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*Amend*

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2008 JAN 11 AM 8:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Adm  
1/24/08*

**ROCK O'NEAL, P.A.**  
Attorney at Law  
150 153<sup>rd</sup> Avenue, Suite # 203,  
Madeira Beach, FL 33708  
Phone (727) 391-9775  
Fax (727) 391-9885

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January 7, 2008

DEPARTMENT OF STATE  
Division of Corporations  
Corporate Amendments  
P.O. Box 6327  
Tallahassee, FL 32314

Dear Sir or Madam,

Please record the ARTICLES OF AMENDMENT TO THE ARTICLES OF  
INCORPORATION OF COLOR KEY CABANA HOMES OWNER'S ASSOCIATION,  
INC. (Non for Profit).

For the payment please see enclosed check in amount of \$35.00.

Thank you for your help. If you have any questions, please call at above phone number.

Sincerely,



Rock O'Neal, Esq.



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

RECEIVED

08 JAN 23 AM 9:25

DIVISION OF CORPORATIONS  
TALLAHASSEE, FL

RE-SUBMIT  
PLEASE OBTAIN THE ORIGINAL  
FILE DATE

January 15, 2008

*CAPITAL  
connection*

ROCKY NEAL, P.A.  
150 153RD AVE STE 203  
NADEIRA BEACH, FL 33708

SUBJECT: COLOR KEY CABANA HOMES OWNERS' ASSOCIATION, INC.  
Ref. Number: N07000006505

We have received your document for COLOR KEY CABANA HOMES OWNERS' ASSOCIATION, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Nonprofit corporations do not have shareholders. Please remove any reference to shareholders from 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.

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: 408A00003184

RE-SUBMIT  
PLEASE OBTAIN THE ORIGINAL  
FILE DATE

**FILED**

2008 JAN 11 AM 8:50

ARTICLES OF AMENDMENT TO  
THE ARTICLES OF INCORPORATION OF

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**COLOR KEY CABANA HOMES OWNERS' ASSOCIATION, INC.**

In Compliance with Chapter 617, F.S. (Not for Profit)

We, the undersigned, being the President, Vice President and Secretary of **COLOR KEY CABANA HOMES OWNERS' ASSOCIATION, INC.**, hereby certify that the following Amendment to the Articles of Incorporation was duly adopted unanimously by all of the Directors and all of the current voting Members by the agreement dated DECEMBER 13, 2007. Said amendment was unanimously adopted, being sufficient votes cast for the approval of this amendment which was approved and effective DECEMBER 19, 2007. All waived notice of a meeting and entered the agreement for the amendment stated below.

**AMENDMENT**

**FIRST AMENDED ARTICLES OF INCORPORATION  
OF  
COLOR KEY CABANA HOMES OWNERS' ASSOCIATION, INC.**

In Compliance with Chapter 617, F.S. (Not for Profit)

**ARTICLE I**

**NAME**

The name of the corporation shall be: **COLOR KEY CABANA HOMES OWNERS' ASSOCIATION, INC.**

**ARTICLE II**

**PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be 402 161st Avenue, Redington Beach, Florida 33708.

## ARTICLE III

### PURPOSES AND POWERS

The purpose for which this corporation is organized is: The management of the common areas of the **COLOR KEY CABANA HOMES** development of Pinellas County, Florida, as a not for profit entity. The association shall cause the common areas to maintain Federal Emergency Management Agency (FEMA) and the National Flood Insurance Program (NFIP) integrity.

This corporation, herein referred to as the "Association" through its Board of Directors, shall exercise the following powers, which are:

- a. To own, operate, maintain, replace and to provide Architectural control over, the Lots and Common Areas located on that certain parcel of real property located in Pinellas County, Florida, known as **COLOR KEY CABANA HOMES** and described in Exhibit "A" to the Declaration; to borrow money; and
- b. To operate and maintain the Southwest Water Management System Facilities as permitted by the Southwest Water Management System District which shall be located on the Common Area.
- c. To acquire by purchase, gift or otherwise, and to own, build, improve, repair, maintain and replace, lease, transfer, dedicate, convey, to grant easements, mortgage, pledge or hypothecate any or all of the real or personal property owned by the Association for such purposes as may be agreed by the Members. No transfer, conveyance, dedication, mortgage, pledge or hypothecations shall be effective without the consent of a majority of the Members at a duly called meeting of the Association, or without consent of Declarant, so long as Declarant owns at least one lot; and
- d. To establish, levy, collect, to sue and be sued, and to enforce payment of all assessments and charges and to use the proceeds thereof in the exercise of the powers and purposes of the Association; and
- e. To promulgate and/or enforce rules, regulations, bylaws, covenants, restrictions, easements or agreements to effectuate the purposes of the Associations; and
- f. To contract for and by contract, to delegate all or any part of the powers and duties of the Association; and
- g. To take any other actions deemed necessary for the purposes for which the Association was organized.

Nothing in the foregoing shall be construed as to limit or restrict the Association in any way. The foregoing shall be construed as both powers and purposes.

#### ARTICLE IV

##### MANNER OF ELECTION

The manner in which the directors are elected or appointed: by simple majority vote as more fully set out in the By Laws.

#### ARTICLE V

##### INITIAL DIRECTORS AND/OR OFFICERS.

List name, address and specific title:

The initial Director, President and Secretary hereby appointed to serve until the first election is : Ed Fernandez, 402 161st Avenue, Redington Beach, Florida 33708.

#### ARTICLE VI REGISTERED AGENT

The name and Florida street address of the initial registered agent is: Ed Fernandez, 402 161st Avenue, Redington Beach, Florida 33708.

#### ARTICLE VII

The name and address of the incorporator and Declarant is: Ed Fernandez, 402 161st Avenue, Redington Beach, Florida 33708.

#### ARTICLE VIII

Every person or entity who is a record title owner of lots in the **COLOR KEY CABANA HOMES** development will automatically be members of the **COLOR KEY CABANA HOMES OWNERS' ASSOCIATION, INC.**, as more fully defined in the By Laws of the corporation. Membership is appurtenant to a Lot and cannot be conveyed other than by fee simple title to the Lot. The holding of a security interest in any Lot for the performance of an obligation shall not be considered sufficient to create a membership interest in the Association.

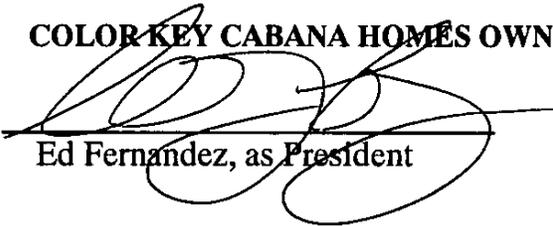
#### ARTICLE IX

The duration of the Association shall be perpetual. The Association may be dissolved by a vote of Eighty percent (80%) of the Members entitled to vote at any duly called meeting; provided that the proposed action is specifically set forth in the notice of any such meeting, and that, so

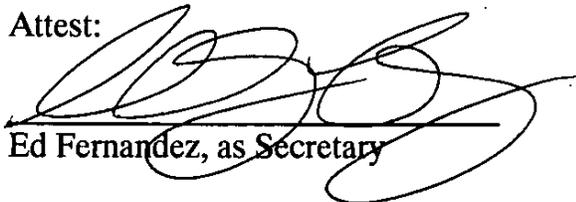
long as the Declarant owns at least one Lot, Declarant's written consent to the dissolution must first be obtained. Prior to the dissolution of the Association, the Southwest Water Management System Facilities as permitted by the Southwest Water Management District shall be conveyed or dedicated to an appropriate governmental unit or public utility and if said conveyance or dedication is not accepted, then said facilities shall be conveyed to a non-profit corporation similar to the Association.

IN WITNESS WHEREOF, we hereby set our hands and seals the dates set out below, March, 2007.

**COLOR KEY CABANA HOMES OWNERS' ASSOCIATION, INC.**

  
Ed Fernandez, as President

Attest:

  
Ed Fernandez, as Secretary

(Corporate Seal)

STATE OF FLORIDA  
COUNTY OF PINELLAS

BEFORE ME, personally appeared Ed Fernandez, as President and Secretary, of the above corporation to me well known and known to be the persons described in and who executed the foregoing ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF COLOR KEY CABANA HOMES OWNERS' ASSOCIATION, INC., and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 19 day of January, 2008.

  
Notary Public  
My Commission Expires:

NOTARY PUBLIC-STATE OF FLORIDA  
Rock O'Neal  
Commission # DD451011  
Expires: JULY 16, 2009  
Bonded Thru Atlantic Bonding Co., Inc.