (14) days nor later than thirty (30) days from the receipt by him of the proposed Amendment or Amendments, and it shall be the duty of the Secretary to give to each member written or printed notice of such meeting, in accordance with the provisions of the By-Laws of the Association. At such meeting the Amendment or Amendments proposed must be approved by an affirmative vote of the members comprising not less than seventy-five (75%) percent of the membership in the Association in order for such Amendment or Amendments to become effective. Thereupon, such Amendment or Amendments of these Articles of Incorporation shall be transcribed and certified in such form as may be necessary to register the same in the Office of the Secretary of State of Florida, and upon the registration of such Amendment or Amendments with said Secretary of State, a certified copy thereof shall be recorded in the Public Records of Brevard County, Florida, within ten (10) days from the date of which the same are so registered.

B. In the event that the members owning the number of Units in the Condominium necessary to pass any Amendment or Amendments to these Articles of Incorporation shall execute an instrument amending these Articles of Incorporation, the same shall be and constitute, when duly registered in the Office of the Secretary of State, a valid Amendment to these Articles of Incorporation, and it shall not be necessary for the Meeting otherwise prescribed above to be held.

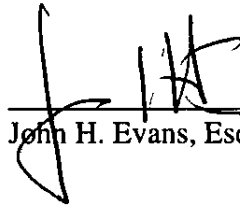
C. Notwithstanding the foregoing provisions of this Article XVII, no Amendment to these Articles of Incorporation which shall abridge, amend or alter the right of Developer to designate and select members of each Board of Directors of the Corporation, as provided in Section

4.15 of the By-laws, may be adopted or become effective without the prior written consent of Developer.

ARTICLE XVIII: DISSOLUTION

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 40-C42.027, F.A.C., and be approved by the St. Johns River Water Management District prior to such termination, dissolution or liquidation.

IN WITNESS WHEREOF, the Subscriber has hereunto set his hand and seal this 3 day of ~~November~~, 2007.
December



John H. Evans, Esquire

STATE OF FLORIDA
COUNTY OF BREVARD

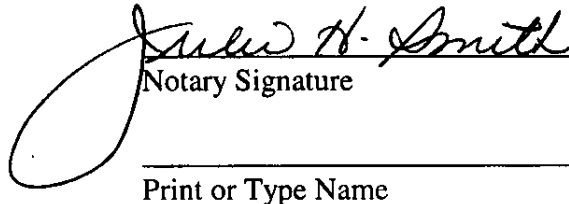
I HEREBY CERTIFY that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared John H. Evans, Esquire described in and who executed the foregoing instrument, who acknowledged before me that he executed the same. Said person is personally known to me. Said person provided a Driver's License as identification.

WITNESS my hand and seal in the County and State last aforesaid this 3 day of ~~November~~, 2007.
December

[SEAL]



JULIE H. SMITH
Commission DD 859065
Expires July 23, 2011
Bonded Through Pen Insurance 800-668-7018



Notary Signature

Print or Type Name

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA:

1. The name of the Corporation


North Courtenay Square Condominium Association, Inc.

2. The name and address of the Registered Agent and office is:

John H. Evans, P.A.
1702 South Washington Ave
Titusville Florida 32780

Having been named as Registered Agent and to accept service of process for the above stated Corporation at the place designated in this Certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all Statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

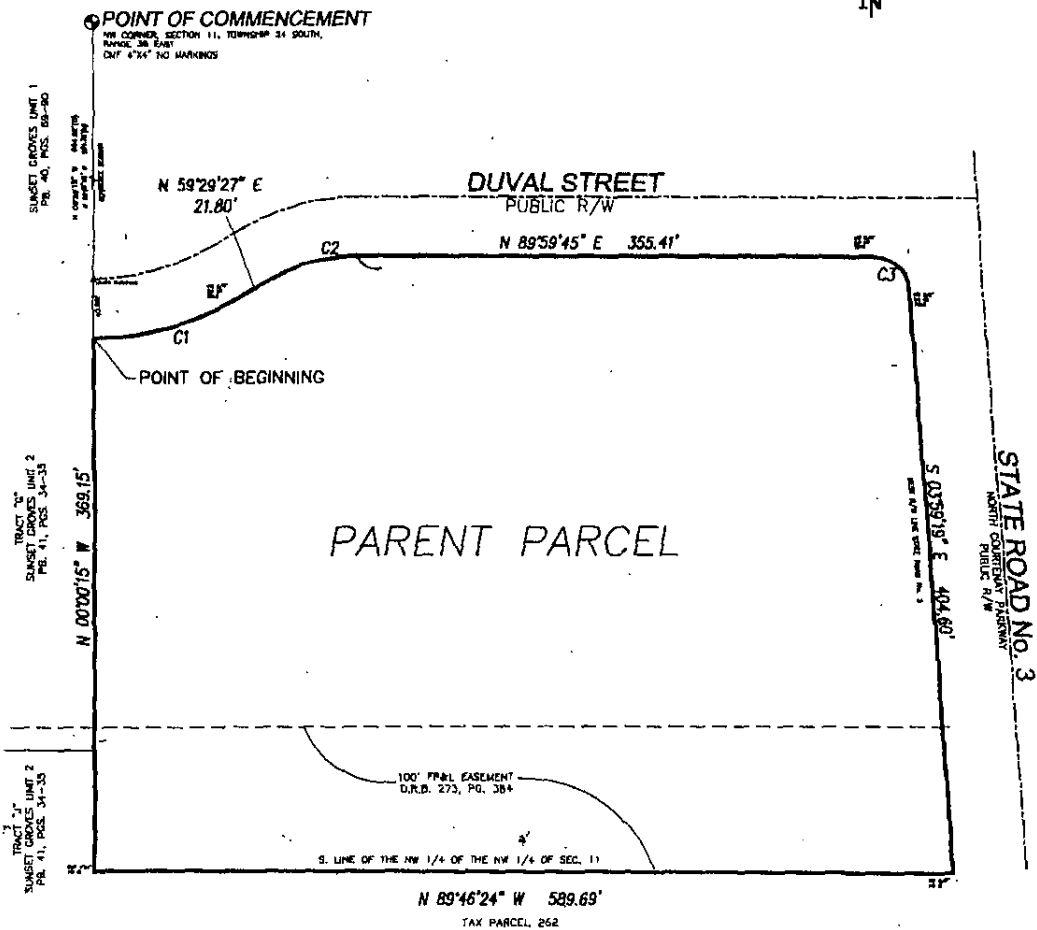
Date: 12/3/07



JOHN H. EVANS

NORTH COURTENAY SQUARE CONDOMINIUMS

Sketch of Survey
PARENT PARCEL



CURVE DATA
 C1
 RADIUS = 200.00'
 DELTA = 30°30'21"
 ARC = 106.48'
 C2
 RADIUS = 120.00'
 DELTA = 30°30'12"
 ARC = 63.89'
 C3
 RADIUS = 25.00'
 DELTA = 86°00'56"
 ARC = 37.53'

Campbell SURVEYING AND MAPPING
 OF BEHAVIOR, INC.

3525 N. COURTENAY PARKWAY -- SUITE 1
 MAILING ADDRESS: P.O. BOX 542148
 MERRITT ISLAND, FL 32954 PHONE (407) 453-5820

EXHIBIT
 A

NORTH COURTENAY SQUARE CONDOMINIUMS

PARENT PARCEL

LEGAL DESCRIPTION: (AS FURNISHED)

A PARCEL OF LAND LYING IN THE NORTHWEST 1/4 OF THE NORTHWEST 1/4 OF SECTION 11, TOWNSHIP 24 SOUTH, RANGE 36 EAST, BREVARD COUNTY, FLORIDA BEING PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCE AT THE NORTHWEST CORNER OF SAID SECTION 11 AND RUN SOO DEGREES 00'15' E, ALONG THE WEST LINE OF SAID SECTION, A DISTANCE OF 964.92 FEET TO A POINT ON THE SOUTH RIGHT OF WAY LINE OF DUVAL STREET (A PROPOSED 80 FOOT WIDE RIGHT OF WAY), THE POINT OF BEGINNING; THENCE CONTINUE S 00 DEGREES 00'15' E, ALONG SAID WEST LINE A DISTANCE OF 369.15 FEET TO A POINT ON THE SOUTH LINE OF THE NORTHWEST 1/4 OF SAID NORTHWEST 1/4 OF SECTION 11, THENCE S 89 DEGREES 46'24' E, ALONG SAID SOUTH LINE A DISTANCE OF 589.69 FEET TO A POINT ON THE WEST RIGHT OF WAY LINE OF STATE ROAD NO.3 (A 125 FOOT WIDE RIGHT OF WAY ALSO KNOWN AS NORTH COURTENAY PARKWAY); THENCE N 03 DEGREES 59'19' W, ALONG SAID WEST RIGHT OF WAY LINE, A DISTANCE OF 404.60 FEET TO THE POINT OF CURVATURE OF A 25.00 FOOT RADIUS CURVE TO THE LEFT, SAID CURVE BEING A RIGHT OF WAY TRANSITION FOR AFORESAID DUVAL STREET; THENCE NORTHERLY AND WEST ALONG THE ARC OF SAID CURVE AND ALONG SAID RIGHT OF WAY TRANSITION, THRU A CENTRAL ANGLE OF 86 DEGREES 00'56' A DISTANCE OF 37.53 FEET TO A POINT OF TANGENCY; THENCE S 89 DEGREES 59'45" W, ALONG THE AFORESAID SOUTH RIGHT OF WAY LINE OF DUVAL STREET, A DISTANCE OF 355.41 FEET TO THE POINT OF CURVATURE OF A 120.00 FOOT RADIUS CURVE TO THE LEFT; THENCE SOUTHWESTERLY ALONG THE ARC OF SAID CURVE AND ALONG SAID SOUTH RIGHT OF WAY LINE, THRU A CENTRAL ANGLE OF 30 DEGREES 30'18", A DISTANCE OF 63.89 FEET TO A POINT OF TANGENCY; THENCE S 59 DEGREES 29'27' W, A DISTANCE OF 21.80 FEET TO THE POINT OF CURVATURE OF A 200.00 FOOT RADIUS CURVE TO THE RIGHT; THENCE CONTINUE SOUTHWESTERLY ALONG THE ARC OF SAID CURVE AND SAID SOUTH RIGHT OF WAY LINE, THRU A CENTRAL ANGLE OF 30 DEGREES 30'18", A DISTANCE OF 106.48 FEET TO THE POINT OF BEGINNING.

SUBJECT TO A 100 FOOT WIDE FLORIDA POWER & LIGHT CO. EASEMENT RECORDED IN OFFICIAL RECORDS BOOK 273, PAGE 384; AND SUBJECT TO ALL OTHER EASEMENTS AND RIGHTS OF WAY OF RECORD.

The date of adoption of the amendment(s) was: 12.3.07

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 Anthony LaCourt Tony LaCourt
(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.)

Tony LaCourt

(Typed or printed name of person signing)

President

(Title of person signing)

FILING FEE: \$35