

NO9019

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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MAIL

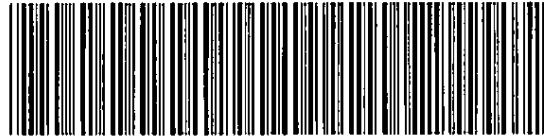
(Business Entity Name)

(Document Number)

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S. CHATHAM  
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JUN 17 2023



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

June 29, 2023

ELIZABETH L ZIMMERLE  
P.O. BOX 8083, 6001 N HWY A-1-A  
INDIAN RIVER SHORES, FL 32963 US

SUBJECT: PEBBLE BEACH PROPERTY OWNERS ASSOC., INC.  
Ref. Number: N09019

We have received your document for and your check(s) totaling \$35.00. 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 you have any further questions concerning your document, please call (850) 245-6000.

Summer Chatham  
Regulatory Specialist III  
Director's Office

Letter Number: 223A00014761

Pebble Beach Property Owners Association  
PO Box 8083 6001 N. HWY A-1-A  
Indian River Shores, Florida 32963

July 12, 2023

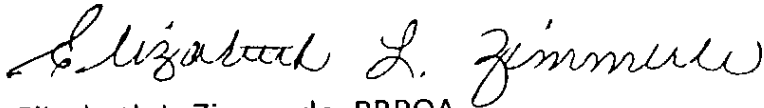
Subject: Association Documents, Ref. # N09019  
Revised Articles Of Incorporation

Letter # 223A00014761, Summer Chatham

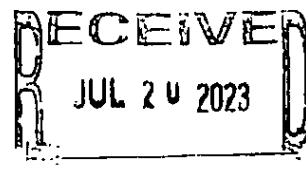
I have filled in the appropriate information regarding voting for the change in our Articles of Incorporation, Page 4.

Further information – at the time of the annual meeting on March 3, 2023, 22 homeowners had paid their dues, qualifying them as paid members of the Association. We require 75% of the paid members to change any item in our Articles, and we had 17 YES votes. This met the qualifications to change this document.

If further information is needed, please let me know.

  
Elizabeth L. Zimmerle, PBPOA

772-231-1490





FLORIDA DEPARTMENT OF STATE  
Division of Corporations

June 29, 2023

ELIZABETH L ZIMMERLE  
P.O. BOX 8083, 6001 N HWY A-1-A  
INDIAN RIVER SHORES, FL 32963 US

SUBJECT: PEBBLE BEACH PROPERTY OWNERS ASSOC., INC.  
Ref. Number: N09019

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Summer Chatham  
Regulatory Specialist III  
Director's Office

Letter Number: 223A00014761

AS PER  
ARTICLE VIII  
ITEM #1

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: PEBBLE BEACH PROPERTY OWNERS ASSOCIATION

DOCUMENT NUMBER: ND9019

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

Please return all correspondence concerning this matter to the following:

ELIZABETH L. ZIMMERLE

(Name of Contact Person)

N/A

(Firm/ Company)

PO BOX 8083 6001 N. HWY A-1-A

(Address)

INDIAN RIVER SHORES

VERO-BEACH, FLORIDA 32943

(City/ State and Zip Code)

mitzipaul@comcast.net

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

For further information concerning this matter, please call:

ELIZABETH ZIMMERLE

(Name of Contact Person)

at 772-231-1690

(Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- |   |  |   |  |
|---|--|---|--|
| <input checked="" 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

# **Amended and Restated Articles of Incorporation**

of

## **Pebble Beach Property Owners Association, Inc.**

March 11, 2023

We, the undersigned, being the President and Secretary of Pebble Beach Property Owners Assoc., Inc., a Florida corporation not for profit (the "Association"), in accordance with its Articles of Incorporation and By-Laws, do hereby certify:

1. The Association was originally incorporated on May 1, 1985, under Document Number N09019, pursuant to Chapter 617 of the laws of the State of Florida.
2. The original Articles of Incorporation of the Association (the "Original Articles") are hereby duly amended and restated in their entirety in accordance with the provisions of §617.1007(1), Fla. Stat., and Article VIII of the Original Articles by the Board of Directors of the Association and members entitled to vote thereon.
3. These Amended and Restated Articles of Incorporation have been duly executed by the President and Secretary of the Association on the date hereinafter set forth on the execution page.
4. As so adopted, these Amended and Restated Articles of Incorporation replace the Original Articles in their entirety and are substituted therefor.

### **ARTICLE I**

#### **Name**

The name of the Corporation shall be PEBBLE BEACH PROPERTY OWNERS ASSOCIATION, INC. For convenience, the corporation shall be referred to in this instrument as the Association.

### **ARTICLE II**

#### **Purposes**

- A. The specific purposes for which the Association is formed is to provide for the safety, maintenance, liability insurance, preservation and the mutual enjoyment of the members of the Association and to provide for the maintenance and preservation of the five-foot (5') walkway on the South and West sides of Lot 8, West side of Lot 19, Pebble Beach Development No. 1, and North and West of Lot 33, Pebble Beach Development No. 2.

### **ARTICLE III**

#### **Powers**

The powers of the Association shall include and be governed by the following:

- A. The Association shall have all the common law and statutory powers of a corporation not for profit which are not in conflict with the terms of these Articles.
- B. The Association shall have all the powers and duties set forth by these Articles, including, but not limited to the following:
  1. To make and collect Annual Dues upon lot owners of Pebble Beach Development #1 and Pebble Beach Development #2, two subdivisions.

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STATE

2. To use the proceeds of Dues in the exercise of its powers and duties.
3. To maintain, repair, replace and operate the property of the Association.
4. To construct or reconstruct any improvements upon the common property and to further improve the common property, provided approval is made by fifty-one percent (51%) vote of the Voting Membership, i.e., property owners whose dues are current.
5. To make and amend reasonable regulations regarding use of the property of the Association; provided, however, that all such regulations and their amendments shall be approved by not less than fifty-one percent (51%) vote of the Voting Membership of the Association.
6. To employ personnel to perform the services required for proper operation of the Association property.
7. Directors shall have emergency decision-making authority for any expenses that do not exceed \$1500.00. For all expenses beyond normal operating expenses, Voting Membership approval is required. Members shall be notified when emergency expenditures have been made. All approvals shall be made at a duly convened meeting by vote of Voting Membership or by signifying approval in writing or electronic document.
8. The Association shall not issue any stock.

#### ARTICLE IV

##### Membership in Association

- A. Qualifications: Only owners, as hereinafter provided, shall be eligible to become members in the Association.
1. Where two or more persons are the joint owners of a lot, they shall have joint membership but shall be entitled to one vote. Where a corporation owns a lot, only the corporation shall become a member.
  2. Whenever a member shall cease to own his or her legal or beneficial interest in a lot or shall cease to own his or her legal or beneficial interest in any other entity that owns a lot, such member shall automatically be dropped from the membership roll of the Association.
- B. Voting Rights: A member or his or her designee is eligible to vote when his or her annual dues are paid and current. Hereinafter this is referred to as a Voting Member. As a Voting Member of such Association, said owner shall be governed by the Articles of Incorporation and the By-Laws of the Association, and as a Voting Member shall be entitled to one vote for each lot owned.

#### ARTICLE V

##### Directors

- A. The affairs of the Association will be managed by a board consisting of the number of Directors as determined by the By-Laws, but not fewer than three (3) Directors, and in the absence of such determination, shall consist of three (3) Directors.

- B. Directors of the Association shall be elected at the annual meeting of the members in the manner determined by the By-Laws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by in the By-Laws.
- C. The names and addresses of the members of the Board of Directors who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

David Green	6001 N Highway A-1-A #8083 Vero Beach, FL 32963
Keith Vittitoe	6001 N Highway A-1-A #8083 Vero Beach, FL 32963
Elizabeth Zimmerle	6001 N Highway A-1-A #8083 Vero Beach, FL 32963

## ARTICLE VI

### Indemnification

Every Director of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him or her in connection with any proceeding or any settlement of any proceeding to which he or she may be a party of in which he or she may become involved by reason of his or her being or having been a Director of the Association, whether or not he or she is an Director at the time such expenses are incurred, except when the Director is adjudged guilty of willful misfeasance or malfeasance in the performance of his or her duties, provided that in the event of a settlement the indemnification shall apply only when the Directors approve 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 Directors may be entitled.

## ARTICLE VII

### By-Laws

The By-Laws of the Association may be altered, amended, or rescinded by the Voting Members as defined in Article XII of the By-Laws

## ARTICLE VIII

### Amendments

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

- A. 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.
- B. A resolution for the adoption of a proposed amendment may be proposed either by the Directors or by ten percent (10%) of the Voting Members of the Association. Directors and Voting 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.



1. Such approvals must be by not less than seventy-five (75%) percent of the Voting Membership of the Association.
- C. No amendment shall make any changes to the qualifications for membership nor the voting rights of members.

## ARTICLE IX

### Term

The term of the Association shall be perpetual.

## ARTICLE X

### Incorporators

The names and address of the incorporators of these Article of Incorporation are as follows:

Lowell F. Christy

926 Surf Lane, Indian River Shores  
Vero Beach, Florida 32963

Alfred E. MacAdam

935 Pebble Lane, Indian River Shores  
Vero Beach, Florida 32963

John B. McElderry

945 Reef Lane, Indian River Shores  
Vero Beach, Florida 32963

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## ARTICLE XI

### Registered Agent and Office

The name and street address of the registered agent of the Association is Elizabeth Zimmerle, 946 Pebble Lane, Vero Beach, FL 32963.

THE UNDERSIGNED, being the President and Secretary of Pebble Beach Property Owners Assoc., Inc., a Florida not for profit corporation, hereby certify that at a duly called meeting of the members of Pebble Beach Property Owners Assoc., Inc., held on the 3 day of MARCH, <sup>2023</sup>~~2021~~, in accordance with the requirements of Florida law and the Articles of Incorporation of Pebble Beach Property Owners Assoc., Inc., the membership of the Association affirmatively voted to amend and restate the Articles of Incorporation by a vote of 14 in favor and 0 opposed.

ARTICLE XI

Registered Agent and Office (continued)

Signed, sealed, and delivered in the presence of:

Pebble Beach Property Owners Assoc., Inc.,  
a Florida not for profit corporation

By: [Signature]  
David Saville, President

Witness #1  
Print: Michael Blake

Witness #2  
Print: Elizabeth L. Zimmerle

Print: ELIZABETH L. ZIMMERLE

Witness #1  
Print: Michael Blake

By: [Signature]  
Dale Samson, Vice President / SEC

Witness #2  
Print: ELIZABETH L. ZIMMERLE

STATE OF FLORIDA

COUNTY OF ~~DIAN RIVER~~ Indian River

The foregoing instrument was acknowledged before me by means of ☒ physical presence or ☐ online  
notarization, this 13th day of March, 2023, by David Green and Keith Vittitoe as President and  
~~Secretary~~ Vice president of Pebble Beach Property Owners Assoc., Inc., a Florida not-for profit corporation  
on behalf of the corporation. They are ☐ personally known to me or ☒ have produced  
Florida Drivers license as identification.

[Signature]  
Print: Dalia Gonzalez  
Notary Public, State of Florida  
Serial No. GG963454