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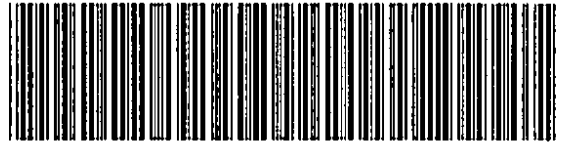
(Business Entity Name)

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Pineapple Cove Homeowners Association, Inc.

DOCUMENT NUMBER: N21000010722

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

Please return all correspondence concerning this matter to the following:

Michael H. Williams, Jr.

(Name of Contact Person)

(Firm/ Company)

2287 W. Eau Gallie Blvd., Suite A

(Address)

Melbourne, FL 32935

(City/ State and Zip Code)

mikejr@mhwilliams.com

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

For further information concerning this matter, please call:

Michael H. Williams, Jr.

321

757-5750

at

(Name of Contact Person)

(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
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

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Articles of Amendment
to
Articles of Incorporation
of

Pineapple Cove Homeowners Association, Inc.

(Name of Corporation as currently filed with the Florida Dept. of State)

N21000010722

(Document Number of Corporation (if known))

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:

The new

name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc."
"Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:

*(Principal office address **MUST BE A STREET ADDRESS**)*

C. Enter new mailing address, if applicable:

*(Mailing address **MAY BE A POST OFFICE BOX**)*

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:

Name of New Registered Agent:

New Registered Office Address:

(Florida street address)

_____, Florida _____
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

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If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

Type of Action (Check One)	Title	Name	Address
1) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>ST</u>	<u>Theresa Williams</u>	<u>2287 W. Eau Gallie Blvd., Suite A</u> <u>Melbourne, FL 32935</u>
2) <input checked="" type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u>P</u>	<u>Michael H. Williams</u>	<u>2287 W. Eau Gallie Blvd., Suite A</u> <u>Melbourne, FL 32935</u>
3) <input checked="" type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u>VP</u>	<u>Michael H. Williams, Jr.</u>	<u>2287 W. Eau Gallie Blvd., Suite A</u> <u>Melbourne, FL 32935</u>
4) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u> </u>	<u> </u>	<u> </u>
5) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u> </u>	<u> </u>	<u> </u>
6) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u> </u>	<u> </u>	<u> </u>

E. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary). (Be specific)

See attached "Exhibit A" to Amend the Original Articles of Incorporation.

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The date of each amendment(s) adoption: August 22, 2022, if other than the date this document was signed.

Effective date if applicable: August 22, 2022
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Adoption of Amendment(s) (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.

- ☐ 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 _____

Signature See attached _____

(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

(Typed or printed name of person signing)

(Title of person signing)

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“Exhibit A”

**AMENDMENT TO
ARTICLES OF INCORPORATION
OF
PINEAPPLE COVE HOMEOWNERS ASSOCIATION, INC.**

(A Corporation Not For Profit)

The undersigned incorporator, being a natural person competent to contract, hereby adopts these AMENDED and RESTATED Articles of Incorporation in order to form a not for profit corporation without stock under the laws of the State of Florida.

ARTICLE I - NAME

The name of this Corporation is **PINEAPPLE COVE HOMEOWNERS ASSOCIATION, INC.** (hereinafter referred to as the "Association").

ARTICLE II - PURPOSE

The purposes and objects of the Association shall be to administer the operation and management of the Common Property and facilities of PINEAPPLE COVE according to the plat thereof, recorded in the Public Records of Brevard County, Florida (the "Plat") and to undertake the performance of the acts and duties incident to the administration of the operation and management of the Common Property in and in accordance with the terms, provisions, covenants and restrictions contained in these Articles, the Declaration of Covenants, Conditions and Restrictions of PINEAPPLE COVE (the "Declaration"), as recorded in the Public Records of Brevard County, Florida, the Bylaws of this Corporation, and to otherwise deal with such property, whether real or personal, as may be necessary or convenient in the administration of the Common Property. The

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“Exhibit A”

Association shall be conducted as a Florida corporation not for profit. The terms used in these Articles shall have the same meaning as set forth in the Declaration.

ARTICLE III - POWERS

The Association shall have the following powers:

1. The Association shall have all of the powers and duties granted to corporations not for profit under the laws of the State of Florida except as limited by these Articles of Incorporation and the Declaration.

2. The Association shall have all of the powers reasonably necessary to implement and effectuate the purposes of the Association and the following shall be legal responsibilities of the Association:

(a) To make and establish reasonable rules and regulations governing the use of Lots and the Common Property as said terms may be defined in the Declaration.

(b) To buy, sell, lease, mortgage or otherwise deal with any and all property, whether real or personal.

(c) To operate, maintain and manage the surface water or stormwater management system(s) consistent with the St John's River Water Management District permit no. 31637-2 requirements and applicable rules and shall assist in the enforcement of the Declaration of Covenants and Restrictions which relate to the surface water or stormwater management system.

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“Exhibit A”

(d) To levy and collect assessments against members of the Association to defray the common expenses of the Properties as may be provided in said Declaration and in the Bylaws of this Association which may be hereafter adopted, including the right and obligation to levy and collect adequate assessments against members of the Association for the costs of maintenance and operation of the surface water or stormwater management system.

(e) To maintain, repair, replace, operate and manage the Common Property, including the right to reconstruct improvements after casualty and to make further improvements to the Common Property.

(f) To contract for the maintenance of the Common Property.

(g) To enforce the provisions of the Declaration, these Articles of Incorporation, the Bylaws of the Association which may be hereafter adopted, and the Rules and Regulations governing the use of the Common Property as may be hereafter established.

(h) To approve or disapprove the transfer, lease, mortgage and ownership of Lots as may be provided by the Declaration and by the Bylaws.

(i) To execute, undertake and accomplish all of the rights, duties and obligations which may be granted to or imposed upon the Association pursuant to the Declaration.

(j) All funds and the titles to all property acquired by the Association, and their proceeds shall be held in trust for the members in accordance with the provisions of the Declaration, these Articles of Incorporation and the Bylaws of the Association.

ARTICLE IV - MEMBERS

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COMMUNITY CENTER

"Exhibit A"

The qualification of the members, the manner of their admission to membership and termination of such membership and voting by members shall be as follows:

1. Every owner of a Lot which is subject to assessment shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment.

2. Membership shall be acquired by recording in the Public Records of Brevard County, Florida, a deed or other instrument establishing record title to a Lot, the Owner designated by such instrument thus becoming a member of the Association, and the membership of the prior owner being thereby terminated, provided, however, that any party who owns more than one Lot shall remain a member of the Association so long as he shall retain title to or a fee ownership interest in any Lot.

3. The interest 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 his Lot. The funds and assets of the Association shall belong solely to the Association subject to the limitation that the same be expended, held or used for the benefit of the membership and for the purposes authorized herein, in the Declaration, and in the Bylaws which may be hereafter adopted.

4. On all matters on which the membership shall be entitled to vote, there shall be only those votes for each Lot as set forth in the Declaration, notwithstanding the fact that the Lot is owned by more than one person, and such vote or votes may be exercised by the Owner or Owners of each Lot in such manner as may be provided in the Bylaws hereafter adopted by the Association. Should any Owner or Owners own more than one Lot, such Owner or Owners shall be entitled to exercise or cast as many votes as are allocated to the particular Lots owned, in the manner provided by the Bylaws.

5. Notwithstanding anything to the contrary herein, there shall be two (2) classes of Members. The Declarant shall be a Class B Member. The Class B Member

"Exhibit A"

shall be entitled to three (3) votes per Lot. All other Owners shall be Class A Members, which shall have one (1) vote per Lot. The Class B membership shall be converted to Class A membership no later than three (3) months after ninety percent (90%) of the Lots in the Subdivision have been conveyed to Members, not including conveyances to a person, firm or entity to whom Declarant assigns its rights.

ARTICLE V - TERM

Existence of the Association commenced upon the filing of the Articles of Incorporation with the Secretary of State, Tallahassee, Florida. The Association shall exist in perpetuity.

ARTICLE VI - LOCATION

The principal office of the Association shall be located at 1970 Pineapple Avenue, Melbourne, Florida 32935, but the Association may maintain offices and transact business in such other places within or without the State of Florida as may from time to time be designated by the Board of Directors; furthermore, the Board of Directors may from time to time relocate the aforesaid principal office.

ARTICLE VII - DIRECTORS

1. The Affairs of the Association shall be managed by a Board of Directors.

The number of persons which will constitute the entire Board of Directors shall not be less than three (3) nor more than seven (7), except as may be changed from time to time as provided in the Bylaws. The manner of electing directors shall be provided for in the Bylaws of the Association.

2. The number of directors constituting the initial Board of Directors of the Association is three (3). The names and addresses of said persons who are to serve on the initial Board of Directors are:

“Exhibit A”

Michael H. Williams	Michael H. Williams, Jr.	Theresa Williams
2287 Eau Gallie Blvd. Ste A	2287 Eau Gallie Blvd. Ste A	2287 Eau Gallie Blvd. Ste A
Melbourne, FL 32935	Melbourne, FL 32935	Melbourne, FL 32935

ARTICLE VIII - OFFICERS

The affairs of the Association shall be administered by the officers in accordance with the Bylaws. The president and such other officers and assistant officers as the Board of Directors may from time to time designate shall constitute the officers of the Association. The officers of the Association shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Association and shall serve at the pleasure of the Board of Directors. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

President- Michael H. Williams
2287 Eau Gallie Blvd Ste A
Melbourne, FL 32935

Vice President- Michael H. Williams, Jr
2287 Eau Gallie Blvd Ste A
Melbourne, FL 32935

Secretary/Treasurer- Theresa Williams
2287 Eau Gallie Blvd Ste A
Melbourne, FL 32935

ARTICLE IX - BYLAWS

The first Bylaws of the Association shall be adopted by the Board of Directors and may, thereafter, be altered, amended or rescinded only as provided in said Bylaws.

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“Exhibit A”

ARTICLE X - 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 to which he may be a party, or in which he may become involved, by reason of his being or having been a director or officer at the time such expenses are incurred except in such cases wherein the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that any claim for reimbursement or indemnification herein shall only apply if the Board of Directors 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 directors or officers may be entitled.

The Board of Directors may, and shall if the same is reasonably available, purchase liability insurance to insure all directors, officers or agents, past and present, against all expenses and liabilities as set forth above. The premiums for such insurance should be paid by the Lot Owners as part of the common expense.

ARTICLE XI - AMENDMENTS

These Articles of Incorporation may be amended by the members of the Association owning a majority of the Lots whether meeting as members or by instrument in writing signed by them. Provided, however, that no amendment shall make changes in the qualifications for membership nor the voting rights of the members, nor change the provisions contained in Article III, Paragraph 2(j), without approval in writing of all members and the joinder of all record owners of mortgages on the Lots. Furthermore, no amendment shall be made that is in conflict with the Florida Statutes or the Declaration.

“Exhibit A”

ARTICLE XII - CONFLICTS OF INTEREST

In the absence of fraud, no contract or other transaction between the Association and any other person, firm, corporation or partnership shall be affected or invalidated by reason of the fact that any director or officer of the Association is pecuniarily or otherwise interested therein.

ARTICLE XIII - INCORPORATOR

The name and address of the initial incorporator is as follows: Michael H. Williams, Jr, 2287 Eau Gallie Blvd, Ste A, Melbourne, FL 32935

ARTICLE XIV - REGISTERED AGENT

The initial registered agent of the Association is Michael H Williams, Jr and the street address of the initial registered office of the Association is 2287 Eau Gallie Blvd, Ste A, Melbourne, FL 32935. This corporation shall have the right to change such registered agent and office from time to time as provided by laws.

ARTICLE XV- DISSOLUTION

In the event of termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the surface water or stormwater management system must be transferred to and accepted by an entity which would comply with Section 62-330 F.A.C. and be approved by the St. Johns Water River Water Management District prior to such termination, dissolution or liquidation.

The City of Melbourne is not required to take title to or to operate any of the improvements in the subdivision upon dissolution of the Association. Such provision cannot be amended or terminated without the consent of the City of Melbourne.

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CITY OF MELBOURNE
CLERK OF THE CITY

“Exhibit A”

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation in Melbourne, Brevard County, Florida, this 22 day of August, 2022

Phyllis Mason
Witness

I hereby declare that I am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Michael H Williams, Jr
Michael H Williams, Jr
Registered Agent

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