

NO6 0000 11278

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

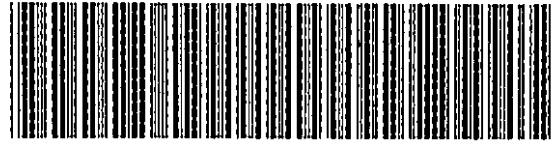
(Business Entity Name)

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Amend/ce

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Condominium, Homeowner  
and Cooperative Associations



Kevin T. Wells, Esq.  
Paul E. Olah, Jr., Esq.



Civil Litigation  
Construction Litigation

Michael W. Cochran, Esq.  
Jackson C. Kracht, Esq.  
Joseph A. Gugino, Esq.  
Steven K. Teuber, Esq.

July 27, 2020

Florida Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Certificate of Amendment  
Country Club East Homeowners' Association, Inc.

Dear Sir or Madam:

Please find enclosed Amendments to the Articles of Incorporation for the above-referenced corporation.

Enclosed is my firm check in the amount of \$43.75 for the filing fee and certified copy fee. Please return a certified copy to the undersigned at your earliest convenience.

Thank you for your assistance in this matter.

Very truly yours,

LAW OFFICES OF WELLS | OLAH, P.A.

/s/ Paul E. Olah, Jr.

Paul E. Olah, Jr., Esq.  
[polah@kevinwellspa.com](mailto:polah@kevinwellspa.com)

PEO/enl  
Enclosures

Prepared By and Return to  
Paul E. Olah, Jr., Esq.  
Law Offices of Wells | Olah, P.A.  
1800 Second Street, Suite 808  
Sarasota, FL 34236  
Telephone: (941) 366-9191  
Facsimile: (941) 366-9292

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**CERTIFICATE OF AMENDMENT**  
**ARTICLES OF INCORPORATION**  
**OF**  
**COUNTRY CLUB EAST HOMEOWNERS' ASSOCIATION, INC.**

We hereby certify that the attached Amendment to Article X of the Articles of Incorporation of Country Club East Homeowners' Association, Inc. (which original Articles were attached as Exhibit "B" to the Declaration of Covenants, Conditions, Restrictions and Easements for Country Club East, as recorded in the Official Records Book 2210, Page 2479 et seq. of the Public Records of Manatee County, Florida on June 15, 2007) was approved by not less than 66 2/3% of the total votes of the Voting Members at a meeting of Voting Members at which a quorum was attained on the 30<sup>th</sup> day of June, 2020 in accordance with Article IX of the Articles of Incorporation of Country Club East Homeowners' Association, Inc. and applicable Florida law.

DATED this 30<sup>th</sup> day of June, 2020.

Witnesses:

**COUNTRY CLUB EAST HOMEOWNERS'  
ASSOCIATION, INC.**

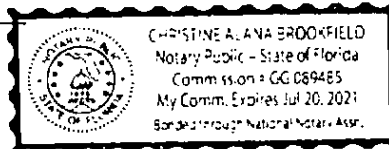
By Christine Alana Brookfield By: Michael C. Arnold  
(Signature) (Signature)  
Michael C. Arnold, President

Christine A. Brookfield Attest: [Signature]  
(Printed) David Murbach, Secretary

By [Signature]  
(Signature)

Megan Hens (Seal)  
(Printed)

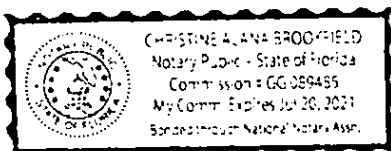
STATE OF FLORIDA )  
COUNTY OF MANATEE )



The foregoing instrument was sworn to and subscribed before me this 30<sup>th</sup> day of June, 2020, by Michael C. Arnold as President of Country Club East Homeowners' Association, Inc., who is personally known to me or has produced Driver's License as identification.

NOTARY PUBLIC

(Seal)



Sign Christine Alana Brookfield  
Print Christine Alana Brookfield  
State of Florida at Large  
My Commission expires: 7/20/21

ARTICLES OF INCORPORATION  
OF  
COUNTRY CLUB EAST HOMEOWNERS' ASSOCIATION, INC.  
A FLORIDA CORPORATION NOT-FOR-PROFIT

*[Additions are indicated by underline; deletions by strike-through]*

ARTICLE X:  
INDEMNIFICATION OF OFFICERS AND DIRECTORS

All Officers and Directors shall be indemnified by the Association for and against all expenses and liabilities, including counsel fees, reasonably incurred in connection with any proceeding (including Appellate proceedings) or settlement thereof in which they may become involved by reason of holding such office. In no event, however, shall any Officer or Director be indemnified for his own willful misconduct or, with respect to any criminal proceeding, his own knowing violation of provisions of law. The Association may purchase and maintain insurance on behalf of all Officers and Directors for any liability asserted against them or incurred by them in their capacity as Officers and Directors or arising out of their status as such.

Indemnification and Defense of Officers, Directors, Voting Members and Others.

Indemnity. The Association shall indemnify and hold harmless any Officer, Director, Voting Member, agent or committee member who was or is a party or is threatened to be made a party to any threatened, pending, or contemplated action, suit or proceeding, whether civil, criminal, administrative, or investigative, by reason of the fact that he or she is or was a Director, Officer, Voting Member, agent or committee member of the Association, against any and all costs and expenses, including reasonable attorney's fees and appellate attorney's fees; judgments; fines; and amounts paid in settlement actually and reasonably incurred by him or her in connection with such action, suit, or proceeding, unless (i) a court of competent jurisdiction finally determines, after all appeals have been exhausted or not pursued by the proposed indemnitee, that he or she did not act in good faith or in a manner he or she reasonably believed to be in or not opposed to the best interests of the Association, and, with respect to any criminal action or proceeding, that he or she had reasonable cause to believe that his or her conduct was unlawful, and (ii) such court also determines specifically that indemnification should be denied. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or upon a plea of *nolo contendere* or its equivalent shall not, in and of itself, create a presumption that the person did not act in good faith and in a manner which he or she reasonably believed to be in or not opposed to the best interests of the Association, and with respect to any criminal action or proceeding, had reasonable cause to believe that such conduct was unlawful. It is the intent of the membership of the Association, by the adoption of this provision, to provide the most comprehensive indemnification possible to their Officers, Directors, Voting Members, agents and committee members as permitted by Florida law, including first-party and third-party claims, and regardless of whether insurance coverage applies.

Defense. The Association shall defend a Director, Officer, Voting Member, agent or committee member of the Association from and against all costs and expenses, whether taxable or not, including attorney's fees and appellate attorney's fees, in connection with any threatened, pending, or contemplated action, suit or proceeding, whether civil, criminal, administrative, or investigative, by reason of the fact that he or she is or was a Director, Officer, Voting Member, agent or committee member of the Association.

Advances. Any and all costs and expenses, whether taxable or not, including attorney's fees and appellate attorney's fees, incurred in defending, or in connection therewith, any threatened, pending, or contemplated action, suit or proceeding, whether civil, criminal, administrative, or investigative, may be paid by the Association in advance of the final disposition of such action, suit, or proceeding upon receipt of an undertaking by or on behalf of the affected Director, Officer, Voting Member, agent or committee member subject to the understanding and agreement of such Director, Officer, Voting Member, agent or committee member to repay such amount if it shall ultimately be

determined that he or she is not entitled to be indemnified by the Association as authorized by this Article X.

Miscellaneous. The indemnification provided by this Article X shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under the Declaration, the Bylaws or any binding agreement and shall continue as to a person who has ceased to be a Director, Officer, Voting Member, agent or committee member and shall inure to the benefit of the heirs and personal representatives of such person.

Insurance. The Association is authorized to purchase and maintain insurance on behalf of any person who is or was a Director, Officer, Voting Member, committee member, employee, or agent of the Association, or a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against any liability asserted against him or her and incurred by him or her in any such capacity, or arising out of his or her status as such, whether or not the Association would have the obligation to indemnify him or her against such liability under the provisions of this Article X.

Amendment. Anything to the contrary herein notwithstanding, the provisions of this Article X may not be amended without the approval in writing of all persons whose interests would be adversely affected by such amendment.