

N17232

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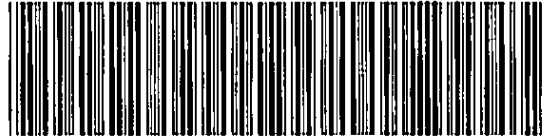
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LAW OFFICES OF
LANG & RAFFA, P.A.

5001 Fourth Street North, Suite A
St. Petersburg, Florida 33703

Telephone (727) 522-9800 | Facsimile (727) 528-2900

NICHOLAS F. LANG•

EMILY L. RAFFA

•Board Certified Condominium and
Planned Land Development Law

MAILING ADDRESS

Post Office Box 7990

St. Petersburg, Florida 33734

April 23, 2019

Via FedEx

Florida Department of State
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

RE: Articles of Amendment to the Amended and Restated Articles of
Incorporation of Bayou Club Community Association, Inc.
Document No. N17232

Dear Sir or Madam:

I am enclosing the following:

1. Original of the Articles of Amendment to the Amended and Restated Articles of Incorporation of Bayou Club Community Association, Inc.
2. This firm's check payable to the Florida Division of Corporations, in the amount of \$43.75, representing payment of the following charges:

Filing Fee	\$35.00
Certified Copy	<u>8.75</u>
TOTAL:	\$43.75

Please file the Articles of Amendment to the Articles of Incorporation for the corporation and return the certified copy of the same to me, together with the certificate of the Secretary of State. I am also enclosing a FedEx airbill for your use in returning the certified copy and certificate of the Secretary of State to this office at our above-referenced street address.

Thank you for your prompt attention to this matter.

Sincerely yours,

Nicholas F. Lang
NFL:ks
Enclosures

**ARTICLES OF AMENDMENT
TO THE
AMENDED AND RESTRATED
ARTICLES OF INCORPORATION OF
BAYOU CLUB COMMUNITY ASSOCIATION, INC.**

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CLERK

NOTICE IS HEREBY GIVEN that the Amended and Restated Articles of Incorporation of BAYOU CLUB COMMUNITY ASSOCIATION, INC., a Florida corporation not for profit, as originally filed on January 28, 1991, with the Secretary of State of the State of Florida, were amended by approval of more than seventy-five percent (75%) of the total votes of the members of the Association at the Annual Meeting of the members on February 20, 2019, as required for amendment of said Amended and Restated Articles of Incorporation, as set forth herein:

I. Article XI of the Amended and Restated Articles of Incorporation is amended to read as follows:

**ARTICLE XI
By-laws**

The By-laws of the Association may be made, altered or rescinded at any annual meeting of the Members of the Association, or at any special meeting of the Members duly called for such purpose pursuant to the By-Laws, by the affirmative vote of not less than seventy-five percent (75%) of those Members present in person or represented by written proxy at the meeting, at which a quorum of Members shall be present in person or by proxy, except that the initial By-laws of the Association shall be made and adopted by the Board. A copy of each amendment shall be recorded in the Public Records of Pinellas County, Florida.

II. Article XIV of the Amended and Restated Articles of Incorporation is amended to read as follows:

**ARTICLE XIV
Amendment**

Proposals for the alteration, amendment or rescission of these Articles of Incorporation may be made by any of the following methods:

A. The following process:

(1) The Board shall adopt a resolution setting forth

the proposed amendment and directing that it be submitted to a vote at a meeting of Members, which may be either the annual or a special meeting.

(2) Written notice setting forth the proposed amendment or a summary of the changes to be effected thereby shall be given to each Member within the time and in the manner provided in the By-laws for the giving of notice of meetings of Members ("Required Notice").

(3) At such meeting, a vote of the Members shall be taken on the proposed amendment. The proposed amendment shall be adopted upon receiving the affirmative vote of not less than seventy-five percent (75%) of those Members present in person or represented by written proxy at any meeting of the Members duly called for such purpose pursuant to the By-Laws, at which a quorum of Members shall be present in person or by proxy. Any number of amendments may be submitted to the Members and voted upon by them at one meeting; or

B. The Members may amend these Articles by an affirmative vote of 75% of the total votes outstanding of Class A and Class B membership combined at a meeting for which the required notice of the meeting and the proposed amendment has been given without action by the Board; or

C. An amendment may be adopted by a written statement signed by all Directors and all Members setting forth their intention that an amendment to the Articles be adopted.

No amendment may be made to the Articles which shall in any manner reduce, amend, affect or modify the terms, conditions, provisions, rights and obligations set forth in the Declaration.

A copy of each amendment shall be certified by the Secretary of State of the State of Florida and recorded in the Public Records of Pinellas County, Florida.

Notwithstanding the foregoing provisions of this Article, there shall be no amendment to these Articles which shall abridge, alter or modify the rights of any Institutional Mortgagee.

IN WITNESS WHEREOF, BAYOU CLUB COMMUNITY ASSOCIATION, INC. has caused these Articles of Amendment to the Amended and Restated Articles of Incorporation to be signed in its name by its President and Secretary, on this 27th day of March, 2019.

Signed in the Presence of
Two (2) Witnesses:

[Signature]
Print Name: Gerald R. Colen

[Signature]
Print Name: Barbara Colen

[Signature]
Print Name: Gerald R. Colen

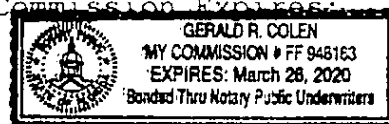
[Signature]
Print Name: Paul L. Dewitt

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing Articles of Amendment were acknowledged before me this 27th day of March, 2019, by EUGENE A. BERRY, as President of BAYOU CLUB COMMUNITY ASSOCIATION, INC., a Florida corporation not for profit. He is personally known to me or produced _____ as identification and did not take an oath.

[Signature]
Notary Name: _____
Notary Public
My Commission Expires: _____

STATE OF FLORIDA)
COUNTY OF PINELLAS)



The foregoing Articles of Amendment were acknowledged before me this 27th day of March, 2019, by WILLIAM H. BARKER, as Secretary of BAYOU CLUB COMMUNITY ASSOCIATION, INC., a Florida corporation not for profit. He is personally known to me or produced _____ as identification and did not take an oath.

[Signature]
Notary Name: _____
Notary Public
My Commission Expires: _____

