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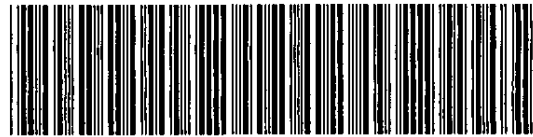
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Amend

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17 APR 21 PM 3:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 7, 2017

TIFFANY A. GRANT, ESQ.
1964 BAYSHORE BLVD.
SUITE A
DUNEDIN, FL 34698

SUBJECT: TAHITIAN VILLAS OWNERS' ASSOCIATION, INC.
Ref. Number: N25604

We have received your document and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Please entitle your document Articles of Amendment.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Susan Tallent
Regulatory Specialist II

Letter Number: 717A00006765

17 APR 21 PM 12:15
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Joseph R. Cianfrone, Esq.
Stephan C. Nikoloff, Esq.*
Tiffany A. Grant, Esq.
Daniel J. Greenberg, Esq.

**also admitted in PA*

Jennifer M. Sinclair, Esq.
Of Counsel

**CIANFRONE, NIKOLOFF,
GRANT & GREENBERG, P.A.**
ATTORNEYS AT LAW

1964 Bayshore Blvd., Suite A
Dunedin, Florida 34698
(727) 738-1100
Fax (727) 733-0042
www.attorneyjoe.com
law@attorneyjoe.com
Tiffany@attorneyjoe.com

March 27, 2017

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

**Re: Certificate of Amendment as to Articles of Incorporation
For Tahitian Villas Owners' Association, Inc.**


Dear Sir/Madame:

Enclosed please find an original Certificate of Amendment to Articles of Incorporation for Tahitian Villas Owners' Association, Inc., along with one copy of same.

Please file same and return a certified copy to the our office in the enclosed self-addressed, stamped envelope.

A check made payable to the Florida Department of State in the amount of \$43.75 is enclosed for the Division's fees.

Sincerely,



Tiffany A. Grant, Esq.

TAG:dls
Enclosures

PREPARED BY AND RETURN TO:
Cianfrone, Nikoloff, Grant & Greenberg, P.A.
1964 Bayshore Boulevard, Suite A
Dunedin, FL 34698

FILED
17 APR 21 PM 3:43
NOTARY PUBLIC
TALLAHASSEE, FLORIDA

**ARTICLES of AMENDMENT
TO ARTICLES OF INCORPORATION
OF
TAHITIAN VILLAS OWNERS' ASSOCIATION, INC.**

NOTICE IS HEREBY GIVEN that at a duly called meeting of the members, held on January 20, 2017, by an affirmative vote of not less than two-thirds (2/3) of the votes of the entire membership of the Association, the Articles of Incorporation of Tahitian Villas Owners' Association, Inc., as originally recorded as an Exhibit to the Revitalization of Restrictions and Party Wall Agreement of Tahitian Villas, Dunedin, Florida, originally recorded at O.R. Book 15412, Page 695 et seq., in the Public Records of Pinellas County, Florida, a copy of which are attached hereto as Exhibit "A" be, and the same are hereby amended as follows:

The Articles of Incorporation of Tahitian Villas Owners' Association, Inc. are hereby amended in accordance with Exhibit "B" attached hereto and entitled "Schedule of Amendments to Articles of Incorporation of Tahitian Villas Owners' Association, Inc."

IN WITNESS WHEREOF, TAHITIAN VILLAS OWNERS' ASSOCIATION, INC., has caused this Certificate of Amendment to be executed in accordance with the authority hereinabove expressed this 14th day of march, 2017.

TAHITIAN VILLAS OWNERS' ASSOCIATION, INC.

(Corporate Seal)

By: JEFF DEVIN, as President

ATTEST:

JOANN SABATINI, as Secretary

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 14th day of march, 2017, by JEFF DEVIN, as President, and JOANN SABATINI, as Secretary of TAHITIAN VILLAS OWNERS' ASSOCIATION, INC., a Florida not for profit corporation, on behalf of the corporation. They are personally known to me or have produced _____ and _____ as identification to be the President and Secretary of the corporation executing the foregoing instrument, and they acknowledged executing the same voluntarily under the authority duly vested in them by said corporation. If no type of identification is indicated, the above-named persons are personally known to me.



COLLEEN GROTH
MY COMMISSION # GG 012297
EXPIRES: July 22, 2020
Bonded Thru Budget Notary Services

Colleen Groth
NOTARY PUBLIC
My Commission Expires:

Exhibit "A"

ARTICLES OF INCORPORATION

OF

TAHITIAN VILLAS OWNERS' ASSOCIATION, INC.

The undersigned by these Articles associate themselves for the purpose of forming a corporation not for profit under Chapter 617, Florida Statutes, and certify as follows:

I.

Name

The name of the corporation shall be TAHITIAN VILLAS OWNERS' ASSOCIATION, INC. For convenience the corporation shall be referred to in this instrument as the "Association".

II.

Purpose

2.1 The purpose for which the Association is organized is to provide an entity for the operation of that certain residential development commonly known as TAHITIAN VILLAS located upon lands in the City of Dunedin, County of Pinellas, State of Florida (the "Development"), according to the plat or legal description thereof recorded in the Public Records of Pinellas County, Florida.

2.2 The Association shall make no distributions of income to its members, directors or officers.

III.

Power

The powers of the Association shall include and be governed by the following provisions:

3.1 The Association shall have all of the commonlaw and statutory powers of a corporation not for profit not in conflict with the terms of these Articles.

3.2 The Association shall have all of the powers and duties set forth in the Restrictions and Party Wall Agreement recorded in Official Records Book 2845, Page 534, and re-recorded in Official Records Book 3073, Page 39, all of the Public Records of Pinellas County, Florida (the "Restrictions") pertaining to the Development, as amended from time to time, these Articles and the Bylaws of the Association, and all of the powers and duties reasonably necessary to operate and maintain the Development, including but not limited to the following:

Page 1 of 6 - ARTICLES OF INCORPORATION
TAHITIAN VILLAS OWNERS' ASSOCIATION, INC.

EXHIBIT 1

(a) To make and collect assessments against members to defray the costs, expenses and losses of the Development, and to account to each member for assessments against that member's unit.

(b) To use the proceeds of assessments in the exercise of its powers and duties.

(c) To maintain, repair, replace, and operate the property of the Development, including easements.

(d) To purchase insurance upon the property of the Development for the protection of the Association and its members.

(e) To reconstruct improvements after casualty and to undertake the further improvement of the property of the Development.

(f) To make and amend reasonable rules and regulations respecting the use of the property in the Development, other than the previously recorded Restrictions; provided, however, that all such regulations and their amendments shall be approved by not less than two-thirds (2/3) of the votes of the membership of the Association present and voting before such shall become effective.

(g) To enforce by legal means the provisions of the Restrictions, these Articles, the Bylaws of the Association, and such rules and regulations as may be adopted from time to time respecting the use of units in and property of the Development.

(h) To contract for the management and maintenance of the property of the Development and to authorize a management agent to assist the Association in carrying out its powers and duties by performing such functions as the submission of proposals, collections of assessments, preparation of records, enforcement of rules, and maintenance, repair and replacement of the common areas with funds as shall be made available by the Association for such purposes. The Association and its officers shall, however, retain at all times the powers and duties granted by the Restrictions, these Articles, and the Bylaws of the Association, including but not limited to the making of assessments, promulgation of rules and execution of contracts on behalf of the Association.

(i) To employ personnel to perform the services required for proper operation of the Development.

3.3 All funds and titles of all properties acquired by the Association and their proceeds shall be held in trust for the members of the Association in accordance with the provisions of the Restrictions and the By-laws of the Association.

IV.

Members

4.1 The members of the Association shall consist of all persons or entities who are record owners of a fee or undivided fee interest in any of the units comprising the Development, provided, however, that any such person or entity who holds an interest merely as security for the performance of an obligation shall not be a member.

4.2 Change of membership in the Association shall be established, after receiving any approval of the Association that may be required by the Restrictions, these Articles, or the Bylaws of the Association, by recording in the Public Records of Pinellas County, Florida, a deed, or other instrument establishing a record title to the unit in the Development and the delivery to the Association of a copy of such instrument. The owner designated by such instrument shall thereby become a member of the Association and the membership of the prior unit owner shall be terminated.

4.3 The share of a member in the funds and assets of the Association cannot be assigned, hypothecated and transferred in any manner except as an appurtenance to his unit.

4.4 The Association shall have one (1) classe of voting membership, which shall consist of all those owners as defined in Section 4.1 of this Article IV. Members shall be entitled to one (1) vote for each unit in which they hold the interest required for membership by Section 4.1 of this Article IV. When more than one (1) person holds such interest or interests in any unit, all such persons shall be members and the vote for such unit shall be exercised as they among themselves determine, but in no event shall more than one (1) vote be cast with respect to any such unit. The By-laws may establish procedures for voting when the title to a unit is held in the name of a partnership, a corporation, or more than one person or entity.

V.

Directors

5.1 The affairs of the Association will be managed by a Board consisting of the number of directors determined by the By-laws, but not less than three (3) directors, and in the absence of such determination shall consist of three (3) directors. Directors shall be members of the Association.

5.2 Directors of the Association shall be elected at the annual meeting of the members in the manner determined by the Bylaws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided in the By-laws.

5.3 The names and addresses of the members of the first Board of

Directors who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

<u>Names</u>	<u>Addresses</u>
CLAUDE L. FRENSLEY	2600 N. Paula Drive, Apt. 2 Dunedin, Florida 34698
NORMAN ROBERT THOMAS	2600 Paula Drive, Apt. 8 Dunedin, Florida 34698
BETTY CIPER	577 Bayboro, North Dunedin, Florida 34698

VI.

Officers

The affairs of the Association shall be administered by the officers designated in the By-laws. The officers 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	CLAUDE L. FRENSLEY	2600 N. Paula Drive, Apt. 2 Dunedin, Florida 34698
Vice President	WILLIAM E. LACEY	2600 N. Paula Drive, Apt. 12 Dunedin, Florida 34698
Secy/Treas	NORMAN ROBERT THOMAS	2600 N. Paula Drive, Apt. 8 Dunedin, Florida 34698

VII.

Registered Agent and Office

The street address of the initial registered office of the Association shall be 2600 N. Paula Drive, Dunedin, Florida 34698. The initial registered agent for the Association at the above address shall be Claude L. Frensley.

VIII.

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 or settlement of 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 of the Association, whether or not he is a director or officer at the time such expenses are incurred, except when the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interest of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled.

IX.

By-laws

The first Bylaws of the Association shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the By-laws.

X.

Amendments

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

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

10.2 A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by the members of the Association. Directors and members not present in person or by proxy at the meeting considering the amendment may express their approval in writing, providing such approval is delivered to the secretary at or prior to the meeting. Except as elsewhere provided, such approvals must be by not less than two-thirds (2/3) of the entire membership of the Board of Directors and by not less than two-thirds (2/3) of the votes of the entire membership of the Association.

10.3 Provided, however, that no amendment shall make any changes in the qualifications for membership nor the voting rights of members, nor any change in Section 3.3 of Article III hereof, without approval in writing by all members. No amendment shall be made that is in conflict with the Restrictions pertaining to the Development.

10.4 A copy of each amendment shall be certified by the Secretary of State and be recorded in the Public Records of Pinellas County, Florida, in addition to being duly filed with the Secretary of State, State of Florida.

XI.

Term

The term of the Association shall be perpetual.

XII.

Subscribers

The name and address of the subscriber of this Articles of Incorporation is as follows:

Name

Address

CLAUDE L. FRENSLEY

2600 N. Paula Drive, Apt. 2
Dunedin, FL 34698

IN WITNESS WHEREOF, the undersigned has affixed his signature this _____ day of March, 1988.

CLAUDE L. FRENSLEY

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared CLAUDE L. FRENSLEY, who, after being duly sworn, acknowledged that he executed the foregoing Articles of Incorporation for the purposes expressed in such Articles this _____ day of March, 1988.

Notary Public

My Commission Expires: _____

1094A:2

CERTIFICATE

Designating Place of Business or Domicile
for the
Service of Process Within Florida,
Naming Agent Upon Whom Process May Be Served

In compliance with Section 48.091, Florida Statutes, the following is
submitted:

That TAHITIAN VILLAS OWNERS' ASSOCIATION, INC.
(Name of Corporation)

desiring to organize or qualify under the laws of the State of Florida, with
its place of business at 2600 N. Paula Drive, Apt. 2, Dunedin, FL 34698
(Address)

State of Florida, has named CLAUDE L. FRENSLEY
(Name of Registered Agent)

located at 2600 N. Paula Drive, Apt. 2, Dunedin, FL 34698
(Street Address and Number of Building, P. O. Box, Not Acceptable)

City of Dunedin, State of Florida, as its agent to
(City)

accept service of process within Florida.

Signature _____

Title Incorporator

Date _____

HAVING BEEN NAMED to accept service of process for the above stated
Corporation, at the place designated in this Certificate, I hereby agree to
act in this capacity, and I further agree to comply with the provisions of all
statutes relative to the proper and complete performance of my duties.

Signature _____
Registered Agent

Date _____

**SCHEDULE OF AMENDMENTS
TO
ARTICLES OF INCORPORATION
OF
TAHITIAN VILLAS OWNERS' ASSOCIATION, INC.**

**ADDITIONS INDICATED BY UNDERLINE
DELETIONS INDICATED BY ~~STRIKE THROUGH~~
OMISSIONS INDICATED BY ELLIPSIS....**

1. Article III, Power, Section 3.2, Paragraph (f) of the Articles of Incorporation of Tahitian Villas Owners' Association, Inc., is hereby amended to read as follows:

(f) To make and amend reasonable rules and regulations respecting the use of the property in the Development, other than the previously recorded Restrictions; provided, however, that as to rules and regulations affecting unit use all such regulations and their amendments shall be approved by not less than two-thirds (2/3) of the votes of the membership of the Association present and voting at a duly called membership meeting called for such purpose before such shall become effective.