

NO 0000003589

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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☐ MAIL

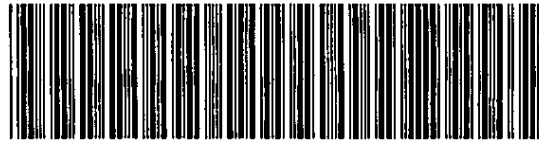
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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R. WHITE

611-200
17 JAN -6 PM 4:37
521-371-1000
HALLMARK

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: TRADITION AT PALM AIRE CONDOMINIUM ASSOCIATION, INC.

DOCUMENT NUMBER: N06000003589

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

Please return all correspondence concerning this matter to the following:

Bradley W. Butcher, Esq.

(Name of Contact Person)

Butcher & Associates, PL

(Firm/ Company)

6830 Porto Fino Circle, Ste. 2

(Address)

Fort Myers, FL 33928

(City/ State and Zip Code)

manager@traditionaphomes.com

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

For further information concerning this matter, please call:

Bradley W. Butcher

239

322-1651

at

(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

RECEIVED

16 DEC 20 PM 12:12

DEPT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Articles of Amendment
to
Articles of Incorporation
of

17 JAN -6 PM 4:37

TRADITION AT PALM AIRE CONDOMINIUM ASSOCIATION, INC.

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

N06000003589

(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

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	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
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.

November 30, 2016

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

November 30, 2016

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 12/16/2016

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)

Jennifer Kennedy

(Typed or printed name of person signing)

Secretary\Treasurer

(Title of person signing)

PREPARED BY AND RETURN TO:

Alexander Dobrev, Esq.
Lowndes, Drosdick, Doster, Kantor
& Reed, P.A.
215 N. Eola Drive
Orlando, Florida 32801

-----SPACE ABOVE THIS LINE RESERVED FOR RECORDING DATA-----

THIRD AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
TRADITION AT PALM AIRE CONDOMINIUM ASSOCIATION, INC.

THIS THIRD AMENDMENT TO THE ARTICLES OF INCORPORATION OF TRADITION AT PALM AIRE CONDOMINIUM, INC. (this "**Amendment**") is made as of the 30th day of November, 2016 by **TRADITION AT PALM AIRE CONDOMINIUM ASSOCIATION, INC.**, a Florida not-for-profit corporation (the "**Association**").

W I T N E S S E T H:

WHEREAS, the Association has been established pursuant to the terms of that certain Declaration of Condominium of Tradition at Palm Aire, a Condominium recorded October 12, 2006 in Official Records Book 2160, Page 2845, of the Public Records of Manatee County, Florida (the "**Declaration**"), the Articles of Incorporation of Tradition at Palm Aire Condominium Association, Inc., recorded as an attachment to the Declaration on October 12, 2006 in Official Records Book 2160, at Page 2902, as amended by that certain First Amendment to the Articles of Incorporation of Tradition at Palm Aire Condominium Association, Inc. filed on January 19, 2007 with the Florida Department of State, and as amended by that certain Second Amendment to the Articles of Incorporation of Tradition at Palm Aire Condominium Association, Inc. filed on September 12, 2012 with the Florida Department of State (collectively, the "**Articles**"), and the By-Laws of Tradition at Palm Aire Condominium Association, Inc., recorded as an attachment to the Declaration on October 12, 2006 in Official Records Book 2160, at Page 2913 (the "**By-Laws**");

WHEREAS, pursuant to Article 13, Section 13.2 of the Articles, the Association may amend its Articles by the affirmative vote or written consent of the Unit Owners holding in excess of a majority of the voting interests in accordance with Fla. Stat. §617.1002(1)(a);

WHEREAS, 196 Unit Owners comprising seventy-nine and three hundredths percent (79.03%) of the voting interests of the Association were present in person or by proxy at a duly noticed meeting of the members of the Association held on November 30, 2016 and voted in favor of this Amendment; and

WHEREAS, the undersigned Unit Owner (the "Approving Owner") owns 185 Units comprising seventy-four and fifty-nine hundredths percent (74.59%) of the Units and voting interests of the Association; and

WHEREAS, the Approving Owner having not less than the minimum number of votes necessary to authorize such action at a meeting of the Association has executed the written consent and joinder approving this Amendment without a meeting, without prior notice, waiving all prior notice, and without a vote at a meeting of the members of the Association in accordance with Sections 6.3 and 13.2 of the Articles, and Fla. Stat. §617.0701(4) and §617.1002(1)(a);

WHEREAS, the Association desires to amend the Articles as set forth herein; and

WHEREAS, the Approving Owner has executed this Amendment in order to evidence its acknowledgment and consent to the matters contained herein.

NOW, THEREFORE, the Articles are hereby amended and modified as follows:

1. Recitals. The recitals set forth above are true and correct and incorporated herein by this reference. All capitalized terms not otherwise defined in this Amendment shall have the meanings ascribed to them in the Articles.

2. Number and Qualification of Directors. Section 10.1 of the Articles is hereby amended as follows (~~stricken text~~ being deletions from the original text and underlined text being additions to the original text):

"10.1 Number and Qualification. The property, business and affairs of the Association shall be managed by a board consisting of the number of directors determined in the manner provided by the By-Laws, but which shall consist of not less than three (3) directors who are at least 18 years of age. ~~Prior to turnover of the Association to the Unit Owners, Directors need not be members of the Association; however, upon turnover, Directors shall be members of the Association. When Unit Owners other than Tradition Tarragon LLC, a Florida limited liability company, its successors or assigns (the "Developer") own fifteen percent (15%) or more of the Units that will be operated ultimately by the Association, such Unit Owners, other than the Developer, shall be entitled to elect no less than one third (1/3) of the members of the Board of Directors.~~

~~Such Unit Owners, other than the Developer, are entitled to elect not less than a majority of the members of the Board;~~

~~(a) Three (3) years after fifty percent (50%) of the Units that will be operated ultimately by the Association have been conveyed to purchasers;~~

~~(b) — Three (3) months after ninety percent (90%) of the Units that will be operated ultimately by the Association have been conveyed to purchasers;~~

~~(c) — When all of the Units that will be operated ultimately by the Association have been completed, some of them have been conveyed to purchasers, and none of the others are being offered for sale by the Developer in the ordinary course of business;~~

~~(d) — When some of the Units have been conveyed to purchasers and none of the others are being constructed or offered for sale by the Developer in the ordinary course of business; or~~

~~(e) — Seven (7) years after recordation of the Declaration.~~

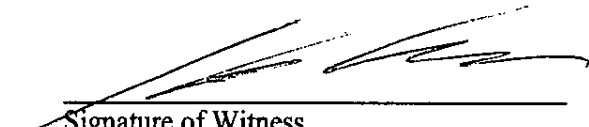
~~Developer shall have the right to elect a majority of the Board until the first occurrence of any of the above events. Developer is entitled to elect at least one (1) Director as long as Developer holds at least five percent (5%) of the Units in the Condominium for lease with terms greater than five (5) years or for sale in the ordinary course of business at least five percent (5%) of the Units in the Condominium. Following the time the Developer relinquishes control of the Association, the Developer may exercise the right to vote any Developer owned Units in the same manner as any other Unit Owner except for purposes of reacquiring control of the Association or selecting the majority members of the Board. The right reserved herein to Developer to elect and maintain Directors may be assigned to and exercised by its successor(s) in interest."~~

3. **Effect of Amendment.** Except as specifically modified by this Amendment, the Articles remain in full force and effect and are hereby ratified.

IN WITNESS WHEREOF, the Association has executed this Amendment as of the ____ day of December, 2016.

Signed, sealed and delivered in the presence of the following witnesses:

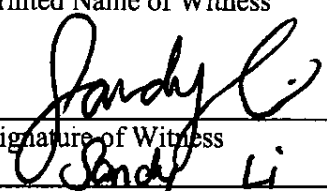
**TRADITION AT PALM AIRE
CONDOMINIUM ASSOCIATION, INC.,**
a Florida not-for-profit corporation



Signature of Witness

Charles G. Thomas

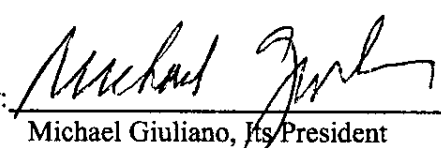
Printed Name of Witness



Signature of Witness

Sandy Li

Printed Name of Witness

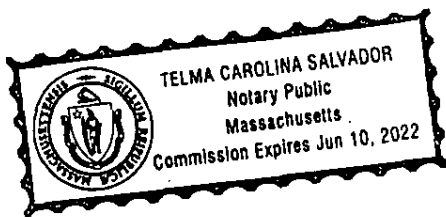
By: 

Michael Giuliano, Its President

STATE OF Massachusetts
COUNTY OF Middlesex

The foregoing instrument was acknowledged before me this 9th day of December, 2016,
by **MICHAEL GIULIANO**, as **President** of **TRADITION AT PALM AIRE**
CONDOMINIUM ASSOCIATION, INC., a Florida not-for-profit corporation, on behalf of the
corporation, who ☐ is personally known to me or ☒ has produced
MAN 522599120 as identification.

(NOTARY SEAL)



Telma Salvador
Notary Public Signature
Telma Salvador
(Name typed, printed or stamped)

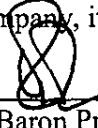
**ACTION BY CONSENT, WAIVER OF NOTICE, AND
JOINDER OF APPROVING OWNER**

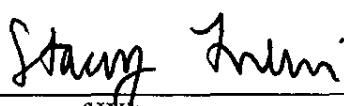
The undersigned, JWC SARASOTA TPA LLC, a Florida limited liability company, Owner of 185 Units (the "**Approving Owner**"), which represents seventy-four and fifty-nine hundredths percent (74.59%) of the voting interests within TRADITION AT PALM AIRE, A CONDOMINIUM hereby waives written notice of a meeting of the members; takes the following action by written consent, pursuant to the provisions of Fla. Stat. §617.0701(4); and signifies its consent to and approval of the foregoing Amendment to the Articles of Incorporation of Tradition at Palm Aire Condominium Association, Inc.


Signed, sealed and delivered in the
presence of the following witnesses:

JWC SARASOTA TPA LLC, a Florida
limited liability company

By: PRESTON GIULIANO CAPITAL
PARTNERS LLC, a Florida limited
liability company, its Managing Member

By: 
H. LeBaron Preston,
its Managing Member

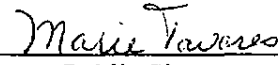

Signature of Witness
Stacey Furlin
Printed Name of Witness


Signature of Witness
LuAnn Sawyer
Printed Name of Witness

STATE OF Rhode Island
COUNTY OF Providence

The foregoing instrument was acknowledged before me this 8th day of December, 2016, by **H. LEBARON PRESTON**, as **Managing Member** of **PRESTON GIULIANO CAPITAL PARTNERS LLC**, a Florida limited liability company, as **Managing Member** of **JWC SARASOTA TPA LLC**, a Florida limited liability company, on behalf of the company, who ☒ is personally known to me or ☐ has produced _____ as identification.

(NOTARY SEAL)


Notary Public Signature

MARIE TAVARES 6/7/2020
(Name typed, printed or stamped) # 62240

SCHEDULE TO JOINDER BY
JWC SARASOTA TPA LLC

IDENTIFICATION OF THE APPROVING OWNER'S UNITS

UNITS 31-01, 31-02, 31-03, 31-04, 31-05, 31-06, 31-07, 31-08, 33-01, 33-02, 33-03, 33-04, 33-05, 33-06, 33-07, 35-01, 35-03, 35-04, 35-05, 35-06, 35-07, 35-08, 37-01, 37-02, 37-04, 37-05, 37-06, 37-07, 37-08, 39-01, 39-02, 39-03, 39-06, 39-08, 41-01, 41-02, 41-04, 41-05, 41-06, 41-08, 46-01, 46-03, 46-05, 46-06, 46-08, 46-10, 46-12, 46-13, 46-16, 47-01, 47-02, 47-04, 47-08, 47-11, 47-12, 48-01, 48-02, 48-03, 48-08, 49-01, 49-02, 49-03, 49-04, 49-06, 49-07, 49-08, 49-09, 49-10, 49-12, 49-13, 49-14, 49-15, 49-16, 50-01, 50-03, 50-04, 50-06, 50-09, 50-10, 50-11, 50-13, 50-14, 50-15, 51-02, 51-03, 51-04, 51-05, 51-06, 51-07, 51-08, 52-03, 52-04, 52-05, 52-07, 52-08, 52-09, 52-10, 52-11, 52-13, 52-14, 52-15, 52-16, 53-01, 53-02, 53-03, 53-04, 53-05, 53-06, 53-07, 53-08, 53-09, 53-10, 53-11, 53-12, 53-13, 53-15, 53-16, 55-01, 55-02, 55-03, 55-04, 55-06, 55-09, 55-10, 55-11, 55-12, 55-13, 55-14, 55-15, 56-01, 56-02, 56-03, 56-04, 56-06, 56-07, 56-08, 57-01, 57-02, 57-03, 57-04, 57-05, 57-06, 57-07, 57-08, 57-09, 57-10, 57-11, 57-12, 57-13, 57-14, 57-16, 58-01, 58-03, 58-04, 58-05, 58-06, 58-07, 58-08, 58-09, 58-11, 59-01, 59-02, 59-03, 59-04, 59-05, 59-06, 59-07, 59-08, 59-10, 59-11, 59-12, 59-14, 59-15, 59-16, 61-01, 61-03, 61-04, 61-05, 61-06, 61-09, 61-11, 61-12, 61-13, 61-15, AND 61-16, OF TRADITION AT PALM AIRE, A CONDOMINIUM ACCORDING TO THE DECLARATION OF CONDOMINIUM THEREOF, RECORDED IN OFFICIAL RECORDS BOOK 2160, PAGE 2845, OF THE PUBLIC RECORDS OF MANATEE COUNTY, FLORIDA, AND ANY AMENDMENTS THERETO, TOGETHER WITH AN UNDIVIDED SHARE IN THE COMMON ELEMENTS.