

05/19/2023 11:10

From: 19412567673

Re: Jania Moran

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5/19/23, 11:01 AM

Division of Corporations

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COR AMND/RESTATE/CORRECT OR O/D RESIGN
JEWFISH KEY PRESERVATION ASSOCIATION, INC.

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**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
JEWFISH KEY PRESERVATION ASSOCIATION, INC.
DOCUMENT NUMBER N27348**

Pursuant to Section 617.1007, *Florida Statutes*, the Corporation desires to amend and restate its Articles of Incorporation, the original Articles having been filed with the Department of the State of Florida on July 11, 1988, under Document Number N27348

1. The name of this Corporation is Jewfish Key Preservation Association, Inc.
2. The date of the adoption of the attached Amended and Restated Articles of Incorporation was May 3, 2023.

3. The Articles of Incorporation were Amended and Restated as the attached Amended and Restated Articles of Incorporation of Jewfish Key Preservation Association, Inc., and the attached Amended and Restated Articles of Incorporation supersede the original articles of incorporation and all amendments.

4. Membership approval is required for amendments to the Articles of Incorporation. Pursuant to Article X of the Articles of Incorporation, the attached Amended and Restated Articles of Incorporation were adopted by a majority of the voting interests present in person or by proxy at a duly convened membership meeting. The Amended and Restated Articles of Incorporation were proposed and adopted pursuant to Section 617.1002, *Florida Statutes*, and in accordance with the Association's governing documents.

IN WITNESS WHEREOF, the undersigned authorized officer of the Association signed this certificate adopting the Amended and Restated Articles of Incorporation on this 9th day of MAY, 2023.

Signed, sealed and delivered
in the presence of:

Jewfish Key Preservation Association, Inc.
a Florida not-for-profit corporation

Print Name: CHASE T MOORE

Print Name: Jennifer B. Lemmer

By: [Signature]
Print Name: Michael Murchio As its President

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**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
JEWFISH KEY PRESERVATION ASSOCIATION, INC.**

The members of the Jewfish Key Preservation Association, Inc. (the "Association") have adopted these Amended and Restated Articles of Incorporation. The original Articles of Incorporation were filed with the State of Florida on July 11, 1988. The Association was created under the provisions of Chapter 617, *Florida Statutes*, for the purposes further described herein.

ARTICLE I. NAME

The name of this corporation shall be JEWFISH KEY PRESERVATION ASSOCIATION, INC.

ARTICLE II. PURPOSES

The purposes for which this corporation is organized are as follows:

(a) To promote and maintain good and cooperative relationships between the owners of property in said subdivision and to promote and maintain a high quality of development and maintenance of said subdivision.

(b) To do and perform any other acts and things necessary, proper or incident to the performing and carrying out of the powers and purposes hereinabove specifically designated or implied, and to perform all functions set forth in the Declaration of Restrictions of La Lenaire Isle, the Association's Bylaws, Articles of Incorporation, and Rules and Regulations, and Chapter 720, Florida Statutes, as they may be amended from time to time.

ARTICLE III. QUALIFICATION OF MEMBERS

Any person having an ownership interest in any lot in the subdivision in Manatee County known as La Lenaire Isle (pursuant to Plat Book 8, Page 106) and any subsequent phases or re-plats thereof, shall become a member of the corporation provided that where more than one person owns jointly a lot or lots in the subdivision, they shall together as such owners be entitled to only one membership, as described in the Declaration of Restrictions (originally recorded in Official Record Book 1223, Page 3736 of the Public Records of Manatee County). Each membership shall be entitled to one (1) vote on any issue requiring or involving a vote of the membership of this corporation, to be cast in the manner set forth in the Bylaws.

ARTICLE IV. TERM OF EXISTENCE

The corporation shall exist perpetually unless terminated according to law.

Exhibit D

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ARTICLE V. SUBSCRIBERS

The names and addresses of the initial subscribers of these Article of Incorporation are as follows:

Lars Bergstrom

1121 Lewis Avenue
Sarasota, FL 34237**ARTICLE VI. OFFICERS**

The Board of Directors shall elect, in accordance with the provisions of the Association's Bylaws, the officers of this corporation. The officers shall consist of President, Vice President, Secretary, and Treasurer, as set forth in the Bylaws. Directors are permitted to hold more than one office at the same time.

ARTICLE VII. BOARD OF DIRECTORS

The Board of Directors shall consist of three (3) persons. The number of Directors may be increased or decreased from time to time by provision made in the Bylaws, but shall never be less than three. The Directors shall be elected in the manner set forth in the Bylaws.

ARTICLE VIII. BYLAWS

The Bylaws of the corporation may be made, altered or rescinded in the manner set forth in the Bylaws.

ARTICLE IX. AMENDMENT OF ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended by the approval of a majority of the membership.

ARTICLE X. MISCELLANEOUS PROVISION

This corporation shall issue no shares of stock. No dividends shall be paid and no part of the income of this corporation shall be distributed to its members, Directors or officers; provided, however, that this corporation may pay compensation in reasonable amounts to its members, Directors and officers for services rendered, may confer benefits upon its members in conformity with its purposes, and upon dissolution or final liquidation, may make distributions to its members as permitted by the court having jurisdiction thereof, in which event no such payment, benefit or distribution shall be deemed to be a dividend or distribution of income. The Bylaws may make provision for quorum for membership meetings and for voting by proxy.

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In witness whereof, the following officer of the Association does hereby execute these Articles of Incorporation on this 9th day of May, 2023.

WITNESSES to President's signature:

Sign: [Signature]
Print Name: CHRISTY MOORE

Sign: [Signature]
Print Name: JENNIFER B. LATTIMER

**JEWFISH KEY PRESERVATION
ASSOCIATION, INC.**

By: [Signature]
Print Name: Michael Mirchev its President

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 9th day of May, 2023, by Michael Mirchev as President of the Jewfish Key Preservation Association, Inc., who:

1. Appeared before me by means of ☒ physical presence or ☐ online notarization; and
2. Is ☒ personally known to me or ☐ has produced _____ as proof of identification.



[Signature]
Notary Public, State of Florida
Print Name: Jennifer B. Lattimer
Date: 5/9/23
My Commission Expires: 10/21/24

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FILED

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