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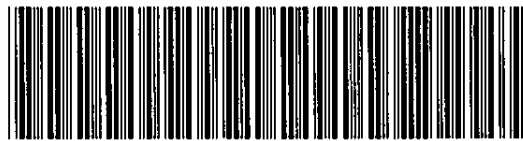
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SECRETARY OF STATE
DIVISION OF CORPORATIONS
2015 MAY 12 PM 12:07

Amended/Restated
@ 5/18/15

COVER LETTER

TO: Amendment Section
Division of Corporations

Vista Warehouses Condominium Association, Inc.
NAME OF CORPORATION: _____

N15000004048
DOCUMENT NUMBER: _____

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

Please return all correspondence concerning this matter to the following:

Ryan L. Snyder, Esq.

(Name of Contact Person)

Snyder Law Group, P.A.

(Firm/ Company)

11031 Gatewood Drive

(Address)

Bradenton, FL 34211

(City/ State and Zip Code)

ryan@snyderlawgroup.com

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

For further information concerning this matter, please call:

Ryan L. Snyder, Esq.

941

747-3456

(Name of Contact Person)

at

(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 &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is
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

**CERTIFICATE ACCOMPANYING AMENDED AND RESTATED ARTICLES OF
INCORPORATION OF VISTA WAREHOUSES CONDOMINIUM ASSOCIATION,
INC.**

Pursuant to the provisions of Section 617.1007 of the Florida Not For Profit Corporations Act, it is hereby certified that:

FIRST: The name of the corporation is Vista Warehouses Condominium Association, Inc. (the "Corporation").

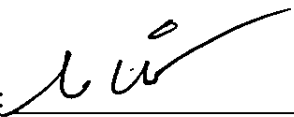
SECOND: The Amended and Restated Articles of Incorporation that this certificate accompanies contain amendments to the Corporation's Articles of Incorporation that required Member approval.

THIRD: The Amended and Restated Articles of Incorporation were duly approved and adopted by the Board of Directors of the Corporation on May 7, 2015, and by a required number of members of the Corporation on May 7, 2015. The number of votes of the Members cast for approval of the Amended and Restated Articles of Incorporation was sufficient for approval.

FOURTH: The Amended and Restated Articles of Incorporation that this certificate accompanies shall be the Articles of Incorporation of the Corporation.

Dated: May 7, 2015.

Vista Warehouses Condominium
Association, Inc.

By: 

Marcelo Epperlein, its President

**AMENDED AND RESTATED ARTICLES OF INCORPORATION OF
VISTA WAREHOUSES CONDOMINIUM ASSOCIATION, INC.
A NON-PROFIT FLORIDA CORPORATION**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2015 MAY 12 PM 12:07

**ARTICLE I
NAME, ADDRESS AND REGISTERED AGENT**

Section 1. Name and Principal Office. The name of the corporation shall be VISTA WAREHOUSES CONDOMINIUM ASSOCIATION, INC., a non-profit Florida corporation. For convenience the corporation shall be referred to in these Articles as the "Association." The initial principal offices of the Association shall be located at 11031 Gatewood Drive, Bradenton, FL 34211.

Section 2. Registered Office and Registered Agent. The street address of the registered office of the Association is: 11031 Gatewood Drive, Bradenton, FL 34211, and the name of the registered agent of the Association at said address is: Ryan L. Snyder, Esq.

**ARTICLE II
DEFINITIONS**

Unless a contrary intent is apparent, terms used in these Articles of Incorporation shall have the same meaning as set forth in the Declaration of Condominium for VISTA WAREHOUSES, a Condominium (the "Declaration"), recorded in the Public Records of Sarasota County, Florida, with respect to the land described therein.

**ARTICLE III
PURPOSE**

Section 1. Purpose. The purpose for which the Association is organized is to provide an entity for the maintenance, operation and management of VISTA WAREHOUSES, a Condominium (the "Condominium"), located in Sarasota County, Florida.

Section 2. Distribution of Income. The Association shall make no distribution of income to and no dividend shall be paid to its members, directors or officers, except as compensation for services rendered.

Section 3. No Shares of Stock. The Association shall not have or issue shares of stock.

**ARTICLE IV
POWERS AND DUTIES**

Section 1. Common Law and Statutory Powers. The Association shall have and exercise all rights and powers conferred upon corporations not for profit under the laws of the State of Florida consistent with these Articles and the Declaration.

Section 2. Specific Powers. The Association shall also have all of the powers and authority reasonably necessary or appropriate to carry out the duties imposed upon it by the Declaration, including, but not limited to, the following:

- a) To exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as defined in the Declaration;
- b) To fix, levy, collect and enforce payment by any lawful means, of all charges or assessments and assessment liens pursuant to the terms of the Declaration, to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the corporation, including all licenses, taxes and governmental charges levied or imposed against the property of the corporation;
- c) To acquire (by gift, purchase or lease), to own, hold, improve, insure, build upon, operate, maintain, replace and to repair, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association, and to contract improvements and to repair, remodel and demolish the same, on any property that is owned or leased by the Association;
- d) To borrow money, and, as may be authorized in the Declaration or Association's Bylaws, mortgage, pledge, deed and trust, or hypothecate any or all of its real or personal property, including any lien rights it may have, as security for money borrowed or debts incurred;
- e) To make and amend reasonable Rules and Regulations respecting the use of any property or facilities over which the Association may have control, jurisdiction or administrative responsibilities, and to provide the penalties for the violation of any such Rules and Regulations; provided, however, that all such Rules and Regulations and amendments thereto (except for the initial Rules and Regulations which may be adopted by the first Board of Administration) shall be approved in accordance with the Declaration and Association Bylaws;
- f) To contract for the maintenance of such recreational facilities, and other areas and improvements as may be placed under the jurisdiction of this Association either by the Declaration or by resolution adopted by the Association's Board of Administration;
- g) To employ such legal counsel, accountants and other agents or employees as may be deemed necessary for the protection and furtherance of the interests of the Association and of its members and to carry out the purposes of the Association;
- h) To purchase insurance upon the Condominium property and insurance for the protection of the Association and its members as owners;
- i) To enforce by legal means the provisions of the Declaration, these Articles, the Bylaws of the Association and the Rules and Regulations for use of the property of the Condominium, if any;
- j) To contract for the management of the Condominium and to delegate to such manager all powers and duties of the Association, except such as are specifically

required by the Declaration or Bylaws to have the approval of the membership of the Association;

- k) To purchase units in the Condominium, and to acquire and hold, lease, mortgage and convey the same, subject, however, to the provisions of the Declaration and the Bylaws of the Association relative thereto; and
- l) To operate and maintain common property, specifically the surface water management system as permitted by the Southwest Florida Water Management District, including all lakes, retention areas, water management areas, ditches, culverts, structures and related appurtenances.

ARTICLE V MEMBERSHIP

Section 1. Members. The members of the Association shall consist of the record owners of units in the Condominium.

Section 2. Change of Membership. After receiving any approval of the Association required by the Declaration, change of membership in the Association shall be established by the recording in the Public Records of Sarasota County, Florida, of a deed or other instrument establishing a change of record title to a unit in the Condominium and the delivery to the Association of a copy of such recorded instrument. The owner designated by such instrument thereby automatically becomes a member of the Association and the membership of the prior owner shall terminate. In the event of death of any Owner Member, his membership shall be automatically transferred to his heirs or successors in interest.

Section 3. Limitation on Transfer of Shares of Assets. The share of a member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner, except as an appurtenance to the member's unit.

ARTICLE VI VOTING RIGHTS

The owner of each unit in the Condominium shall have one (1) vote for each Unit or fractional portion thereof owned, which vote shall be cast by a designated owner as provided for in the Declaration.

ARTICLE VII BOARD OF ADMINISTRATION

Section 1. Directors. The affairs of the Association shall be managed by a Board of Directors, referred to as the Board of Administration, consisting of the number of Directors determined by the Bylaws, but not less than three (3) Directors, and in the absence of such determination shall consist of three (3) Directors.

Section 2. First Board of Administration. The names and addresses of the persons who are to initially act in the capacity of Directors until the selection of their successors are:

<u>Name</u>	<u>Address</u>
Marcelo Epperlein	11031 Gatewood Drive Bradenton, FL 34211
Kaylan Brugh	11031 Gatewood Drive Bradenton, FL 34211
Ryan Snyder	11031 Gatewood Drive Bradenton, FL 34211

Section 3. Term and Election. Unless contrary provisions are made by law, each Director's term of office shall be for one (1) year, provided that all Directors shall continue in office until their successors are duly elected and installed. The Directors shall be elected at the annual meeting of the members in the manner determined by the Bylaws of the Association. Directors may be removed and vacancies on the Board of Administration shall be filled in the manner provided by the Bylaws of the Association.

ARTICLE VIII OFFICERS

The affairs of this Association shall be administered by the officers designated herein. The officers shall be elected by the Board of Directors and shall serve at the pleasure of the Board of Administration. The names and addresses of the officers who shall serve until their successors are designated by the Board of Administration are as follows:

President	Marcelo Epperlein 11031 Gatewood Drive Bradenton, FL 34211
Secretary	Kaylan Brugh 11031 Gatewood Drive Bradenton, FL 34211
Treasurer	Ryan Snyder 11031 Gatewood Drive Bradenton, FL 34211

ARTICLE IX
INDEMNIFICATION

Every Director and every Officer of the Association shall be indemnified by the Association against all expenses and liabilities; including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding or any settlement of any proceeding to which he may be a part or in which he may become involved by reason of his being or having been a Director or Officer of the Association, whether or not he is a Director or Officer at the time such expenses are incurred, except when the Director or Officer is guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement the indemnification shall apply only when the Board of Administration approves such settlement and reimbursement as being in the best interests of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or Officer may be entitled.

ARTICLE X
INCORPORATOR

The name and street address of the subscriber to these Articles of Incorporation is Ryan L. Snyder, Esq., 11031 Gatewood Drive, Bradenton, FL 34211.

ARTICLE XI
BYLAWS

The Bylaws recorded in Official Records Instrument Number 2008048050, of the Public Records of Sarasota County, Florida are hereby ratified and re-affirmed.

ARTICLE XII
AMENDMENTS

Amendments to these Articles may be made and adopted upon the following conditions:

- a) A notice of the proposed amendment shall be included in the notice of the Members' meeting which shall consider the amendment. The meeting may be the annual meeting or a special meeting;
- b) There is an affirmative vote of two-thirds (2/3) of the membership votes entitled to be cast; and
- c) A copy of each amendment shall be certified by the Secretary of State, and shall be recorded in the Public Records of Sarasota County, Florida.

ARTICLE XIII
TERM

The term of the Association shall be perpetual unless the Condominium is terminated pursuant to the provisions of the Declaration and in the event of such termination, the corporation shall be dissolved in accordance with the law. Upon dissolution of the Association, the property consisting of the surface water management system shall be conveyed to an appropriate agency of the local government; or, if not accepted by the agency, then the surface water management shall be dedicated to a similar non-profit corporation.

The Association has caused these Amended and Restated Articles of Incorporation to be executed on the 7th day of May, 2015.

Vista Warehouses Condominium
Association, Inc.

By: 

Marcelo Epperlein, its President

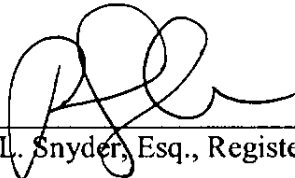
CERTIFICATE OF REGISTERED OFFICE AND REGISTERED AGENT

In compliance with the laws of Florida, the following is submitted:

That desiring to organize under the laws of the State of Florida, the corporation named in the foregoing Amended and Restated Articles of Incorporation has named Ryan L. Snyder, Esq., whose address is 11031 Gatewood Drive, Bradenton, FL 34211, as its statutory registered agent.

Having been named statutory agent of said corporation at the place designated in this certificate, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.

Dated this 7th day of May, 2015.



Ryan L. Snyder, Esq., Registered Agent