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**COR AMND/RESTATE/CORRECT OR O/D RESIGN  
 LATITUDE AT WATERSOUND HOMEOWNERS ASSOCIATION, INC.**

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March 16, 2021

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

GREENSPOON MARDER, P.A.

SUBJECT: LATITUDE AT WATERSOUND HOMEOWNERS ASSOCIATION, INC.  
REF: W21000034724

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Jalesa S Dennis  
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16

**CERTIFICATE OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION OF  
LATITUDE AT WATERSOUND HOMEOWNERS ASSOCIATION, INC.  
(A Florida corporation not for profit)**

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

LMWS, LLC, a Delaware limited liability company ("Declarant"), does hereby certify as follows:

1. The Association was originally incorporated on June 17, 2020, under Document Number N20000006497, under Chapter 617 of the laws of the State of Florida.

2. Article XIII, Section A, of the Articles provides that prior to the First Conveyance, the Articles may be amended only by an instrument in writing signed by Declarant and filed in the Office of the Secretary of State of the State of Florida.

3. As of the date of this Certificate, the First Conveyance has not occurred.

4. Declarant is desirous of amending the Articles, in accordance with the requirements of Article XIII, Section A, of the Articles.

5. The following amendments are hereby approved and adopted by Declarant.

6. The Board of Directors and the Members are not entitled to vote on the amendments.

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

1. Article I, Section 9, of the Articles is hereby amended to read as follows:

9. "Community" or "Area 1 of Latitude Margaritaville-at Watersound" means the real property described in Exhibit "A" to the Declaration together with such additional property as is subjected to the Declaration in accordance with Article X of the Declaration.

2. Article I, Section 10, of the Articles is hereby amended to read as follows:

10. "Cottage Unit" means any parcel of land within Area 1 of Latitude Margaritaville-at Watersound, as shown on the Plat or Additional Plat(s), if any, upon which a Cottage has or will be constructed by Declarant, together with the Improvements thereon, and any other portion of the Area 1 Property within Area 1 of Latitude Margaritaville-at Watersound that is declared to be a Cottage Unit by a Supplemental Declaration, provided, however, that no portion of any Community System shall be deemed to be part of a Cottage Unit unless and until same is made such pursuant to the terms of this Declaration, if at all.

3. Article I, Section 13, of the Articles is hereby amended to read as follows:

13. "Declaration" means the Amended and Restated Declaration of Covenants, Conditions, Restrictions and Easements for Latitude Margaritaville-at Watersound Area 1, which is intended to be or has been recorded amongst the Public Records of the County, and any amendments thereto.

4. Article I, Section 17, of the Articles is hereby amended to read as follows:

17. "Home" means a residential dwelling unit in Area 1 of Latitude Margaritaville-at Watersound intended as a residence for one (1) family, including single family residences, Villa Units and Cottage Units (as such terms are defined in the Declaration). The term "Home" shall include the "Lot" as defined below.

5. Article I, Section 21, of the Articles is hereby amended to read as follows:

21. "Owner" means the record owner, whether one (1) or more persons or entities, of the fee simple title to any Lot within Area 1 of Latitude Margaritaville-at Watersound, and includes Declarant for as long as Declarant owns fee simple title to a Lot, but excluding therefrom those having such interest as security for the performance of an obligation.

6. Article I, Section 22, of the Articles is hereby amended to read as follows:

22. "Area 1 Property" shall mean the real property subjected to the Declaration from time to time.

7. Article I, Section 23, of the Articles is hereby amended to read as follows:

23. "Single Family Lot" means a Lot upon which a single family detached residence has or will be constructed by Declarant or Builder, together with the Improvements thereon, and any other portion of the Area 1 Property within Area 1 of Latitude Margaritaville-at Watersound that is declared to be a Single Family Lot by a Supplemental Declaration, provided, however, that no portion of any Community System (as defined in the Declaration) shall be deemed to be part of a Single Family Lot unless and until same is made such pursuant to the terms of the Declaration, if at all.

8. Article I, Section 24, of the Articles is hereby amended to read as follows:

24. "Villa Unit" means any parcel of land within Area 1 of Latitude Margaritaville-at Watersound, as shown on the Plat or Additional Plat(s), if any, upon which a Villa has or will be constructed by Declarant, together with the Improvements thereon, and any other portion of the Area 1 Property within Area 1 of Latitude Margaritaville-at Watersound that is declared to be a Villa Unit by a Supplemental Declaration, provided, however, that no portion of any Community System shall be deemed to be part of a Villa Unit unless and until same is made such pursuant to the terms of this Declaration, if at all.

9. Article IV, Section C, Subsection 7, of the Articles is hereby amended to read as follows:

7. To provide, to the extent deemed necessary by the Board, any and all services and do any and all things which are incidental to or in furtherance of things listed above or to carry out the Association mandate to keep and maintain Area 1 of Latitude Margaritaville at Watersound in a proper and aesthetically pleasing condition and to provide the Owners with services, amenities, controls, rules and regulations and enforcement which will enhance the quality of life at Area 1 of Latitude Margaritaville at Watersound.

10. Article V, Section D, of the Articles is hereby amended to read as follows:

D. The Association shall have four (4) classes of voting membership:

1. Class "A" Members shall be the Owners of Single Family Lots in Area 1 of Latitude Margaritaville at Watersound, with the exception of Declarant while Declarant is a Class "D" Member, each of whom shall be entitled to one (1) vote for each Single Family Lot owned.

2. Class "B" Members shall be the Owners of Villa Units in Area 1 of Latitude Margaritaville at Watersound, with the exception of Declarant while Declarant is a Class "D" Member, each of whom shall be entitled to one (1) vote for each Villa Unit owned.

3. Class "C" Members shall be the Owners of Cottage Units in Area 1 of Latitude Margaritaville at Watersound, with the exception of Declarant while Declarant is a Class "D" Member, each of whom shall be entitled to one (1) vote for each Cottage Unit owned.

4. Class "D" Member shall be Declarant, who shall be entitled to three times the total number of votes of the Class "A" Members, Class "B" Members and Class "C" Members plus one (1). Class "D" membership shall cease and be converted to Class "A", Class "B" and Class "C" membership upon the earlier to occur of the following events ("Turnover Date"):

(i) Three (3) months after the conveyance of ninety percent (90%) of the Homes by Declarant, as evidenced by the recording of instruments of conveyance of such Homes amongst the Public Records of the County; or

(ii) upon the Class "D" Member abandoning or deserting its responsibility to maintain and complete the amenities or infrastructure as disclosed in the Governing Documents. There is a rebuttable presumption that Declarant has abandoned and deserted the Area 1 Property if Declarant has unpaid Assessments or guaranteed amounts under Section 720.308 of the HOA Act for a period of more than two (2) years;

(iii) upon the Class "D" Member filing a petition seeking protection under Chapter 7 of the Federal Bankruptcy Code;

(iv) upon the Class "D" Member losing title to the Area 1 Property through a foreclosure action or the transfer of a deed in lieu of foreclosure, unless the successor owner has accepted an assignment of developer rights and responsibilities first arising after the date of such assignment;

(v) upon a receiver for the Class "D" Member being appointed by a circuit court and not being discharged within 30 days after such appointment, unless the court determines within 30 days after such appointment that transfer of control would be detrimental to the Association or the Members; or

(vi) when, in its discretion, the Class "D" Member so determines.

Notwithstanding the foregoing, Class "A" Members, Class "B" Members and Class "C" Members are entitled to elect at least one (1) member of the Board when fifty percent (50%) of the Lots have been conveyed to Members other than Declarant.

11. Article IX of the Articles is hereby amended to read as follows:

The names of the officers who are to serve until the first election of officers by the Board are as follows:

President	<u>Scott Gambone</u> <del>Lara Mitchell</del>
Vice President	Dutch Neuweiler
Secretary/Treasurer	Brian Calc

12. Article X, Section B, of the Articles is hereby amended to read as follows:

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

<u>NAMES</u>	<u>ADDRESSES</u>
<u>Scott Gambone</u> <del>Lara Mitchell</del>	4042 Park Oaks Boulevard, Suite 450 Tampa, Florida 33610
Dutch Neuweiler	4042 Park Oaks Boulevard, Suite 450 Tampa, Florida 33610
Brian Calc	4042 Park Oaks Boulevard, Suite 450 Tampa, Florida 33610

Declarant reserves the right to replace and/or designate and elect successor Directors to serve on the First Board for so long as the First Board is to serve, as hereinafter provided.

(words ~~struck through~~ are deleted; words bolded and double-underlined are added)

