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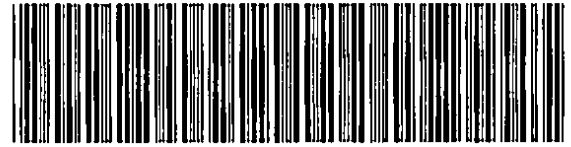
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Amendice

FEB 16 2021

ALBRITTON

COVER LETTER

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: Renaissance Oaks Homeowners Association, Inc.

DOCUMENT NUMBER: N06000004105

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

Please return all correspondence concerning this matter to the following:

Steven H. Mezer, Esq.

(Name of Contact Person)

Becker & Poliakoff, P.A.

(Firm/ Company)

1511 N. Westshore Blvd., Suite 1000

(Address)

Tampa, FL 33607

(City/ State and Zip Code)

smezer@beckerlawyers.com

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

For further information concerning this matter, please call:

Steven H. Mezer, Esq.

813

527-3900

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:

- |  |  |   |  |
|--|--|---|--|
| <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 type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy is<br>Enclosed) |
|--|--|---|--|

Mailing Address

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Street Address

Amendment Section  
Division of Corporations  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303

Articles of Amendment  
to  
Articles of Incorporation  
of

Renaissance Oaks Homeowners Association, Inc.

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

N06000004105

(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	_____	_____	_____ _____ _____

Page 2 of 4

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

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

See attached.

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This image shows a single sheet of white paper with horizontal ruling lines. The lines are evenly spaced and run across the width of the page. There are no margins, text, or other markings on the paper.

The date of each amendment(s) adoption: November 18, 2015, if other than the date this document was signed.

**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.

✓ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.

Additions indicated by double-underlining.

Deletions indicated by ~~strikeout~~.

**Amendment No. 1:** Amendment to first paragraph of the Articles as set forth below is hereby amended as set forth below and shall provide as follows:

~~The undersigned, by these Articles, hereby associate for the purpose of forming a corporation~~In accordance with the provisions of Sections 617.1002 and 617.1007 of the Florida Statutes, Renaissance Oaks Homeowners Association, Inc., a Florida not for profit corporation formed under Chapter 617, Florida Statutes and subject to the provisions of Chapter 720, Florida Statutes, and certify as follows hereby adopts the following Amended and Restated Articles of Incorporation:

**Amendment No. 2:** Amendment to Article I of the Articles as set forth below is hereby amended as set forth below and shall provide as follows:

#### ARTICLE I — NAME AND PRINCIPAL OFFICE

The name of the corporation ~~shall be~~(hereinafter referred to as the "Corporation" or the "Association")is: RENAISSANCE OAKS HOMEOWNERS ASSOCIATION, INC., hereinafter sometimes referred to as the "Association" and its principal office is at ~~463 Bayside Drive~~4151 Woodlands Parkway, Palm Harbor, Florida 34685.

**Amendment No. 3:** Amendment to Article II of the Articles as set forth below is hereby amended as set forth below and shall provide as follows:

#### ARTICLE II - DEFINITIONDEFINITIONS

All words, phrases, names and terms ~~used not otherwise defined~~in these Amended and Restated Articles of Incorporation and the Bylaws ("Articles") shall have the same meaning and be used and defined the same as they are in the First Amended and Restated Declaration of Covenants, Conditions and Restrictions of RENAISSANCE OAKS recorded or to be recorded in the Public Records of Pinellas County, Florida, as the same may be amended from time to time as therein provided (referred to herein as the "Declaration").

**Amendment No. 4:** Amendment to Article IV of the Articles as set forth below is hereby amended as set forth below and shall provide as follows:

#### ARTICLE IV - POWERS

The Association shall have the following powers:

4.1 To exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Amended Declaration—~~of~~

~~Covenants, Conditions and Restrictions of Renaissance Oaks,~~  
~~hereinafter called the "Declaration" and applicable to the Land, or any~~  
~~portion thereof, and recorded or to be recorded in the Public~~  
~~Records of Pinellas County, Florida, as the same may be~~  
~~amended from time to time as therein provided;~~

4.2 To fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Amended Declaration; to pay all expenses in connection therewith and all office, administrative, and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association; to borrow money, and with ~~the consent of two-thirds (2/3) of each class of membership~~ Requisite Member Consent, mortgage, pledge or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

4.3 To hold funds solely and exclusively for the benefit of the ~~members~~ Members of the Association for the purposes set forth in these Articles of Incorporation and the Declaration;

4.4 To promulgate and enforce rules, regulations, bylaws, covenants, restrictions and agreements to effectuate the purposes for which the Association is organized;

4.5 To delegate power or powers where such is deemed in the interest of the Association;

4.6 To purchase, lease, hold, sell, mortgage or otherwise acquire or dispose of, real or personal property; to enter into, make, perform or carry out contracts of every kind with any person, firm, corporation or association; to do any and all acts necessary or expedient for carrying on any and all of the activities and pursuing any and all of the objects and purposes set forth in ~~the~~ these Articles ~~of incorporation~~ and not forbidden by the laws of the State of Florida;

4.7 To dedicate, sell or transfer all or any part of the Common Properties to any public agency, authority or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication, sale or transfer shall be effective unless an instrument agreeing to such dedication, sale or transfer has been signed by ~~members entitled to cast not less than two-thirds (2/3) of the votes of each class of members of the Association~~ Members representing the Requisite Member Consent;

4.8 To charge recipients for services rendered by the Association and the user for use of Association property where such is deemed appropriate by the Board of Directors of the Association;

4.9 To pay taxes and other charges, if any, on or against property owned or accepted by the Association;

4.10 To have and exercise any and all powers, rights and privileges which a corporation organized under the Nonprofit Corporation Laws of the State of Florida by law may now or hereafter have or exercise;

4.11 To participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and Common Properties.

provided that any such merger or consolidation shall have ~~the assent of two thirds (2/3) of the votes of each Class Of members of the Association~~been approved by a Majority Member (as defined in Article VI hereof) Consent.

4.12 To operate and maintain the Common Properties, including but not limited to the surface water management system as permitted by the Southwest Florida Management District including all lakes, retention areas, culverts, and related appurtenances.

4.13 To enter into contracts and agreements with the associations for adjoining properties for shared maintenance, utility and security expenses.

Notwithstanding anything contained above to the contrary, no part of the net earnings of the Association shall inure to the benefit of any member and no distributions of income shall be made to its members, directors or officers.

**Amendment No. 5: Amendment to Article V of the Articles as set forth below is hereby amended as set forth below and shall provide as follows:**

#### ARTICLE V - MEMBERSHIP

Every person or entity who is a record ~~owner~~Owner of a Lot which is subject by the Declaration to assessment by the Association shall be a member of the Association. ~~Classes of membership may be established pursuant to the Declaration of Covenants, Conditions and Restrictions recorded for the Land.~~ Any ~~owner~~Owner of more than one Lot shall be entitled to one (1) membership for each Lot owned by him or her. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association. Change of membership in the Association for an ~~owner~~Owner shall be established by recording in the Public Records of Pinellas County, Florida, a deed or other instrument establishing record title to a Lot ~~in the Development~~ and by delivery of a recorded copy of the same to the Association. The Owner designated by such deed thus becomes a member of the Association and the membership of the prior ~~owner~~Owner is terminated.

**Amendment No. 6: Amendment to Article VI of the Articles as set forth below is hereby amended as set forth below and shall provide as follows:**

#### ARTICLE VI - VOTING

~~The Association shall have two (2) classes of members:~~

~~6.1 Class A. Class A members shall be all Owners, except the Developer, of Lots and shall be entitled to one (1) vote for each such Lot so owned.~~ The Association shall only one class of members.



~~6.2 Class B: The Class B member shall be the Developer and shall be entitled to twenty (20) votes for each lot owned. The Class B membership shall cease and be converted to Class A membership when the total votes outstanding in Class A membership equals or exceeds the total votes outstanding in the Class B membership, or December 31, 2010, whichever first occurs. Each of the Owners of Lots shall be Members of the Association and, subject to Section 6.3 hereof, shall be entitled to one (1) vote for each such Lot so owned.~~

~~6.3. When more than one person holds an interest in any Lot as an Owner, all such persons shall be Members of the Association; provided, however, that when there is a vote of the membership, (a) only one (1) vote may be cast, whether by written consent or by a vote at a meeting of the Members, with respect to each Lot and (b) only one Member of each Lot will be deemed to be present, in person or by proxy, at a meeting of the Members for the purposes of determining whether a quorum is present at such meeting.~~

~~6.4 [Reserved for Future Use].~~

~~6.5 For purposes of these Articles, the term "Majority Member Consent" shall mean with the approval of (i) a majority of the Members entitled to vote thereon at a meeting at which a quorum of the Members is present in person or by proxy or (ii) by written consent of a majority of all Members entitled to vote thereon provided, however, that either form of approval provided herein shall be by not less than sixteen (16) Members.~~

**Amendment No. 7: Amendment to Article VII of the Articles as set forth below is hereby amended as set forth below and shall provide as follows:**

#### ARTICLE VII - BOARD OF DIRECTORS OR DIRECTORS

~~7.1 The affairs of the Association shall be managed by a Board of Directors consisting of the number of Directors determined by the Bylaws, which shall initially be three (3) and never less than three (3) Directors. Directors need not shall be members of the Association.~~

~~7.2 Directors shall be elected at the annual meeting of the members in the manner determined by the Bylaws, subject to the quorum and voting restrictions of Section 6.3 hereof, by a plurality of the votes cast by Members entitled to vote in the election of directors at a meeting where a quorum is present. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided for in the Bylaws.~~

~~7.3 Members other than the Developer are entitled to elect at least a majority of the members of the Board of Directors of the Association when the earlier of the following occurs:~~

~~(a) three months after ninety per cent (90%) of the Lots have been conveyed to members; or~~

~~(b) December 31, 2010.~~

~~For purposes of this Section, the term "members other than the Developer" should not include builders, contractors, or others who purchase a parcel for the purpose of constructing improvements thereon for resale.~~

~~Notwithstanding the foregoing, the Developer shall be entitled to elect at least one (1) member of the Board of Directors officer of the Association, whether or not he is a director or officer at the time such expenses are incurred, except when the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties, provided that in the event of a settlement the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interest of the Association. 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.~~

**Amendment No. 8: Amendment to Article XI of the Articles as set forth below is hereby amended as set forth below and shall provide as follows:**

#### ARTICLE ~~XVIII~~ - BYLAWS

~~The first Bylaws of the Association shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the Bylaws.~~

**Amendment No. 9: Amendment to Article XII of the Articles as set forth below is hereby amended as set forth below and shall provide as follows:**

#### ARTICLE ~~XIX~~ —AMENDMENTS

Amendments to the Articles of Incorporation shall be proposed and adopted in the following manner.

~~42.19.1~~ Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is considered.

~~42.29.2~~ A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by the members of the Association. Approval of a resolution to amend these bylaws shall require approval by the Requisite Member Consent. Directors and ~~members~~ Members not present in person or by proxy at the meeting considering the amendment may express their approval in writing, providing such approval is delivered to the secretary at or prior to the meeting. ~~Except as elsewhere provided: (a) Such approvals must~~

~~be by not less than two-thirds (2/3) of the Members voting in person or by proxy at a meeting duly called where a quorum is represented.~~

~~12.3.3 Provided, however, that no amendment shall make any changes in the qualifications for membership nor the voting rights of members without the Developer's approval as long as the Developer owns a Lot in the Development. 12.4 A copy of each amendment shall be certified by the Secretary of State and be recorded in the Public Records of Pinellas County, Florida.~~

**Amendment No. 10: Amendment to Article XIII of the Articles as set forth below is hereby amended as set forth below and shall provide as follows:**

~~ARTICLE XIII - TERM~~

The term of the Association shall be perpetual.

**Amendment No. 11: Amendment to Article XIV of the Articles as set forth below is hereby amended as set forth below and shall provide as follows:**

~~ARTICLE XIV - SUBSCRIBERS XI - INDEMNIFICATION~~

~~The name and address of the subscriber of these Articles of Incorporation is as follows:~~

<u>Name</u>	<u>Address</u>
<del>Agostino DiGiovanni</del>	<del>163 Bayside Drive Clearwater, Florida 33767</del>

~~as long as the Developer holds for sale, in ordinary course of business, at least five per cent (5%) of the Lots in the Development.~~

~~7.4 The names and addresses of the members of the first Board of Directors who shall hold office until their successors are elected and have qualified, or until removed, are as follows:~~

<u>Names</u>	<u>Addresses</u>
<del>David DiGiovanni</del>	<del>7080 Hidden Oaks Circle Clearwater, Florida 33764</del>
<del>Mike Rigato</del>	<del>3939 Ulmerton Road Clearwater, Florida 33762 4211</del>

Ronald Letize

~~1928 Valencia Way  
Clearwater, Florida 33764~~

Agostino DiGiovanni

~~163 Bayside Drive  
Clearwater Florida 33767~~

Amendment No. 12: Amendment to Article VIII of the Articles as set forth below is hereby amended as set forth below and shall provide as follows:

~~ARTICLE VIII -- OFFICERS~~

~~The affairs of the Association shall be administered by the officers designated in the Bylaws. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Association and shall serve at the pleasure of the Board of Directors. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:~~

<u>Office</u>	<u>Names</u>	<u>Addresses</u>
President	David DiGiovanni	<del>7080 Hidden Oaks Circle Clearwater, FL 33765</del>
Vice President	Ronald Letize	<del>1928 Valencia Way Clearwater, FL 33765</del>
Secretary	Mike Rigato	<del>3939 Ulmerton Road Clearwater, FL 33762-4211</del>
Treasurer	Mike Rigato	<del>3939 Ulmerton Road Clearwater, FL 33762-4211</del>

Amendment No. 13: Amendment to Article IX of the Articles as set forth below is hereby amended as set forth below and shall provide as follows:

~~ARTICLE IX -- REGISTERED AGENT AND OFFICE~~

~~The street address of the initial registered office of the Association shall be 1253 Park Street, Clearwater, Florida 33756. The initial registered agent for the Association at the above address shall be Emil C. Pratas.~~

Amendment No. 14: Amendment to Article X of the Articles as set forth below is hereby amended as set forth below and shall provide as follows:

~~ARTICLE X -- INDEMNIFICATION~~

~~Every director and every~~

No director of the Association shall be personally liable to the Association or its Owners or members for monetary damages to the Association or any other person for any statement, vote, decision, or failure to act, regarding organizational management or policy, as a director, except to the extent that such exemption from liability is not permitted under Florida Not For Profit Corporation Act.

The Association shall indemnify to the full extent permitted by law any person who is made, or threatened to be made, a party to any action, suit, or proceeding (whether civil, criminal, administrative, or investigative) by reason of the fact that he or she is or was a director or officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding or settlement of 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 or serves or served as an director or officer of any other enterprises at the request of the Association. The foregoing shall not include a civil or administrative claim or criminal where the director is accused, the association is a victim, and the director is found liable for self-dealing, breach of fiduciary duty or criminal conduct or upon a plea of no contest or guilty or a finding of guilty. If the Florida Not For Profit Corporation Act is amended after the filing of these Articles of which this Article XI is a part to authorize organizational action further eliminating or limiting the personal liability of directors or officers, then the liability of directors and officers of the Association shall be eliminated or limited to the fullest extent permitted by the Florida Not For Profit Corporation Act as so amended.

Any repeal or modification of the foregoing paragraphs of this Article XI by the Members of the Association shall not adversely affect any right or protection of a director of the Association existing at the time of such repeal or modification.

**Amendment No. 15: Amendment to Article XV of the Articles as set forth below is hereby amended as set forth below and shall provide as follows:**

#### ARTICLE XV - DISSOLUTION

The Association may be dissolved with the consent given in writing and signed by ~~not less than two thirds (2/3) of each Class of members of the Association~~ Members representing the Majority Member Consent. 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 dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purposes.

~~These Articles of Incorporation have been duly approved by the undersigned as and constituting all of the subscribers and directors of said corporation in a meeting duly held and assembled.~~

CERTIFICATE OF AMENDMENT

Pursuant to Section 617.1007, Florida Statutes, the undersigned certifies that these Amended and Restated Articles of Incorporation of Renaissance Oaks Homeowners Association, Inc., (i) were approved by the directors on \_\_\_\_\_, 2015, and (ii) the number of votes cast by the Members of the Association for such amendments was sufficient for approval, all in accordance with the requirements of Article XII of the Articles of Incorporation of Renaissance Oaks Homeowners Association, Inc. existing prior to such amendment and restatement.

Dated this \_\_\_\_\_ day of \_\_\_\_\_, ~~2006~~  
2015.

\_\_\_\_\_  
~~ACOSTINO DIGIOVANNI~~

WITNESSES:

Renaissance Oaks Homeowners Association,  
on, Inc., a Florida not-for-profit corporation

Name: \_\_\_\_\_  
Print Name: \_\_\_\_\_

By: \_\_\_\_\_  
\_\_\_\_\_, President

Name: \_\_\_\_\_  
Print Name: \_\_\_\_\_

(Corporate Seal)

STATE OF FLORIDA -  
COUNTY OF ~~PINEELLAS~~ -  
COUNTY OF \_\_\_\_\_

~~BEFORE ME, the undersigned authority, personally appeared ACOSTINO DIGIOVANNI, who is personally known to me or who produced \_\_\_\_\_ as identification, and who, after being duly sworn, acknowledged that he executed the foregoing Articles of incorporation for the purposes expressed in such Articles this \_\_\_\_\_ day of \_\_\_\_\_, 2006. The foregoing instrument was acknowledged before me this \_\_\_\_\_ day of \_\_\_\_\_, 2015, by \_\_\_\_\_, as President of Renaissance Oaks Homeowners Association, Inc., a Florida not-for-profit corporation, on behalf of the corporation. He ☐ is personally known to me or ☐ has provided \_\_\_\_\_ as identification.~~

\_\_\_\_\_  
Print name: \_\_\_\_\_

~~Notary Public~~

~~Commission No. +~~

~~My Commission Expires +~~

My Commission Expires:

(AFFIX NOTARY SEAL)

(Signature)

Name:

(Legibly Printed or Typed)

Notary Public, State of Florida

(Commission Number, if any)

- ☐ 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 12-31-2020

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)

TERRY DRAKE

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)