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**COR AMND/RESTATE/CORRECT OR O/D RESIGN**  
**COACH HOMES I ON MONTELANICO AT ESPLANADE**  
**CONDOMINIUM**

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| Certificate of Status | 0       |
| Certified Copy        | 1       |
| Page Count            | 07      |
| Estimated Charge      | \$43.75 |

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**CERTIFICATE OF AMENDMENT TO ARTICLES OF INCORPORATION OF  
COACH HOMES I ON MONTELANICO AT ESPLANADE  
CONDOMINIUM ASSOCIATION, INC.**  
(A Florida corporation not for profit)

Pursuant to Chapter 617.1006 of the Florida Not For  
Profit Corporation Act

CHRISTOPHER G. LONG, Secretary of COACH HOMES I ON MONTELANICO AT ESPLANADE CONDOMINIUM ASSOCIATION, INC., a Florida corporation not for profit ("Association"), does hereby certify under the seal of the Association as follows:

1. The Association was originally incorporated on August 23, 2017, Document Number N17000008779, under Chapter 617 of the laws of the State of Florida.

2. Article XIII, Section A, of the Articles provides that prior to the recording of the Declaration amongst the Public Records, these Articles may be amended by an instrument in writing signed by the President (or a Vice President) and the Secretary (or an Assistant Secretary) and filed in the Office of the Secretary of State of the State of Florida.

3. Article IV of the Declaration provides that until such time as Coach Homes I on Montelanico at Esplanade is submitted to condominium ownership by the recordation of the Declaration, the membership of this Association shall be comprised solely of the members of the "First Board" (as defined in Article IX thereof).

4. As of the date of this Certificate, the Declaration has not been recorded.

5. Developer and the Board of Directors of the Association are desirous of amending the Articles, in accordance with the requirements of Articles IV and XIII of the Articles, as set forth below.

NOW, THEREFORE, the Articles are hereby amended as follows:

1. Article IX is hereby deleted in its entirety and replaced with the following new Article IX:

**ARTICLE IX  
BOARD OF DIRECTORS**

A. The number of Directors on the first Board of Directors ("First Board"), the "Initial Elected Board" (as hereinafter defined) and all Boards elected prior to the Annual Members' Meeting following the "Developer's Resignation Event" (as hereinafter defined) shall be no less than three (3) nor more than five (5), as the Board shall from time to time determine prior to each meeting at which Directors are to be elected. The number of Directors elected by the Members subsequent to the Developer's Resignation Event shall be as provided in Paragraph K of this Article IX. Except for

Developer-appointed Directors, Directors must be Members or the spouses, parents or children of Members except that if a Home is owned by an entity and not an individual, such entity may appoint an individual on its behalf to be eligible to serve on the Board of Directors. Such individual shall be an officer, director, stockholder, member or partner of the entity.

B. The names and addresses of the persons who are to serve as the First Board are as follows:

| <u>NAME</u>         | <u>ADDRESS</u>  |
|---------------------|---|
| Anthony J. Burdett  | 551 N. Cattlemen Road, Suite 200<br>Sarasota, Florida 34232 |
| Andrew Drew Miller  | 551 N. Cattlemen Road, Suite 200<br>Sarasota, Florida 34232 |
| Christopher G. Long | 551 N. Cattlemen Road, Suite 200<br>Sarasota, Florida 34232 |

Developer reserves the right to designate successor Directors to serve on the First Board for so long as the First Board is to serve, as hereinafter provided. Developer reserves the right to remove any Director from the First Board and the right to remove any Director designated by Developer in accordance with these Articles.

C. Upon the conveyance by Developer to Home Owners other than Developer ("Purchaser Members") of fifteen percent (15%) or more of the "Total Homes" (as hereinafter defined) (as evidenced by the recordation of deeds), including Homes located in all Coach Homes I on Montelanico at Esplanade Condominium(s), the Purchaser Members shall be entitled to elect one Director, which election shall take place at the Initial Election Meeting. Developer shall designate the remaining Directors on the Board at the Initial Election Meeting. The Director to be so elected by the Purchaser Members and the remaining Directors to be designated by Developer are hereinafter collectively referred to as the "Initial Elected Board" and shall succeed the First Board upon their election and qualification. Subject to the provisions of Paragraph IX.D below, the Initial Elected Board shall serve until the next Annual Members' Meeting, whereupon, the Directors shall be designated and elected in the same manner as the Initial Elected Board. The Directors shall continue to be so designated and elected at each subsequent Annual Members' Meeting until such time as the Purchaser Members are entitled to elect not less than a majority of the Directors on the Board. Developer reserves the right, until such time as the Purchaser Members are entitled to elect not less than a majority of the Directors on the Board, to designate successor Directors to fill any vacancies caused by the resignation or removal of Directors designated by Developer pursuant to this Paragraph IX.C.

The term "Total Homes" means the number of Homes contemplated for Coach Homes I on Montelanico at Esplanade (less the number of Homes in Coach Homes I on Montelanico at Esplanade which Developer decides neither to submit as part of Coach Homes I on Montelanico at

Esplanade Condominium as provided in the Declarations nor submit to condominium ownership as a separate Coach Homes I on Montelanico at Esplanade Condominium).

D. Purchaser Members are entitled to elect not less than a majority of the Board upon the happening of any of certain events.

1. Purchaser Members other than Developer are entitled to elect not less than a majority of the Board upon the happening of any of the following, whichever shall first occur (reciting the provisions of Sections 718.301(1)(a) - (g), F.S., as required by Rule 61B-17.0012, F.A.C.):

(a) Three (3) years after fifty percent (50%) of the units that will be operated ultimately by the association have been conveyed to purchasers;

(b) Three (3) months after ninety percent (90%) of the units that will be operated ultimately by the association have been conveyed to purchasers;

(c) When all the units that will be operated ultimately by the association have been completed, some of them have been conveyed to purchasers, and none of the others are being offered for sale by the developer in the ordinary course of business;

(d) When some of the units have been conveyed to purchasers and none of the others are being constructed or offered for sale by the developer in the ordinary course of business;

(e) When the developer files a petition seeking protection in bankruptcy;

(f) When a receiver for the developer is appointed by a circuit court and is not discharged within thirty (30) days after such appointment, unless the court determines within thirty (30) days after appointment of the receiver that transfer of control would be detrimental to the association or its members; or

(g) Seven years after the date of the recording of the certificate of a surveyor and mapper pursuant to s. 718.104(4)(e) or the recording of an instrument that transfers title to a unit in the condominium which is not accompanied by a recorded assignment of developer rights in favor of the grantee of such unit, whichever occurs first; or, in the case of an association that may ultimately operate more than one condominium, seven (7) years after the date of the recording of the certificate of a surveyor and mapper pursuant to s. 718.104(4)(e) or the recording of an instrument that transfers title to a unit which is not accompanied by a recorded assignment of developer rights in favor of the grantee of such unit, whichever occurs first, for the first condominium it operates; or, in the case of an association operating a phase condominium created pursuant to s. 718.403, seven (7) years after the date of the recording of the certificate of a surveyor and mapper pursuant to s. 718.104(4)(e) or the recording of an instrument that transfers title to a unit which is not accompanied by a recorded assignment of developer rights in favor of the grantee of such unit, whichever occurs first.

The developer is entitled to elect at least one member of the board of administration of an association as long as the developer holds for sale in the ordinary course of business at least five percent (5%), in condominiums with fewer than five hundred (500) units, and two percent, (2%) in condominiums with more than five hundred (500) units, of the units in a condominium operated by the association. After the developer relinquishes control of the association, the developer may exercise the right to vote any developer-owned units in the same manner as any other unit owner except for purposes of reacquiring control of the association or selecting the majority members of the board of administration.

2. Notwithstanding the above Article IX.D (1), Developer shall have the right to at any time, upon written notice to the Association, relinquish its right to designate a majority of the Board.

E. The election of not less than a majority of Directors by the Purchaser Members shall occur at a meeting of the membership to be called by the Board for such purpose ("Majority Election Meeting").

F. At the Majority Election Meeting, Purchaser Members shall elect all of the Directors unless Developer, until the Developer's Resignation Event, exercises its right to designate one (1) Director. Developer reserves the right, until the Developer's Resignation Event, to name the successor, if any, to any Director it has so designated; provided, however, Developer shall in any event be entitled to exercise any right it may have to representation on the Board as granted by law, notwithstanding the occurrence of the Developer's Resignation Event.

G. At the first Annual Members' Meeting held after the Majority Election Meeting, a "staggered" term of office of the Board shall be created as follows:

1. a number equal to fifty percent (50%) of the total number of Directors rounded to the nearest or next whole number is the number of Directors whose term of office shall be established at two (2) years and the Directors serving for a two (2) year term will be the Directors receiving the most votes at the meeting; and

2. the remaining Directors' terms of office shall be established at one (1) year.

At each Annual Members' Meeting thereafter, as many Directors of the Association shall be elected as there are Directors whose regular term of office expires at such time, and the term of office of the Directors so elected shall be for two (2) years, expiring when their successors are duly elected and qualified.

H. The Board shall continue to be elected by the Members subject to Developer's right to appoint a member to the Board as specified in the Act at each subsequent Annual Members' Meeting, until Developer is no longer entitled to appoint a member to the Board.

I. The Initial Election Meeting and the Majority Election Meeting shall be called by the Association, through its Board, within seventy-five (75) days after the Purchaser Members are entitled to elect a Director or the majority of Directors, as the case may be. A notice of the election shall be forwarded to all Members in accordance with the Bylaws; provided, however, that the Members shall be given at least sixty (60) days' notice of such election. The notice shall also specify the number of Directors that shall be elected by the Purchaser Members and the remaining number of Directors designated by Developer.

J. Developer shall cause all of its designated Directors to resign when Developer no longer holds at least five percent (5%) of the sum of the Total Homes for sale in the ordinary course of business. In addition, Developer may at any time, in its sole discretion, cause the voluntary resignation of all of the Directors designated by it. The happening of either such event is herein referred to as the "Developer's Resignation Event". Upon the Developer's Resignation Event, the Directors elected by Members shall elect successor Directors to fill the vacancies caused by the resignation or removal of the Developer's designated Directors. These successor Directors shall serve until the next Annual Members' Meeting and until their successors are elected and qualified; provided, however, nothing herein contained shall be deemed to waive any right to representation on the Board which Developer may have pursuant to the Act. Developer specifically reserves the right to assert any right to representation on the Board it may have pursuant to the Act, notwithstanding that the Developer's Resignation Event may have previously occurred.

K. At each Annual Members' Meeting held subsequent to the year in which the Developer's Resignation Event occurs, the number of Directors to be elected shall be determined by the Board from time to time, but there shall not be less than three (3) Directors nor more than seven (7), however the number of Directors must always be an odd number.

L. The following provisions shall govern the right of each Director to vote and the manner of exercising such right:

1. There shall be only one (1) vote for each Director.
2. All of the Directors of the Board shall vote thereon as one (1) body, without distinction as to class, on matters which pertain to the Association, the Condominium Property, the Association Property, if any, or all Coach Homes I on Montelanico at Esplanade Condominiums.
3. In the case of deadlock by the Board, application shall be made to a court of competent jurisdiction to resolve the deadlock.

IN WITNESS WHEREOF, this Certificate of Amendment has been executed by the President and Secretary of the Association this 1 day of December, 2017.

WITNESSES:

COACH HOMES I ON MONTELANICO AT  
ESPLANADE CONDOMINIUM  
ASSOCIATION, INC.,  
a Florida not-for-profit corporation

Briana Riti  
Print Name: Briana Riti

By: Anthony J. Burdett  
ANTHONY J. BURDETT, President

Angelique Lymardopoulos  
Print Name: Angelique Lymardopoulos

Briana Riti  
Print Name: Briana Riti

By: Christopher G. Long  
CHRISTOPHER G. LONG, Secretary

Angelique Lymardopoulos  
Print Name: Angelique Lymardopoulos

(CORPORATE SEAL)

STATE OF FLORIDA           )  
COUNTY OF SARASOTA    )

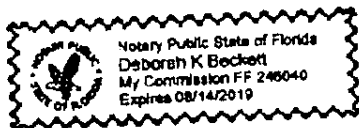
I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, the foregoing instrument was acknowledged before me by ANTHONY J. BURDETT and CHRISTOPHER G. LONG, as President and Secretary, respectively, of COACH HOMES I ON MONTELANICO AT ESPLANADE CONDOMINIUM ASSOCIATION, INC., a Florida corporation, freely and voluntarily under authority duly vested in him by said corporation and that the seal affixed thereto is the true corporate seal of said corporation, who is personally known to me.

WITNESS my hand and official seal in the County and State last aforesaid this 1 day of December, 2017.

My Commission Expires:

Deborah K. Beckett  
Notary Public

Typed, printed or stamped name of Notary  
Public



TAYLOR MORRISON OF FLORIDA, INC., Developer, hereby consents to the foregoing Certificate of Amendment to Articles Of Incorporation of Coach Homes I on Montelanico at Esplanade Condominium Association, Inc.

WITNESSES:

TAYLOR MORRISON OF FLORIDA, INC.,  
a Florida corporation

Briana Riti  
Printed Name: Briana Riti

By: [Signature]  
Printed Name: Drew Miller  
Title: Authorized Agent

[Signature]  
Printed Name: Angelique Wyndopoulos

STATE OF FLORIDA

COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 1 day of December, 2017,  
by Drew Miller, as Authorized Agent of TAYLOR  
MORRISON OF FLORIDA, INC., a Florida corporation, on behalf of the corporation, who is  
personally known to me.

My Commission expires:

Deborah K. Beckel  
Notary Public

Typed, Printed or Stamped Notary Name

