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COVER LETTER

Department of State
Amendment Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Point Lake Upland Property Owners Ass'n Inc.
CORPORATE NAME

Enclosed are an original and one (1) copy of the restated articles of incorporation and a check for:

☒ \$35.00 ☐ \$43.75
Filing Fee Filing Fee
 & Certificate of Status

☐ \$43.75 ☐ \$52.50
Filing Fee Filing Fee,
& Certified Copy Certified Copy
 & Certificate of
 Status

ADDITIONAL COPY REQUIRED

FROM: Robert H. Yaffe, ESq.
Name (Printed or typed)
1135 Kane Concourse, Third Floor
Address
Bay Harbor Islands, FL 33154
City, State & Zip
305-749-2341
Daytime Telephone number
robert@robertyaffe.com
E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the document.

In compliance with Chapter 617, F.S. (Not for Profit)

ARTICLE I NAME Point Lake Upland Property Owners Ass'n Inc
The name of the corporation is:

ARTICLE II RESTATED ARTICLES See the attached.
The text of the Restated Articles is as follows:

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=====

2022

ARTICLE III OFFICERS AND/OR DIRECTORS (optional)

(Attach additional sheets, if necessary)

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.

Example:

X Add	SV	Sally Smith
-------	----	-------------

_____ Remove _____

The **name and Florida street address** (P.O. Box NOT acceptable) of the registered agent is:

Name: _____

Address: _____

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Required Signature/Registered Agent

Date

ARTICLE VI ARTICLE CONSOLIDATION

These adopted restated articles of incorporation supersede the original articles of incorporation and all amendments to them.

ARTICLE VII REQUIRED ADOPTION INFORMATION

Adoption of Amendment(s) (CHECK ONE)

☐ These restated articles of incorporation contain an amendment to the articles of incorporation which required member approval. The date of adoption of the amendments was _____, and the votes cast were sufficient for approval

☒ These restated articles of incorporation were adopted by the board of directors.

ARTICLE VIII EFFECTIVE DATE:

Effective date, if other than the date of filing: _____ (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than 90 days after the filing.)

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.

I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Dated: July 16, 2024

Signature: /s/ Philip Anthony Hart
(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee or other court appointed fiduciary by that fiduciary)

Philip Anthony Hart

(Typed or printed name of person signing)

President

(Title of person signing)

**AMENDED ARTICLES OF INCORPORATION OF
POINT LAKE UPLAND PROPERTY OWNERS ASSOCIATION, INC.**

A Florida Not-for-Profit Corporation

The undersigned, for the purpose of forming a corporation under Chapter 617 of the Florida Statutes, the Florida Not For Profit Corporation Act, do hereby adopt the following Amended Articles of Incorporation.

**ARTICLE I
NAME**

The name of the corporation is Point Lake Upland Property Owners Association, Inc.

**ARTICLE II
PURPOSE**

- A. The specific purpose for which this Corporation is organized is to provide benefits for its members with respect to land use, title, and riparian rights issues related to properties abutting Point Lake and the corresponding North and South Canals in Surfside, Florida.
- B. The general purposes for which the Corporation is formed are:
 - 1. To organize, unite and solidify owners of Point Lake properties with respect to protection of riparian rights, and the retention of legal counsel to defend the rights of the property owners who are members of the Corporation.
 - 2. To promote awareness of the legal interests of the members of the Corporation.
 - 3. To take such actions as may be necessary to protect such interests, including, if necessary, the commencement of legal proceedings and payment of legal fees and court costs in connection therewith.
 - 4. To seek the participation of additional property owners and inform them of matters of common interest.
- C. This Corporation is organized and operated exclusively for civil and other non profit purposes as stated above and no part of any net earnings shall inure to the benefit of any member, director, officer, or any other person, firm or corporation.
- D. This Corporation shall have and exercise all rights and powers conferred upon corporations under the laws of the State of Florida, provided, however, that this Corporation is not empowered to engage in any activity that is not in furtherance of the purposes set forth in Paragraphs A through C of this Article.

**ARTICLE III
PRINCIPAL OFFICE AND MAILING ADDRESS**

The address of the principal office of the Corporation and the mailing address of the Corporation is as follows:

c/o Robert H. Yaffe, Esq., Registered Agent
1135 Kane Concourse, Third Floor
Bay Harbor Islands, Florida 33154

**ARTICLE IV
TERM**

This Corporation shall have a perpetual existence, unless terminated pursuant to Chapter 617, Florida Statutes due to the purposes and objectives of the Corporation being achieved.

**ARTICLE V
INCORPORATORS**

The names and addresses of the persons signing these Amended Articles of Incorporation as the Incorporators are:

James Mackenzie
1135 Kane Concourse, Third Floor
Bay Harbor Islands, Florida 33154

Philip Anthony Hart
1135 Kane Concourse, Third Floor
Bay Harbor Islands, Florida 33154

Jorge Cortes
1135 Kane Concourse, Third Floor
Bay Harbor Islands, Florida 33154

**ARTICLE VI
MEMBERSHIP**

- A. Members of the Corporation shall be persons who are residents of the geographical area known as Point Lake in Surfside, Florida and the corresponding North and South Canals in Surfside, Florida, and who are over the age of eighteen (18) years and who are current with their payment of initial and/or subsequent membership dues as determined by the Board of Directors from time to time.

- B. Any qualifications, manner of admission of members, voting on other rights and privileges of members, the liability of members for dues or assessments and the method of collection thereof, and the termination of membership shall be set forth in the Bylaws of this Corporation.
- C. A member who is delinquent in the payment of dues by more than 30 days shall cease to be a member in good standing of the Corporation. The Corporation shall have the right to terminate a member's membership if the member ceases to be a member in good standing and has not cured a default in payment of dues after 30 days' notice of default and opportunity to cure.

ARTICLE VII MANAGEMENT OF CORPORATE AFFAIRS

- A. Board of Directors. The powers of this Corporation shall be exercised and its affairs conducted by a board of three (3) directors. The number of directors herein provided shall always be an odd number and the number of directors may be changed by from time to time by a resolution adopted by the Board of Directors. Directors shall be elected annually by a majority vote of the membership.
- B. The names and addresses of the persons constituting the first Board of Directors who are to act in that capacity until the election of their successors are:

James Mackenzie
1135 Kane Concourse, Third Floor
Bay Harbor Islands, Florida 33154

Philip Anthony Hart
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Jorge Cortes
1135 Kane Concourse, Third Floor
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- C. Elective Officers. The officers of this Corporation shall be the President, Vice President, Secretary and Treasurer. Other offices and officers may be established or appointed as set forth in the Bylaws or by members of this Corporation at any regular meeting. The qualifications, the time, and the manner of removing officers shall be as set forth in the Bylaws. The officers who are to serve until the first annual meeting after these Amended Articles of Incorporation are adopted are:

President: Philip Anthony Hart
Vice President: Jorge Cortes
Secretary/Treasurer: James Mackenzie

ARTICLE VIII REGISTERED AGENT AND OFFICE

- A. The address of this Corporation's initial registered office in the State of Florida is 1135 Kane Concourse, Third Floor, Bay Harbor Islands, Florida 33154.
- B. The name of this Corporation's initial Registered Agent is Robert H. Yaffe, P.A.

ARTICLE IX BYLAWS

Bylaws will herein be adopted at the first meeting of the Board of Directors. Such Bylaws may be amended or repealed in whole or in part, by the members or by the Directors in the manner provided therein. Any amendments to the Bylaws shall be binding on all members of this Corporation.

ARTICLE X AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of at least two thirds of a quorum of members.

ARTICLES XI DISSOLUTION

This Corporation shall be dissolved and its affairs wound up by a two-thirds vote of the Corporation's Board of Directors. In the event of dissolution, property of the Corporation shall be returned prorata to the members or distributed to any organization which is exempt from federal income tax under the appropriate sections of the Internal Revenue Code.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated herein, the undersigned accepts the appointment of registered agent and agrees to act in this capacity.

Robert H. Yaffe, P.A.

By: /s/ Robert H. Yaffe, Esq.

IN WITNESS WHEREOF, the undersigned, as incorporators, have executed the foregoing Amended Articles of Incorporation as of April 11, 2024.

/s/ James Mackenzie
Incorporator

/s/ Jorge Cortes
Incorporator

/s/ Philip Anthony Hart
Incorporator

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Robert H. Yaffe, P.A.

By: /s/ Robert H. Yaffe, Esq.

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/s/ James Mackenzie
Incorporator

/s/ Jorge Cortes
Incorporator

/s/ Philip Anthony Hart
Incorporator