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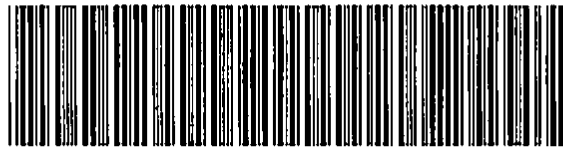
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JAN 21 2021

Amended & Restated

D CUSHING

DANIEL J. LOBECK*
MARK A. HANSON* **
MICHELLE A. ROWE

THE LAW OFFICES OF
LOBECK & HANSON

PROFESSIONAL ASSOCIATION

LEAH E. ELLINGTON*
KEVIN F. COLEMAN

1033 MAIN STREET, SUITE 403
SARASOTA, FL 34237
(941) 955-5622
FAX (941) 951-1469

E-MAIL law@lobeckhanson.com
INTERNET www.lobeckhanson.com

CONDOMINIUM
COOPERATIVE AND
COMMUNITY
ASSOCIATIONS
CIVIL LITIGATION
PERSONAL INJURY
FAMILY LAW
LAND USE LAW
ESTATES AND TRUSTS

* FLA. BOARD CERTIFIED SPECIALIST IN CONDOMINIUM
AND PLANNED DEVELOPMENT LAW
** FLA. SUPREME COURT CERTIFIED MEDIATOR

January 6, 2021

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Certificate of Amendment
The Club Villas II at Palm Aire Condominium Association, Inc.

Dear Sir or Madam:

Please find enclosed an original Certificate of Amendment and attached Amendment to the Articles of Incorporation for the above-referenced corporation and a check in the amount of \$35.00 for the filing fee.

Thank you for your assistance in this matter.

Sincerely,



Leah E. Ellington

LEE/pp
Enclosure

RECEIVED
SECRETARY OF STATE
JAN 8 2021 9:43

Prepared by and return to:
Leah E. Ellington, Esquire
Lobeck & Hanson, P.A.
2033 Main Street, Suite 403
Sarasota, Florida 34237
(941) 955-5622 (Telephone)
(941) 951-1469 (Facsimile)

RECORDED
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6:10 PM

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
THE CLUB VILLAS II AT PALM AIRE CONDOMINIUM ASSOCIATION, INC.**

**ARTICLE 1.
NAME OF CORPORATION AND PRINCIPAL OFFICE**

The name of this corporation is THE CLUB VILLAS II AT PALM AIRE CONDOMINIUM ASSOCIATION, INC. (herein "the Association"). The principal office of the Association is located at 2011 Bispham Road, Sarasota, Florida 34231. The Association Board of Directors (herein "the Board") may change the location of the principal office of the Association from time to time.

**ARTICLE 2.
PURPOSE**

This Association is organized for the purpose of providing an entity under the Florida Condominium Act (Chapter 718, Florida Statutes) for the operation of a condominium located in Manatee County, Florida, and known as THE CLUB VILLAS II AT PALM AIRE CONDOMINIUM (herein "the Condominium"), created pursuant to the Declaration of Condominium (herein "the Declaration").

**ARTICLE 3.
DEFINITIONS**

The terms used herein shall have the same definitions as stated in the Declaration of Condominium and the Condominium Act unless the context requires otherwise. If there is a dispute over the proper definition of a vague or ambiguous term which is not otherwise defined by the Declaration of Condominium or by the Condominium Act, the Board shall provide a reasonable definition of the term or may adopt any standard dictionary definition of the term.

**ARTICLE 4.
POWERS**

The Association shall have all of the statutory powers and common law powers of a corporation not for profit and all of the powers and duties set forth in the Florida Not for Profit Corporation Act (Chapter 617, Florida Statutes), the Condominium Act, the Declaration, these

Articles of Incorporation, and Bylaws of the Association, all as amended from time to time, except as may be limited or otherwise provided by these Articles of Incorporation or by law. The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the Declaration and Bylaws.

ARTICLE 5. MEMBERS

The qualification of Members, the manner of their admission, and their voting rights shall be as regulated by the Bylaws.

ARTICLE 6. VOTING RIGHTS

The Owners of Units shall be entitled to cast one (1) vote for each Unit owned. The vote of a Unit is not divisible.

ARTICLE 7. TERM

The term for which this Association is to exist shall be perpetual, unless sooner dissolved pursuant to provisions of Chapter 617 of the Florida Statutes, as amended from time to time, or other pertinent law.

ARTICLE 8. BOARD OF DIRECTORS

The affairs and operation of the Association shall be managed by a governing board called the Board of Directors. The Bylaws shall provide for the number, election, removal, qualification and resignation of the Directors and for filling vacancies on the Board.

ARTICLE 9. OFFICERS

The officers of the Association shall be selected by the Board. They shall perform such duties as shall be provided by the Bylaws of the Association.

ARTICLE 10. BYLAWS

The Bylaws of the Association may be amended in the manner provided in the Bylaws.

**ARTICLE 11.
AMENDMENTS**

Amendments to these Articles of Incorporation shall be proposed and adopted in the following manner:

A. Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which the proposed amendment is considered.

B. A resolution for the adoption of a proposed amendment may be proposed by vote of not less than a majority of the entire membership of the Board.

C. Except as otherwise required by law, a proposed amendment to these Articles of Incorporation shall be adopted if it is approved by vote of not less than a majority of the Voting Interests of the Association present and voting in person or by proxy at a duly noticed and convened membership meeting.

D. An amendment shall become effective upon filing with the Secretary of State and recording a copy in the Public Records of Manatee County, Florida.

**ARTICLE 12.
REGISTERED OFFICE AND REGISTERED AGENT**

The registered office of the Association shall be located at 2011 Bispham Road, Sarasota, FL 34231, and the registered agent at such address shall be Prokop, P.A. The Board may change the registered agent and office from time to time as permitted by law.

Prepared by and Return to:
Leah E. Ellington, Esquire
Lobeck & Hanson, P.A.
2033 Main Street, Suite 403
Sarasota, Florida 34237
(941) 955-5622 (Telephone)
(941) 951-1469 (Facsimile)

CERTIFICATE OF AMENDMENT

AMENDED AND RESTATED ARTICLES OF INCORPORATION

THE CLUB VILLAS II AT PALM AIRE CONDOMINIUM ASSOCIATION, INC.

We hereby certify that the attached Amended and Restated Articles of Incorporation were approved and adopted at the Annual Meeting of the Association membership held on December 15, 2020 by sixty-seven percent (67%) of the votes of the entire membership of the Association, after receiving approval by a majority of the Board of Directors at a duly noticed Board meeting, which is sufficient under Section 617.1002 of the Florida Statutes.

DATED this 4th day of JANUARY, ~~2020~~^{mb} 2021

Signed, sealed and delivered
in the presence of:

THE CLUB VILLAS II AT PALM AIRE
CONDOMINIUM ASSOCIATION, INC.

Sign: Suzanne Gile
Print: Suzanne Gile

By: Bernard Duggan
Bernard Duggan, President

Sign: Stephanie Klosterman
Print: Stephanie Klosterman

Signed, sealed and delivered
in the presence of:

Sign: Suzanne Gile
Print: Suzanne Gile

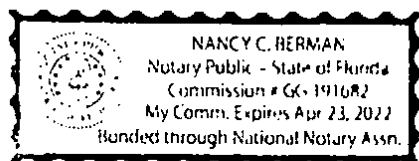
Attest: George Yeager
George Yeager, Secretary

Sign: Stephanie Klosterman
Print: Stephanie Klosterman

(Corporate Seal)

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 4th day of JANUARY, ²⁰²¹~~2020~~, by Bernard Duggan, as President of The Club Villas II at Palm Aire Condominium Association, Inc., a Florida corporation, on behalf of the corporation. He is personally known to me or has produced PERSONALLY KNOWN as identification.



NOTARY PUBLIC

Sign Nancy C. Berman

Print NANCY C. BERMAN

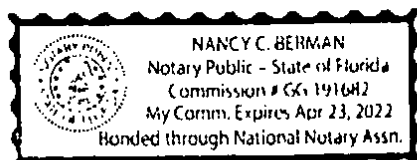
State of Florida at Large (Seal)

My Commission expires: 04-23-2022

#66191682

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 4th day of JANUARY, ²⁰²¹~~2020~~, by George Yeager, as Secretary of Club Villas II at Palm Aire Condominium Association, Inc., a Florida corporation, on behalf of the corporation. He is personally known to me or has produced PERSONALLY KNOWN as identification.



NOTARY PUBLIC

Sign Nancy C. Berman

Print NANCY C. BERMAN

State of Florida at Large (Seal)

My Commission expires: 04-23-2022

#66191682