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(Requestor's Name)

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(City/State/Zip/Phone #)

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PICK-UP

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WAIT

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MAIL

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(Business Entity Name)

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(Document Number)

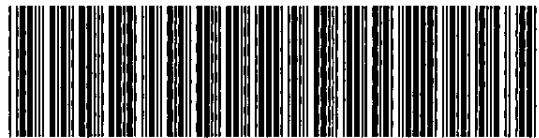
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**FILED**

**2009 JAN 27 AM 10:47**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

*Amend*

**TB**

*1-28-09*



January 7, 2009

VIA U.S. PRIORITY MAIL

Department of State  
Division of Corporations  
Corporate Filings  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Lake Emma Professional Building  
Commercial Association, Inc.

Dear Sir/Madam:

Enclosed please find Articles of Amendment to Articles of Incorporation for the above referenced corporation, together with a check in amount of \$43.75 to cover the filing fees (\$35.00) and fees for a certified copy of same (\$8.75.)

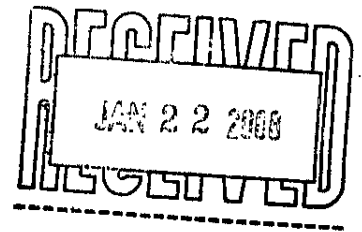
Please return the certified copy to the letterhead address.

Sincerely,

LAKE EMMA PROFESSIONAL BLDG.  
COMMERCIAL ASSOCIATION, INC.

Tamera T. Patitucci,  
Vice President

TTP/ks



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

January 16, 2009

LAKE EMMA PROFESSIONAL BUILDING COMMERCIAL ASSOCIATION,  
INC. - TAMERA T. PATITUCCI  
181 TIMACUAN BLVD  
LAKE MARY, FL 32746

SUBJECT: LAKE EMMA PROFESSIONAL BUILDING COMMERCIAL  
ASSOCIATION, INC.  
Ref. Number: N06000001380

We have received your document for LAKE EMMA PROFESSIONAL BUILDING COMMERCIAL ASSOCIATION, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date of adoption of each amendment must be included in the document.

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

Bylaws are not filed with this office. Please retain them for your records.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6925.

Teresa Brown  
Regulatory Specialist II

Letter Number: 209A00001758

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2009 JAN 27 AM 8:00

RECEIVED

FILED  
2009 JAN 27 AM 10:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION  
OF  
LAKE EMMA PROFESSIONAL BUILDING  
COMMERCIAL ASSOCIATION, INC.**

The undersigned officers of the Lake Emma Professional Building Commercial Association, Inc., a not-for-profit corporation (the "Association") organized and existing under the laws of the State of Florida, pursuant to the Declaration of Condominium for Lake Emma Professional Building, a Commercial Condominium, recorded in O. R. Book 6277, Page 1154, Public Records of Seminole County, Florida, as amended by First Amendment to Declaration of Condominium for Lake Emma Professional Building, a Commercial Condominium, recorded in O. R. Book 6778, Page 1601, Public Records of Seminole County, Florida hereby certify that the following amendments to the Articles of Incorporation of the Association were approved by unanimous approval of the entire voting interests of the members of the Association by written agreement on January 7, 2009, and by the unanimous approval of the entire Board of Directors of the Association by written agreement on January 7, 2009, as provided in the Association's governing documents and Florida law:

1. Throughout the Articles, there are numerous references to the "Board of Directors" as constituting the representative body responsible for the administration of the Association. Pursuant to amendment to Chapter 718, Fla. Stat., any reference to the "~~Board of Directors~~" shall hereafter mean and refer to the "Board of Administration".
2. Subparagraph A of Article VII entitled **BOARD OF DIRECTORS** is hereby amended to add the following sentence at the end:  
  
"Prior to serving on the Board of Administration, the proposed Board member shall execute and deliver to the Association a certificate form provided by the Division of Florida Condominiums, Timeshares and Mobile Homes of the Department of Business and Professional Regulation that he or she has read and understands, to the best of his or her ability, the governing documents of the Association and the provisions of Chapter 718, Fla. Stat. and any applicable rules."
3. Article XIII entitled **INDEMNIFICATION OF OFFICERS AND DIRECTORS** is hereby amended by adding a subsection C as follows:

"C. Notwithstanding the foregoing, an officer, director or agent of the Association shall discharge his or her duties in good faith, with the care an ordinary prudent person in a like position would exercise under similar circumstances, and in a manner he or she reasonably believes to be in the interests of the Association. An officer, director or agent shall be liable for monetary damages as provided in Sec. 617.0834, Fla. Stat., if such officer, director or agent breached or failed to perform his or her duties and the breach of, or failure to perform, his or her duties constitutes a violation of criminal law as provided in Sec. 617.0834, Fla. Stat.; constitutes a transaction from which the officer or director derived an improper personal benefit, either directly or indirectly; or constitutes recklessness or an act or omission that was in bad faith, with malicious purpose, or in a manner exhibiting wanton and willful disregard of human rights, safety or property."

In all other respects, the terms and conditions of the Articles of Incorporation shall remain the same.

IN WITNESS WHEREOF, the Lake Emma Professional Building Commercial Association, Inc. has caused these articles of amendment to be executed in its name on the 22nd day of January, 2009.

Witnesses:

Tamera J. Patitucci  
(Printed: Tamera T. Patitucci)

LAKE EMMA PROFESSIONAL BUILDING  
COMMERCIAL ASSOCIATION, INC.

BY: [Signature]

STANLEY H. SANDEFUR  
President and Secretary

Kathleen E. Stanley  
(Printed: Kathleen E. Stanley)

STATE OF FLORIDA  
COUNTY OF SEMINOLE

THIS INSTRUMENT was sworn to and acknowledged before me on this 22nd day of January, 2009, by Stanley H. Sandefur, as the President and Secretary of the LAKE EMMA PROFESSIONAL BUILDING COMMERCIAL ASSOCIATION, INC., a Florida corporation, under authority duly vested in him, and he is personally known by me.

Tamera J. Patitucci  
NOTARY PUBLIC-STATE OF FLORIDA

