

N14 0000002435

(Requestor's Name)

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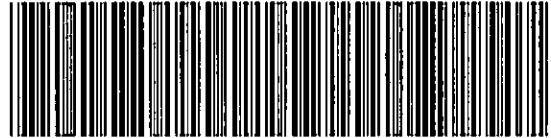
(Business Entity Name)

(Document Number)

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2022 OCT -5 PM 12:57

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Condominium, Homeowner
and Cooperative Association

Kevin T. Wells, Esq.*
Paul E. Olah, Jr., Esq.**
Michael W. Cochran, Esq.



Civil Litigation
Construction Litigation

Jackson C. Kracht, Esq.
Michael P. Wallach, Esq.
Thomas A. Marino II, Esq.

October 4, 2022

Florida Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Certificate of Amendment
Watercrest Community Association, Inc.

Dear Sir or Madam:

Please find enclosed Amendments to the Articles of Incorporation for the above-referenced corporation.

Enclosed is my firm check in the amount of \$43.75 for the filing fee and certified copy fee. Please return a certified copy to the undersigned at your earliest convenience.

Thank you for your assistance in this matter.

Very truly yours,

LAW OFFICES OF WELLS | OLAH | COCHRAN, P.A.

Thomas A. Marino II, Esq.
tmarino@kevinwellspa.com

TAM/gb
Enclosures

Prepared by and Return to
Thomas A. Manno II, Esq.
Law Offices of Wells | Olah | Cochran, P.A.
3277 Fruitville Rd., Bldg. B
Sarasota, FL 34237
(941) 366-9191 Telephone

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SECRETARY
TALLAHASSEE, FL

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
WATERCREST COMMUNITY ASSOCIATION, INC.
(Division of Corporation's Document Number: N14000002435)

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: N/A.
- B. Enter new principal office address, if applicable: N/A.
- C. Enter new mailing address, if applicable: N/A.
- 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: N/A.
- E. If amending or adding additional Articles, enter change(s) here: See Attached.

The date of each amendment(s) adoption: adopted by affirmative vote the attached amendment(s) on:
September 8, 2022 at a properly-noticed meeting of the Board of Directors

Effective Date if applicable: immediately upon filing with the Division of Corporations.

Adoption of Amendments: (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.
- X 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 this 26 day of September, 2022.

WATERCREST COMMUNITY ASSOCIATION, INC.,
a Florida Not for Profit Corporation

By: Maureen Kelley
Maureen Kelley, President

(Corporate Seal)

STATE OF FLORIDA
COUNTY OF SARASOTA

26th The foregoing instrument was acknowledged before me by means of ☒ physical presence or ☐ online notarization, this 26th day of September, 2022, by Maureen Kelley as the President of WATERCREST COMMUNITY ASSOCIATION, INC., a Florida Not for Profit Corporation, on behalf of the corporation, who is personally known to me or has produced _____ as identification.

NOTARY PUBLIC

Sign: Tamara L. Weaver

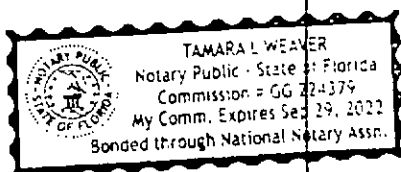
Print: Tamara L. Weaver

State of Florida at Large (Seal)

My Commission expires:

Attested by: Jody M. Callan
Watercrest Secretary

(Corporate Seal)



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CLERK OF DISTRICT COURT
TALLAHASSEE, FL

AMENDMENT
ARTICLES OF INCORPORATION
OF

WATERCREST COMMUNITY ASSOCIATION, INC.

(Additions are indicated by underline; deletions by ~~strike-through~~)

ARTICLE 6
BOARD OF DIRECTORS

6.3 Election Procedures.—Elections of Directors shall be by plurality vote:

- A. Annual Membership Meeting. The election of Directors shall be conducted at the annual membership meeting.
- B. Secret Written Ballot. The election of directors shall be by secret written ballot.
- C. First Notice. The Association shall mail, email, or deliver to each Lot Owner entitled to vote, a First Notice of the date of the election of directors. The First Notice shall be mailed, emailed, or delivered to each Lot Owner not less than fifty (50) calendar days before the membership meeting at which the election will be held.
- D. Open Nomination Process. Any Lot Owner or other person who satisfies the Director candidate eligibility requirements of the Bylaws, these Articles and Florida law may nominate themselves as a candidate to be a Director by delivering a written notice of their intent to be a candidate (the "Notice of Intent") to the Association's management company by a date certain stated in the First Notice (the "Deadline Date").

The Deadline Date for the submission of the Notice of Intent shall be set on a date that is not less than thirty (30) calendar days before the scheduled election.

Any Notice of Intent received by the Association's management company after the Deadline Date stated in the First Notice shall not be accepted, including, without limitation, nominations from the floor of the annual membership meeting pursuant to Section 720.306(9), Florida Statutes.

An election is not required unless more candidates timely deliver a Notice of Intent to the Association management company than Director vacancies exist.

- E. Second Notice. Not less than fourteen (14) calendar days before the membership meeting at which the election will occur, the Association's management company shall

mail, email or deliver a Second Notice of the meeting to all Lot Owners entitled to vote, together with a written Director election ballot which shall list all Director candidates in alphabetical order by surname.

- F. **Candidate Information Sheet.** Upon request of a Director candidate received by the Association by the Deadline Date, the Association shall include with the second mailing of the Director election ballot a candidate information sheet, not larger than 8 1/2 inches by 11 inches, furnished by the Director candidate to the Association's management company. The costs of mailing and copying of the Director candidate information sheets shall be paid by the Association.
- G. **Two Envelope Secret Ballot System.** Director election ballots must be placed in an inner envelope with no identifying markings and mailed or delivered to the Association in an outer envelope bearing identifying information reflecting the name of the member, the Lot for which the vote is being cast, and the signature of the Lot Owner casting that ballot. If the eligibility of the member to vote is confirmed and no other ballot has been submitted for that Lot, the inner envelope shall be removed from the outer envelope bearing the identification information, placed with the ballots which were personally cast at the membership meeting, and opened when the ballots are counted. If more than one ballot is submitted for a Lot, the ballots for that Lot shall be disqualified. Any vote by ballot received after the closing of the balloting may not be considered.
- H. **Director Ballots and Envelopes Made Available at Annual Membership Meeting.** Written Director election ballots and envelopes will also be made available upon request for use by those Owners attending the annual membership meeting in person.
- I. **Owner Must Cast their Own Director Ballot.** Except for Lot Owners with a disability, no Lot Owner shall permit another person to cast his or her Director election ballot, and any such improperly cast ballot shall be deemed invalid.
- J. **Voting for Directors.** Each person voting is entitled to cast his or her vote for each of as many nominees as there are vacancies to be filled. The nominees receiving the greatest number of votes properly cast shall be elected. Elections shall be decided by a plurality of the votes cast. There shall be no cumulative voting.
- K. **Board Certification Class or Form.** As required by Section 720.3033(1), Florida Statutes, within ninety (90) days after being elected or appointed to the Board, each director shall certify in writing to the Secretary of the Association that he or she has read the Association's Declaration of Restrictions, Articles of Incorporation, Bylaws, and current written Rules and policies; that he or she will work to uphold such documents and policies to the best of his or her ability; and that he or she will faithfully discharge his or her fiduciary responsibility to the Association's members. Within ninety (90) days after being elected or appointed to the Board, in lieu of such written certification, the newly elected or appointed director may submit a certificate of having satisfactorily completed the educational curriculum administered by a Division-approved education provider within one (1) year before or ninety (90) days after the date of election or appointment. The written

certification or educational certificate is valid for the uninterrupted tenure of the director on the Board. A director who does not timely file the written certification or educational certificate shall be suspended from the Board until he or she complies with the requirement. The Board may temporarily fill the vacancy during the period of suspension. The Association shall retain each director's written certification or educational certificate for inspection by the members for five (5) years after the director's election. However, the failure to have the written certification or educational certificate on file does not affect the validity of any Board action.

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CLERK
TALLAHASSEE FL