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Florida Department of State
Division of Corporations
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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
GLADSTONE PARK HOMEOWNERS ASSOCIATION, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	08
Estimated Charge	\$35.00

**Articles of Amendment
to
Articles of Incorporation
of**

Gladstone Park Homeowners Association, Inc.

(Name of Corporation as currently filed with the Florida Dept. of State)

N050000011603

(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:

The new 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:

(City)

Florida

(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	_____	_____	_____ _____ _____

E. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary). (Be specific)

See attached.

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ALL INFORMATION CONTAINED HEREIN IS UNCLASSIFIED

The date of each amendment(s) adoption: November 6, 2023, if other than the date this document was signed.

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

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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 November 6, 2023

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)

Dhiren Patel

(Typed or printed name of person signing)

Treasurer

(Title of person signing)

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**SECOND ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF GLADSTONE PARK HOMEOWNERS ASSOCIATION, INC.**

Pursuant to the Florida Business Corporation Act, **GLADSTONE PARK HOMEOWNERS ASSOCIATION, INC.**, a Florida not-for-profit corporation (the "Association"), hereby adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The following is hereby added as a new Article IX to the Articles of Incorporation:

ARTICLE IX

TERM

The term of the Association shall be perpetual.

SECOND: The following is hereby added as a new Article X to the Articles of Incorporation:

ARTICLE X

DUTIES AND POWERS

The Association is organized and shall exist upon a non-stock basis as a non-profit corporation under the laws of the State of Florida, and no portion of any earnings of the Association shall be distributed or inure to the private benefit of any member, director or officer of the Association. For the accomplishment of its purposes, the Association shall have all of the common law and statutory powers and duties of a corporation, not-for-profit under the laws of the State of Florida, except as limited or modified by these Articles, that certain Declaration of Covenants, Conditions and Restrictions for Gladstone Park (the "**Declaration**"), or the By-Laws of this Association, and it shall have all the powers and duties reasonably necessary to operate the Association pursuant to the Declaration as it may hereafter be amended, including, but not limited to, the following:

- A. To own and convey property;
- B. To levy and collect assessments against Members of the Association (as defined in the Declaration) to defray the costs, expenses and losses of the Association, and to use the proceeds of assessments in the exercise of its powers and duties;
- C. To own, lease, maintain, repair, replace, add to or operate the Common Areas (as defined in the Declaration);
- D. To reconstruct improvements after casualty and to make further capital improvements or additions to the Property;
- E. To make, amend and enforce reasonable rules and regulations governing the use of the Common Areas and the operation of the Association;

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F. To sue and be sued, and to enforce the provisions of the Declaration, these Articles and the By-Laws of the Association;

G. To borrow or raise money for any purposes of the Association, without limit as to amount; to draw, make, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures, and other negotiable or non-negotiable instruments and evidences of indebtedness; and to secure the payment of any thereof, and of the interest thereon, by mortgage, pledge, conveyance or assignment in trust, of the whole or any part of the rights or property of the Association;

H. To hold funds and the title to all property acquired by the Association for the benefit of the Members in accordance with the provisions of the Declaration, these Articles of Incorporation, and the By-Laws;

I. To operate and maintain the Water Management System, including all inlets, ditches, swales, culverts, water control structures, retention and detention areas, ponds, lakes, flood plain compensation areas, wetlands and any associated buffer areas, and wetland mitigation areas. Moreover, the Association shall operate, maintain, and manage the Water Management System in a manner consistent with Southwest Florida Water Management District ("SWFWMD") permit requirements and applicable District rules and regulations, and the terms and conditions of the Declaration (including enforcement provisions) which relate to the Water Management System. Additionally, the Association shall levy and collect adequate assessments against Members for the cost of maintenance and operation of the Water Management System, which assessments shall be used for the maintenance and repair of the Water Management System and mitigation or preservation areas, including, but not limited to, work within retention areas, drainage structures and drainage easements;

J. To take any other action necessary for the purposes for which the Association is organized; and

K. To exercise any and all rights set forth in the Florida Statutes.

THIRD: The following is hereby added as a new Article XI to the Articles of Incorporation:

ARTICLE XI

AMENDMENTS

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

A. Until Turnover of Control (as defined in the Declaration), the Declarant under the Declaration shall have the unilateral right to amend these Articles.

B. After election of a majority of the Board other than by the Declarant, amendments to these Articles may be proposed either by a majority of the whole Board or by a petition signed by the Members representing at least fifty percent (50%) of the voting interests of the Association. Once so proposed, the amendments shall be submitted to a vote of the Members no later than the next annual meeting for which proper notice can be given.

C. After election of a majority of the Board by Members other than by the Declarant, these Articles of Incorporation may be amended by a vote of two-thirds (2/3) of the Members present and voting at a special or annual meeting at which a quorum has been established. Any such amendment may

also be approved in writing by a majority of the total voting interests without a meeting. Notice of any proposed amendment must be given to the Members, and the notice must contain the text of the proposed amendment.

D. Any proposed amendment to these Articles, which would affect the Water Management System (including environmental conservation areas and the water management portions of the Common Areas), must be submitted to the SWFWMD or its successors for a determination of whether the amendment necessitates a modification of the surface water management permit.

E. An amendment shall become effective upon filing with the Secretary of State and recording a certified copy in the Public Records of Sarasota County, Florida.

FOURTH: The following is hereby added as a new Article XII to the Articles of Incorporation:

ARTICLE XII

DISSOLUTION

In the event of termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the Water Management System must be transferred to and accepted by an entity which complies with Rule 62-330.310, Florida Administrative Code, and Applicant's Handbook Volume I, Section 12.3, and must be approved by SWFWMD prior to such termination, dissolution or liquidation.

FIFTH: The foregoing amendment to the Association's Articles of Incorporation was adopted and approved by the Board of Directors by written consent effective as of November 6, 2023, and the number of votes cast for the amendment were sufficient for approval.

SIXTH: The foregoing amendment to the Association's Articles of Incorporation will become effective upon the filing of these Second Articles of Amendment to Articles of Incorporation with the Florida Department of State.

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