

R. WHITE

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** CAPTAINS' COURT AT HARBORWALK VILLAGE CONDOMINIUM ASSOCIATION, INC.

**DOCUMENT NUMBER:** N11000006533

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

Please return all correspondence concerning this matter to the following:

Wendy Parker

(Name of Contact Person)

Captains' Court at Harborwalk Village Condominium Association, Inc.

(Firm/ Company)

4471 Legendary Drive

(Address)

Destin, FL 32541

(City/ State and Zip Code)

wparker@legendaryinc.com

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

For further information concerning this matter, please call:

Wendy Parker

(Name of Contact Person)

at

(850) 337-8000 x402

(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 checked="" 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  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Articles of Amendment  
to  
Articles of Incorporation  
of

15 OCT -8 PM 2:29

CAPTAINS' COURT AT HARBORWALK VILLAGE CONDOMINIUM ASSOCIATION, INC.

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

N11000006533

(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)

4471 Legendary Drive

Destin, FL 32541

**C. Enter new mailing address, if applicable:**  
(Mailing address MAY BE A POST OFFICE BOX)

4471 Legendary Drive

Destin, FL 32541

**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			_____

E. **If amending or adding additional Articles, enter change(s) here:**  
(attach additional sheets, if necessary). (Be specific)

See attached.

The date of each amendment(s) adoption: August 31, 2015, if other than the date this document was signed.


Effective date if applicable: \_\_\_\_\_  
(no more than 90 days after amendment file date)

**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.

Adoption of Amendment(s) **(CHECK ONE)**

- ☒ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ 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 October 7, 2015

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)

Ed McMullen, Jr.  
(Typed or printed name of person signing)

Vice President  
(Title of person signing)

**AMENDMENT TO THE ARTICLES OF INCORPORATION OF  
CAPTAINS' COURT AT HARBORWALK VILLAGE CONDOMINIUM ASSOCIATION, INC.  
(a corporation not-for-profit)**

This Amendment to the Articles of Incorporation of Captains' Court at HarborWalk Village Condominium Association, Inc. ("**Amendment**") is executed as of the date noted below by EMERALD GRANDE, LLC, a Florida limited liability company, whose address is 4471 Legendary Drive, Destin, Florida 32541 ("**Incorporator**"), and shall become effective upon filing with the Florida Department of State. Capitalized terms used in this Amendment shall have the meaning ascribed to them in the Declaration of Condominium of Captains' Court at HarborWalk Village, a Condominium ("**Declaration**").

**RECITALS**

WHEREAS, the Incorporator filed with the Florida Department of State, Division of Corporations, on July 11, 2011, as File No. N11000006533, the Articles of Incorporation of Captains' Court at HarborWalk Village Condominium Association, Inc. ("**Articles**");

WHEREAS, the Incorporator is the "Developer" under the Declaration ("**Developer**"); and

WHEREAS, Article VIII, Section 6, of the Articles provides that the Developer may amend the Articles to facilitate the operation and management of the Condominium or a Fractional Real Estate Ownership Plan, or to facilitate the sale of Units or Fractional Interests, or as the Developer may deem appropriate in its sole discretion, to carry out the purposes of the project; and

WHEREAS, the Incorporator intends to create, or consent to the creation of, a Fractional Real Estate Ownership Plan; and

WHEREAS, the Incorporator deems it appropriate to amend the Articles to facilitate the operation and management of the Condominium and Fractional Real Estate Ownership Plan, and to facilitate the sale of Units and Fractional Interests;

NOW, THEREFORE, pursuant to Article VIII, Section 6, of the Articles, the Incorporator, as the Developer, hereby amends the Articles as follows (added text is denoted by double underlines, while deleted text is denoted using the ~~strike-out~~ font):

A. Article III, Section 1, is hereby amended as follows:

4. Upon the creation of a Fractional Real Estate Ownership Plan, (i) the Association shall be responsible for the operation of any Fractional Real Estate Ownership Plan as designated by the Developer in the Fractional Instrument creating such Fractional Real Estate Ownership Plan, and (ii) all references in these Articles to the "Declaration" or "Condominium" shall also include the Fractional Declaration and Fractional Real Estate Ownership Plan, as appropriate.

B. Article V, Section 1, is hereby amended as follows:

1. The affairs of the Association will be managed by a board of directors ~~consisting of five (5) members initially consisting of three (3) members, and consisting of five (5) directors upon the first election of a majority of directors by members other than the Developer.~~

C. Article VIII, Section 2, is hereby amended as follows:

2. Until the first election of a majority of directors by members other than the Developer, proposal of an amendment and approval thereof will require the affirmative action of ~~three-fifths (3/5)~~ two-thirds (2/3) of the entire membership of the Board, and no meeting of the members nor any approval thereof is required, unless such meeting or approval is required by the Condominium Declaration, Fractional Declaration or Chapters 718 or 721.

D. Article VIII, Section 3, is hereby amended as follows:

3. After the first election of a majority of directors by members other than the Developer, a resolution approving a proposed amendment may be proposed by either the Board or by the members of the Association, and after being proposed and approved by one of such bodies, requires the approval of the other body. Except as otherwise provided herein, such approvals must be by not less than three-fifths (3/5) of the entire membership of the Board and by not less than a majority vote of all of the Owners. Directors and members not present at the meeting considering the amendment may express their approval in writing ten (10) days after such meeting. However, the agreement or disagreement of a director may not be used as a vote for or against the action taken, and may not be used for the purposes of creating a quorum.

E. Article VIII, Section 6, is hereby amended as follows:

6. Notwithstanding the foregoing, these Articles may be amended by the Developer to correct clerical or scrivener errors, as may be required by any governmental entity; as may be necessary to conform these Articles to any governmental statutes; as may be in the best interests of the Association; as may be required by any lending institution, title insurance company, or public body; to facilitate the operation and management of the Condominium or a Fractional Real Estate Ownership Plan; or to facilitate the sale of Units or Fractional Interests or as the Developer may deem appropriate, in its sole discretion, to carry out the purposes of the project and to expand or enhance the Condominium.

F. The foregoing recitals are true and correct and are hereby incorporated as if fully set forth herein.

G. Except as otherwise provided herein, the Articles remains valid and in full force and effect.

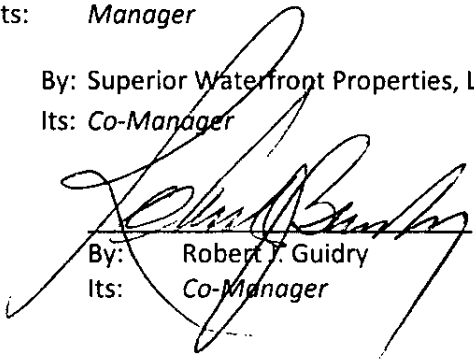
G. In the event a conflict between the provisions of the Articles and the provisions of this Amendment, the provisions of this Amendment shall control.


IN WITNESS WHEREOF, this instrument was executed by the undersigned this 31<sup>st</sup> day of August, 2015.

EMERALD GRANDE, LLC, a Florida limited liability company

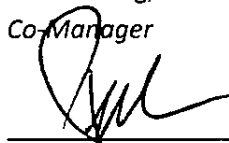
By: HarborWalk Holding, LLC  
Its: *Manager*

By: Superior Waterfront Properties, LLC  
Its: *Co-Manager*

  
By: Robert J. Guidry  
Its: *Co-Manager*

  
By: Dick J. Guidry  
Its: *Co-Manager*

By: LMI Holding, LLC  
Its: *Co-Manager*

  
By: Pete Knowles  
Its: Executive Vice President/Manager

ACKNOWLEDGMENTS

STATE OF LOUISIANA  
PARISH OF ORLEANS

The foregoing instrument was acknowledged before me this 31<sup>st</sup> day of August, 2015, by **Robert J. Guidry**, a Co-Manager of Superior Waterfront Properties, LLC, a Florida limited liability company, who is personally known to me and acknowledged before me that he executed the same on behalf of the company.

(SEAL)



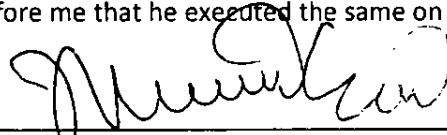
NOTARY PUBLIC  
Mark S. Embree  
LA Notarial ID No.: 23187  
My Commission Expires at Death

\*\*\*\*\*

STATE OF LOUISIANA  
PARISH OF ORLEANS

The foregoing instrument was acknowledged before me this 31<sup>st</sup> day of August, 2015, by **Dick J. Guidry**, a Co-Manager of Superior Waterfront Properties, LLC, a Florida limited liability company, who is personally known to me and acknowledged before me that he executed the same on behalf of the company.

(SEAL)

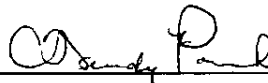
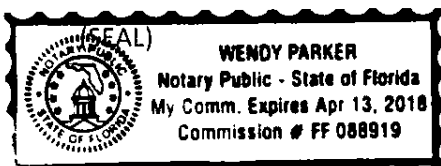


NOTARY PUBLIC  
Mark S. Embree  
LA Notarial ID No.: 23187  
My Commission Expires at Death

\*\*\*\*\*

STATE OF Florida  
COUNTY OF Okaloosa

The foregoing instrument was acknowledged before me this 31<sup>st</sup> day of August, 2015, by **Pete Knowles**, a(n) Executive Vice President/Manager of LMI Holding, LLC, a Florida limited liability company, who is personally known to me and acknowledged before me that he executed the same on behalf of the company.



NOTARY PUBLIC  
Print Name: \_\_\_\_\_  
Notarial ID No.: \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_