

No 60000013004

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Special Instructions to Filing Officer:

Call 5-18-11
Spoke to Brenda wants
the Cert & Amend to the
Declaration of Const. pickup
done and by hand file
in per of the Amend

Office Use Only



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03/17/11--01036--029 **43.75

Amend

FILED
11 MAY 17 AM 11:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

fk 5-18-11



RECEIVED

11 MAY 17 AM 8:26

FLORIDA DEPARTMENT OF STATE
Division of Corporations
TALLAHASSEE, FLORIDA

March 18, 2011

TIMOTHY S. SHAW
KIRK-PINKERTON, PA
50 CENTRAL AVE, STE 700
SARASOTA, FL 34236

SUBJECT: THE FOUNTAINS OF LARGO CONDOMINIUM ASSOCIATION INC.
Ref. Number: N06000013004

We have received your document for THE FOUNTAINS OF LARGO CONDOMINIUM 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):

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.

If the corporation is a PROFIT corporation it must be signed by a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.

If the corporation is a NOT FOR PROFIT corporation it must be signed 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.

The attached Certificate of Amendment to the Declaration of Condominium, and By-Laws are not required to be filed with our office.

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) 245-6892.

Tina Roberts
Regulatory Specialist II

Letter Number: 211A00006686

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: The Fountains of Largo Condominium Association, Inc.

DOCUMENT NUMBER: N06000013004

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

Please return all correspondence concerning this matter to the following:

Timothy S. Shaw
(Name of Contact Person)

Kirk-Pinkerton, PA
(Firm/ Company)

50 Central Avenue, Suite 700
(Address)

Sarasota / FL 34236
(City/ State and Zip Code)

TRWayland@yahoo.com
E-mail Address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Terry Wayland at 239, 275-8320
(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

FILED

11 MAY 17 AM 11:29

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Amendment
To
Articles of Incorporation
of
The Fountains of Largo Condominium Association Inc.

Document No. N06000013004

The undersigned, being the President of The Fountains of Largo Condominium Association, Inc., a Florida Not for Profit Corporation, hereby certifies that pursuant to Section 617.1006, Florida Statutes, the following Amendment to the Articles of Incorporation was duly adopted by unanimous written consent of the Directors on March 8th, 2010.

AMENDMENT

[Amendment Coding: ~~Strikeout~~ indicates deletions to the text and double underline indicates additions to the text.]

1. Article 9, Section 9.1 is amended to read as follows:

9.1 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. ~~Directors, other than designees of Developer, must be members of the Association. Except for those Directors appointed or elected by the Developer, each Director shall be a member of the Association or an authorized agent of an Owner designated by a certificate filed with the Secretary of the Association to exercise the rights of an Owner who is not a natural person.~~

In all other respects, this Articles of Incorporation shall remain as they were prior to this Amendment being adopted.

IN WITNESS WHEREOF, I hereby set my hand and seal this 9 day of May, 2010.

By: 

Print Name: Stephen Greaney

As: President

This instrument prepared by:
Timothy S. Shaw, Esq.
Kirk-Pinkerton, PA
50 Central Ave., Ste 700
Sarasota, FL 34236

**CERTIFICATE OF AMENDMENT
TO THE
DECLARATION OF CONDOMINIUM,
ARTICLES OF INCORPORATION AND BY-LAWS
THE FOUNTAINS OF LARGO, A CONDOMINIUM**

THE UNDERSIGNED, being duly elected and acting as the President and as the Secretary of THE FOUNTAINS OF LARGO CONDOMINIUM ASSOCIATION, INC., a Florida not for profit corporation, hereby certifies that all of the resolutions set forth below were properly approved by required voting interests pursuant to all applicable governing documents and applicable law. The resolutions were approved and adopted for the purpose of amending the Declaration of Condominium of The Fountains of Largo, a Condominium (the "Declaration"), the Articles of Incorporation and the By-Laws of The Fountains of Largo Condominium Association, Inc., as recorded in Official Records Book 15546, Page 722, of the Public Records of Pinellas County, Florida.

AMENDMENTS

[Amendment Coding: ~~Strikeout~~ indicates deletions to the text and double underline indicates additions to the text.]

- I. The following resolution, first being proposed by a majority of the Board of Directors of The Fountains of Largo Condominium Association, Inc., a Florida not for profit corporation, was approved on March 8, 2010 by an affirmative vote of one hundred percent (100%) of the members of the Board of Directors, pursuant to the authority as provided in Article 12 of the Articles of Incorporation of The Fountains of Largo Condominium Association, Inc.

RESOLVED, that the Articles of Incorporation of the The Fountains of Largo Condominium Association, Inc., attached as Exhibit "B" to the Declaration, is amended in the following manner:

See Exhibit "A"

Certified Copy of the Articles of Amendment

- II. The following resolution, first being proposed by a majority of the Board of Directors of The Fountains of Largo Condominium Association, Inc., a Florida not for profit corporation, was approved on March 8, 2010 by an affirmative vote of one hundred percent (100%) of the members of the Board of Directors, pursuant to the authority as provided in Article 12 of the By-Laws of The Fountains of Largo Condominium Association, Inc.

RESOLVED, that Article 3, Section 3.5(c) of the By-Laws of The Foundations of Largo Condominium Association, Inc., attached as Exhibit "C" to the Declaration, is amended in the following manner:

3.5 Voting. ...

(c) Voting Member. If a Unit is owned by one person, his right to vote shall be established by the roster of members. If a Unit is owned by more than one person, those persons (including husbands and wives) shall decide among themselves as to who shall cast the vote of the Unit. In the event that those persons cannot so decide, no vote shall be cast. A person casting a vote for a Unit shall be presumed to have the authority to do so unless the President or the Board of Directors is otherwise notified. ~~If a Unit is owned by a corporation, the person entitled to cast the vote for the Unit shall be designated by a certificate signed by the appropriate officer of the corporation and filed with the Secretary of the Association. In the event a Unit is owned by a legal entity other than a natural person (including but not limited to corporations, limited liability companies, trusts and partnerships) such entity may file a certificate with the Secretary of the Association designating an officer, director, trustee, manager, member, partner or other authorized agent to exercise such entity's voting rights. Such person certificate shall be valid until revoked or until superseded by a subsequent certificate or until a change in the ownership of the Unit concerned. A certificate designating the person entitled to cast the vote for a Unit may be revoked by any record owner of an undivided interest in the Unit. If a certificate designating the person entitled to cast the vote for a Unit for which certificate is required is not on file or has been revoked, the vote attributable to such Unit shall not be considered in determining whether a quorum is present, nor for any other purpose, and the total number of authorized votes in the Association shall be reduced accordingly until such certificate is filed.~~

III. The following resolution, first being proposed by a majority of the Board of Directors of The Fountains of Largo Condominium Association, Inc., a Florida not for profit corporation, was approved on Nov 8, 2010 by an affirmative vote of one hundred percent (100%) of the members of the Board of Directors, pursuant to the authority as provided in Article 12 of the By-Laws of The Fountains of Largo Condominium Association, Inc.

RESOLVED, that Article 4, Section 4.1 of the By-Laws of The Foundations of Largo Condominium Association, Inc., attached as Exhibit "C" to the Declaration, is amended in the following manner:

4. Directors. ...

4.1 Membership. The affairs of the Association shall be governed by a Board of not less than three (3) nor more than nine (9) directors, the exact number to be determined in the first instance in the Articles, and, hereinafter, except as provided herein, from time to time upon majority vote of the membership. ~~Directors, other than designees of Developer, must be unit Owners. Except for those Directors appointed or elected by the Developer, each Director shall be a member of the~~

Association or an authorized agent of an Owner designated by a certificate filed with the Secretary of the Association to exercise the rights of an Owner who is not a natural person. A person who has been convicted of any felony by any court of record in the United States and who has not had the right to vote restored pursuant to the law of the jurisdiction of residence is not eligible for board membership. The validity of an action by the Board is not affected if it is later determined that a member of the Board is ineligible for Board membership due to having been convicted of a felony.

Signed, sealed and delivered
in the presence of:

THE FOUNTAINS OF LARGO
CONDOMINIUM ASSOCIATION, INC.,
a Florida not for profit corporation

Helen Fraser
* Helen Fraser
(*Print Name of Witness)

Maria Maland
* Maria Maland
(*Print Name of Witness)

By: [Signature]
Print Name: Stephen Greenberg
As its: President

Attest: [Signature]
Print Name: Stephen Greenberg
As its: Secretary

(CORPORATE SEAL)

STATE OF _____
COUNTY OF _____

The foregoing instrument was acknowledged before me this 9th day of May, 2018, by Stephen Greenberg, as President of THE FOUNTAINS OF LARGO CONDOMINIUM ASSOCIATION, INC., a Florida not for profit corporation, on behalf of the corporation. He/She is personally known to me or has produced Passport as identification and did not take an oath.

(NOTARIAL SEAL)

[Signature]
* Elizabeth Ann Maiden
*(Print Name of Notary Public)
Notary Public - State of Prov. of Ontario, Canada
My commission expires N/A
Commission Number _____

EXHIBIT "A"
**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
THE FOUNTAINS OF LARGO CONDOMINIUM ASSOCIATION, INC.**

BOARD MEMBER CERTIFICATION

To the Secretary of The Fountains of Largo Condominium Association, Inc. (the "Association")

I, Terry Wayland, certify that I have read
(print name of board member)

the association's declaration of condominium, articles of incorporation, bylaws, and current written policies and will work to uphold such documents and policies to the best of my ability and that I will faithfully discharge my fiduciary responsibility to the association's members.

Signed: [Signature]
(Signature of board member)

Date: 5-9-11

22.24 No Owner shall make any additions, alterations or improvements to the Life Safety Systems and/or to any other portion of the Condominium Property which may alter or impair the Life Safety Systems or access to the Life Safety Systems, without first receiving the prior written approval of the Board. In that regard, no lock, chain or other device or combination thereof shall be installed or maintained at any time on or in connection with any door on which panic hardware or fire exit hardware is required. Stairwell identification and emergency signage shall not be altered or removed whatsoever by any Unit Owner. No barrier, including, but not limited to, personally, shall impede the free movement of ingress and egress to and from all emergency ingress and egress passageways.

Each Unit Owner, by acceptance of a deed or other conveyance of a Unit, understands and agrees that the applicable governmental authority may require that within a time certain all buildings (including the Condominium), regardless of age, will be required to install a sprinkler and other Life Safety Systems. The cost of any such installation, and subsequent maintenance, repair, replacement and operation of same (including without limitation, the costs of utilities serving same) shall be deemed Common Expenses. Further, an easement is hereby reserved throughout the Condominium Property (and each Unit) for the installation, maintenance, repair, replacement and operation of any such systems. The Association may, but shall not be obligated to, establish a reserve to cover such future costs.

XXIII. Transfer of Association Control

23.01 In accordance with Florida law, when Unit Owners, other than the Developer, own fifteen (15%) percent or more of the Units in this Condominium that will be operated ultimately by the Association, the Unit Owners, other than the Developer, shall be entitled to elect not less than one-third (1/3) of the members of the Board of Administration of the Association. Unit Owners, other than the Developer, are entitled to elect not less than a majority of the members of the Board of Administration of the Association.

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

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

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

(4) 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, whichever occurs first. The Developer is entitled to elect at least one (1) member of the Board of Administration of the Association as long as the Developer holds for sale in the ordinary course of business at least five (5%) percent in Condominiums with less than five hundred (500) Units and two (2%) percent in Condominiums with more than five hundred (500) Units of the Condominium Units operated by the Association; or,

(5) Seven (7) years after the recordation of the Declaration of Condominium.

23.02 If the Developer holds Units for sale in the ordinary course of business, none of the following actions may be taken without approval in writing by the Developer:

(1) Assessment of the Developer as a Unit Owner for capital improvements.

Declaration of Condominium

(2) Any action by the Association that would be detrimental to the sale of Units by the Developer; provided, however, that an increase in Assessments for Common Expenses without discrimination against the Developer shall not be deemed to be detrimental to the sale of Units.

XXIV. Rights Reserved Unto Institutional First Mortgagees

So long as any Institutional First Mortgagee or Institutional First Mortgagees shall hold any mortgage upon any Condominium Unit or Condominium Units or shall be the Owner of any Condominium Unit or Condominium Units and complies with the provisions of Section 24.07 hereof, such Institutional First Mortgagee or Institutional First Mortgagees shall have the following rights, to-wit:

24.01 To be entitled to be furnished with at least one copy of the annual financial statement and report of the Association prepared by a certified public accountant designated by the Association, including a detailed statement of annual carrying charges or income collected and operating expenses, such financial statements and report to be furnished, upon written demand, within ninety (90) days following the end of each calendar year.

24.02 To be given notice by the Association of the call of any meeting of the membership to be held for the purpose of considering any proposed amendment to this Declaration or the Articles of Incorporation and By-Laws of the Association, which notice shall state the nature of the amendment being proposed, including, but not limited to, any proposed action that requires the consent of a specified percentage of eligible mortgage holders.

24.03 To be given notice of default by any member owning any Unit encumbered by a mortgage held by an Institutional First Mortgagee or Institutional First Mortgagees, such notice to be given in writing and sent to the principal office of such Institutional First Mortgagee or Institutional First Mortgagees, or to the place which it or they may designate in writing to the Association. Such notice of default shall include any sixty (60) day delinquency in the payment of assessments or charges owed by the Owner of any Unit on which it holds the mortgage.

24.04 To be given notice of any condemnation or casualty loss that affects either a material portion of the project or the Unit securing its mortgage.

24.05 To be given notice of a lapse, cancellation or material modification of any insurance policy maintained by the Owners' Association.

24.06 To cause the Association to create and maintain an escrow account for the purpose of assuring the availability of funds with which to pay premium or premiums due from time to time on insurance policy or policies which the Association is required to keep in existence, it being understood that the Association shall deposit in an escrow depository satisfactory to the Institutional First Mortgagee having the highest dollar indebtedness on Units in the Condominium Property a monthly sum equal to one twelfth (1/12th) of the annual amount of such insurance expense and to contribute such other sums as may be required therefor to the end that there shall be on deposit in said escrow account at least one (1) month prior to the due date for payment of such premium or premiums a sum which will be sufficient to make full payment therefor. The Insurance Trustee designated by the Association shall be the escrow depository for purposes hereof or the Board of Administration may designate any Institutional First Mortgagee interested in this Condominium to act in such capacity.

24.07 Whenever any Institutional First Mortgagee or Institutional First Mortgagees desire(s) the provisions of this Article to be applicable unto them, they shall serve written notice of such fact upon the Association by registered mail or certified mail addressed to the Association and sent to its address stated herein with a copy by registered or certified mail addressed to the Institutional First Mortgagee having the highest dollar indebtedness on Units in the Condominium Property, which written notices shall identify the Condominium Parcel or Condominium Parcels upon which any such Institutional First Mortgagees hold any mortgage or mortgages or