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TWIN SHORES MOBILE HOME OWNERS ASSOCIATION, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
TWIN SHORES MOBILE HOME OWNERS ASSOCIATION, INC.

The undersigned hereby certify and acknowledge that these amended and restated Articles of Incorporation for TWIN SHORES MOBILE HOME OWNERS ASSOCIATION, INC., a not-for-profit corporation organized under and by virtue of the laws of the State of Florida as contained in Chapter 617, Chapter 719 and Chapter 723, Florida Statutes, as amended (the "Acts") and originally filed with the Secretary of State on October 17, 1985 have been duly adopted by the Board of Directors this 25th day of March, 1998 without member approval nor is member approval required. Any amendments included herein have been adopted pursuant to Florida Statutes Sections 617.0201(4) and 723.078(5), and there is no discrepancy between the Corporation's Articles of Incorporation as heretofore amended and the provisions of the Restated Articles of Incorporation other than the inclusion of these amendments and the omission of matters of historical interest.

**ARTICLE 1. NAME**

The name and address of the corporation shall be TWIN SHORES BEACH AND MARINA, INCORPORATED, 3740 Gulf of Mexico Drive, Longboat Key, Florida 34228.

**ARTICLE 2. DURATION**

The date of commencement of corporation existence shall be the date the Articles were filed with the Department of State and the period of duration of the corporation shall be perpetual.

### ARTICLE 3. PURPOSE AND POWERS

The general purpose for which the Corporation is organized is to engage in, conduct and carry on the business of operation of a mobile home owners association pursuant to F.S. Chapter 723; the Corporation has the power to negotiate for, acquire, and operate the mobile home park on behalf of the mobile home owners; to engage in activities which are necessary, suitable or convenient for the accomplishment of that purpose, or which are incidental thereto or connected therewith; and to transact any or all lawful business for which corporations may be incorporated under the Acts. In addition, the Corporation shall have all the powers specified in Section 617.021, Florida Statutes. The Corporation shall have all the powers necessary and/or convenient for the operation and management of such condominium, cooperative, or other type of resident-owned mobile home community. Additionally, the Corporation reserves the right to acquire additional lands; whereupon the Corporation shall have all the powers necessary and/or convenient for the operation and management of such property.

### ARTICLE 4. MEMBERSHIP

Membership in this corporation shall be limited to lessees or a family member of a lessee of TWIN SHORES BEACH AND MARINA who have purchased membership certificates in the Corporation. Upon the transfer of a membership certificate, either voluntarily, or by operation of law, the transferee shall become a member of the Corporation if all the requirements for membership have been met.

### ARTICLE 5. REGISTERED OFFICE AND AGENT

The street address of the registered office of this corporation is Beth Callans Management Corp., 595 Bay Isles Road, Suite #200, Longboat Key, Florida 34228; and the name of the registered agent of the corporation at such address is Steven Sparks c/o Beth Callans Management Corp.

**ARTICLE 6. DIRECTORS**

The Board of Directors shall consist of not less than three nor more than nine (9) members who are elected at the annual members' meeting by a plurality of votes cast. The names and address of the persons who are currently serving as directors until their successors are elected and qualified, or until their earlier resignation, removal from office or death, are as follows:

<u>Name</u>	<u>Address</u>
VICTORIA VAN MEIER	49 Twin Shores Blvd. Longboat Key, FL 34228
JOHN BALERNA	66 Twin Shores Blvd. Longboat Key, FL 34228
JANET DELANDE	28 Twin Shores Blvd. Longboat Key, FL 34228
LINDA HUBER	29 Twin Shores Blvd. Longboat Key, FL 34228
JOHN BREWER	70 Twin Shores Blvd. Longboat Key, FL 34228
PAUL CORNUKE	122 Twin Shores Blvd. Longboat Key, FL 34228
WILLIAM TOW	24 Twin Shores Blvd. Longboat Key, FL 34228

**ARTICLE 7. INCORPORATORS**

The names and addresses of the original incorporators of the corporation are as follows:

<u>Name</u>	<u>Address</u>
R. J. Scarlock	17 Twin Shores Boulevard Longboat Key, FL 33548
Earle Hwert	39 Twin Shores Boulevard Longboat Key, FL 33548

**ARTICLE 8. PROVISIONS FOR THE REGULATION  
OF THE BUSINESS AND FOR THE CONDUCT  
OF THE AFFAIRS OF THE CORPORATION**

8.1 Meetings of Members and Directors. Meeting of the members and directors of the Corporation may be held within the State of Florida at such place or places as may from time to time be designated in the Bylaws or by resolution of the directors.

8.2 Bylaws. The power to amend or repeal the Bylaws or to adopt new Bylaws shall be in the members, but the affirmative vote of two-thirds (2/3) of the members shall be necessary to exercise that power. The Bylaws may contain any provisions for the regulation and management of the Corporation which are consistent with the Acts and these Articles of Incorporation.

8.3 - Contracts in Which Directors Have an Interest. No contract or other transaction of the Corporation with any person, firm or corporation or no contract or other transaction in which the Corporation is interested shall be invalidated or affected by (a) the fact that one or more of the directors or officers is a director or officer of another corporation, or (b) the fact that any director, individually or jointly with others, may be a party to or may be interested in the contract or transaction; and each person who may become a director of the Corporation is hereby relieved from any liability that might otherwise arise by reason of his contracting with the Corporation for the benefit of himself or any firm, or corporation in which he may be interested.

IN WITNESS WHEREOF, the undersigned, being the President and Secretary of the corporation, executed these Amended and Restated Articles of Incorporation and certified to the truth of the fact herein stated this 19 day of November, 2009.

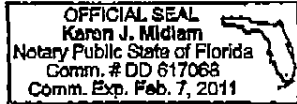
TWIN SHORES BEACH AND MARINA,  
INCORPORATED

By: Victoria Van Meier  
VICTORIA VAN MEIER, President

By: Linda Huber  
LINDA HUBER, Secretary

STATE OF FLORIDA  
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 19 day of November, 2009, by VICTORIA VAN MEIER and LINDA HUBER, as President and Secretary respectively of TWIN SHORES BEACH AND MARINA, INCORPORATED on behalf of said corporation and who acknowledged before me that the execution thereof is their free act and deed. They (notary choose one) [ ] are personally known to me or [] have produced FL D.L. + NY D.L. as identification.



*Karen J. Midiam*  
\_\_\_\_\_  
Notary Public

\_\_\_\_\_  
Print Name of Notary Public  
and affix seal

My Commission Expires:

**ACCEPTANCE OF REGISTERED AGENT**

I have been designated as Registered Agent in the above Articles. Simultaneously, I hereby accept the appointment as Registered Agent.

*Steven Sparks*  
\_\_\_\_\_  
Steven Sparks  
Registered Agent