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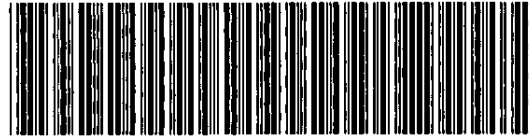
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Amended and
Restated Art

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

APR 19 2012

T. ROBERTS

712 Shamrock Blvd.
Venice, FL 34293

941.492.2100 phone
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SHARON S. VANDER WULP, P.A.

Condominium and
Homeowners' Association
Representation
Real Estate
Wills
Probate
Landlord/Tenant
Circuit Civil Mediation

April 12, 2012

Secretary of State
Corporate Records Bureau
P.O. Box 6327
Tallahassee, FL 32314

RE: Certificate of Amendment to the Articles of Incorporation of Pine Hollow
Association, Inc.
Our File No. 154.00

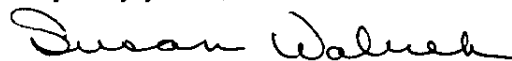
Dear Sir or Madame:

Enclosed please find an original and copy of the Amendment to the Articles of Incorporation in regards to the above referenced Association. Please date stamp the copy for our records, and return it with the Certified copy in the enclosed self-addressed, stamped envelope. Also enclosed is our check in the amount of \$43.75 representing the fee for the filing and certified copy.

Please return a certified copy of the Amendment to the Articles of Incorporation to my attention after filing.

Thank you for your assistance in this matter. If you have questions or need additional information, please do not hesitate to contact our office.

Very truly yours,



Susan Wabrek
Office Assistant to Sharon S. Vander Wulp

:slw
Enclosures

This instrument prepared by:
Sharon S. Vander Wulp
Attorney at Law
712 Shamrock Blvd.
Venice, FL 34293

FILED
12 APR 17 AM 11:33
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION**

OF

PINE HOLLOW ASSOCIATION, INC.

"A corporation not for profit under the laws of the State of Florida"

WHEREAS, the original Declaration of Condominium of PINE HOLLOW, a Condominium, was recorded in Official Records Book 2075, Page 2296, et seq., of the Public Records of Sarasota County, Florida, and

WHEREAS, a significant package of amendments was recently approved by an affirmative vote of two-thirds (2/3) of the entire voting interests of the Association at a duly convened members' meeting held on the 19th day of January, 2012, as required by the Articles of Incorporation.

NOW, THEREFORE, PINE HOLLOW ASSOCIATION, INC., does hereby amend and restate the Articles of Incorporation of PINE HOLLOW ASSOCIATION, INC., for the purpose of integrating all of the provisions of the Articles of Incorporation with the recently adopted amendments and does hereby resubmit the lands described herein to the terms, covenants, conditions, easements and restrictions hereof which shall be covenants running with the Condominium property and binding on all existing and future owners, and all others having an interest in the Condominium lands or occupying or using the Condominium property.

(Substantial Rewrite of the Articles of Incorporation. See the Original Articles of Incorporation for Current Text.)

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation not for profit under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation not for profit.

ARTICLE 1
NAME OF CORPORATION

1.1 Name. The name of this corporation shall be PINE HOLLOW ASSOCIATION, INC., hereinafter referred to as the Association.

1.2 Address. The principal place of business of this corporation shall be located at 525 Pine Hollow Circle, Englewood, Sarasota County, Florida, 34223.

1.3 Registered Agent. The street address of the registered office of the Association and the name of the Association's registered agent shall be determined by the Board of Directors from time to time.

ARTICLE 2 GENERAL NATURE OF BUSINESS

2.1 Purpose. The general nature of the business to be conducted by the Association shall be the operation and management of the affairs and property of the Condominium known as PINE HOLLOW, a Condominium and to perform all acts provided in the Declaration of Condominium of PINE HOLLOW and the Condominium Act, Chapter 718, Florida Statutes.

2.2 Distribution of Income. The Association shall make no distribution of income to and no dividend shall be paid to its members, Directors, or officers.

2.3 No Shares of Stock. The Association shall not have or issue shares of stock.

ARTICLE 3 POWERS

3.1 Common Law and Statutory Powers. The Association shall have all of the common-law and statutory powers of a corporation not in conflict with the terms of these Articles of Incorporation or the Florida Condominium Act.

3.2 Specific Powers. The Association shall have all of the powers and duties set forth in the Condominium Act of the State of Florida, these Articles of Incorporation and by the Declaration of Condominium (hereinafter the "Declaration") and all of the powers and duties reasonably necessary to maintain, manage and operate the Condominium pursuant to such Declaration and as it may be amended from time to time, including but not limited to the following:

- (a) To make and collect assessments against members as unit owners to defray the costs, expenses and losses of operation.
- (b) To use the proceeds of assessments in the exercise of its powers and duties.
- (c) To maintain, repair, replace and operate the Condominium property.
- (d) To purchase insurance upon the Condominium property and insurance for the protection of the Association and its members as unit owners.

- (e) To make and amend reasonable rules and regulations respecting the use of the property in the Condominium.
- (f) To approve or disapprove the transfer, mortgage and ownership of units in the Condominium.
- (g) To enforce by legal means the provisions of the Condominium Act of the State of Florida, the Declaration of Condominium, these Articles of Incorporation, Bylaws of the Association and the regulations for use of the property of the Condominium.
- (h) To contract for the management of the Condominium and to delegate to such contractor all powers and duties of the Association, except such as are specifically required by the Declaration of Condominium to have the approval of Directors or the membership of the Association.
- (i) To contract for the management or operation of portions of the common elements susceptible to separate management or operation.
- (j) To employ personnel to perform the services required for proper operation of the Condominium.
- (k) To acquire or enter into agreements whereby it acquires leaseholds, memberships or other possessory or use interests in real and personal property, including, but not limited to, country clubs, golf courses, marinas, and other recreational facilities, whether or not contiguous to the lands of the Condominium, intended to benefit the unit owners, to declare expenses in connection therewith to be common expenses, and to adopt covenants and restrictions relating to the use thereof.
- (l) To purchase units in the Condominium and to acquire and hold, lease, mortgage and convey the same, subject, however, to the provisions of the Declaration and Bylaws relative thereto.

3.3 Assets Held in Trust. All funds and properties acquired by the Association and the proceeds thereof shall be held in trust for the members in accordance with the provisions of the Declaration of Condominium, these Articles of Incorporation and the Bylaws of the Association.

3.4 Limitation on Exercise of Powers. The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the Declaration of Condominium and the Bylaws of the Association.

ARTICLE 4

MEMBERS

4.1 Members. All unit owners in the Condominium shall automatically be members of the Association. In the event a unit is owned by a legal entity other than a natural person, the officer, Director or other official so designated by such legal entity shall exercise its membership rights.

4.2 Change of Membership. After receiving any approval of the Association required by the Declaration of Condominium, change of membership in the Association shall be established by the recording in the Public Records of Sarasota County, Florida, of a deed or other instrument establishing a change of record title to a unit in the Condominium. The owner designated by such instrument thereby automatically becomes a member of the Association and the membership of the prior owner is terminated, except that upon termination of the entire condominium project, the membership shall consist of those who were members at the time of each conveyance of the respective units as provided in said Declaration of Condominium.

4.3 Limitation on Transfer of Shares of Assets. The share 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 the member's unit.

4.4 Voting. The owner of each unit shall be entitled to at least one vote as a member of the Association. The exact number of votes to be cast by owners of a unit and the manner of exercising voting rights shall be determined by the Bylaws of the Association.

ARTICLE 5 EXISTENCE

5.1 Term. This corporation shall exist perpetually unless the Condominium is terminated pursuant to the provisions of the Declaration and, in the event of such termination, the corporation shall be dissolved in accordance with the law.

ARTICLE 6 DIRECTORS

6.1 Board of Directors. The business of the corporation shall be conducted by a Board of Directors which shall consist of not less than three persons, as shall be designated by the Bylaws.

6.2 Election of Directors. The Directors of the Association shall be elected at the annual members' meeting in the manner determined by the Bylaws of the Association. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the Bylaws of the Association.

6.3 First Board of Directors. The names and post office addresses of the member of the first Board of Directors, all of whom held office until their successors were duly elected and qualified, or until removed are as follows:

EMILE W. MOUHOT

996 LaGuna Drive
Venice, Florida 34285

RICHARD P. MOUHOT

996 LaGuna Drive
Venice, Florida 34285

JOSEPH R. DECOLA

996 LaGuna Drive
Venice, Florida 34285

ARTICLE 7 OFFICERS

7.1 Officers. The affairs of the Association shall be administered by a President, Vice-President and Secretary-Treasurer and such other officers as may be designated in the Bylaws of the Association. The officers shall be elected by the Board of Directors at its first meeting following the Association's annual members' meeting and shall serve at the pleasure of the Board of Directors.

7.2 Officer's Powers and Duties. The Directors and officers may lawfully and properly exercise the power set forth in ARTICLE 3, particularly those set forth in Section 3.2(k), notwithstanding the fact that some or all of them who may be directly or indirectly involved in the exercise of such powers and in the negotiation and/or consummation of agreements executed pursuant to such powers are some or all of the persons with whom the corporation enters into such agreements or who own some or all of the proprietary interest in the entity or entities with whom the corporation enters into such agreements. Disclosure of such agreements by setting forth the same in the Declaration of Condominium as initially declared or subsequently redeclared or amended, shall stand as an absolute confirmation of such agreements and the valid exercise by the Directors and officers of this corporation of the powers pertinent thereto.

ARTICLE 8 INDEMNIFICATION OF OFFICERS AND DIRECTORS

8.1 Indemnification. Every Director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including legal fees, reasonably incurred by or imposed upon him in connection with any proceeding or any 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 at the time such expenses are incurred, except when the Director or officer is adjudged guilty of willful misfeasance 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.

ARTICLE 9 BYLAWS

9.1 Bylaws. The Bylaws of the Association may be altered, amended or rescinded in the manner provided by the Bylaws.

ARTICLE 10 SUBSCRIBERS

10.1 Subscriber. The name and post office address of each original subscriber to these Articles of Incorporation was as follows:

| | |
|-------------------|---|
| EMILE W. MOUHOT | 996 LaGuna Drive Venice, Florida 34285 |
| RICHARD P. MOUHOT | 996 LaGuna Drive Venice, Florida 34285 |
| JOSEPH R. DECOLA | 996 LaGuna Drive Venice, Florida 34285 |

ARTICLE 11 AMENDMENTS

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

11.2 Notice. 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.

11.3 Proposing the Amendment. A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by not less than twenty percent (20%) of the members of the Association.

11.4 Vote. Members not present in person at the members' meeting considering the amendment, may express their vote by limited proxy, in writing, providing such ballot/limited proxy is delivered to the Secretary at, or prior to the meeting. An affirmative vote of not less than fifty percent (50%) of those members who cast a vote is required to effect the change.

11.5 Certification. A copy of each amendment shall be certified by the Secretary of the State of Florida, and be recorded in the Public Records of Sarasota County, Florida.

IN WITNESS WHEREOF, said Association has caused this Certificate to be signed in its name by its President, this 3rd day of APRIL, 2012.

ATTEST:

By: Gordon Johnson, Secretary

PINE HOLLOW ASSOCIATION, INC.

By: Walter Konstanty, President

WITNESSES:

Thomas Fair
Printed Name: THOMAS FAIR

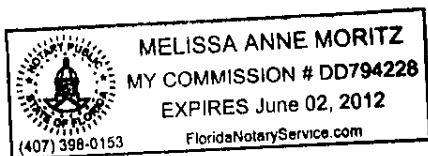
William Mazzola
Printed Name: William Mazzola

STATE OF FLORIDA
COUNTY OF SARASOTA

I HEREBY CERTIFY that on this day before me, a Notary Public in and for the State of Florida at large, personally appeared Walter Konstanty, as President, and Gordon Johnson, as Secretary of PINE HOLLOW ASSOCIATION, INC., and they acknowledge before me that they are such officers of said corporation; and they executed the foregoing Amended and Restated Articles of Incorporation on behalf of said corporation, and affixed thereto the corporate seal of said corporation; that they are authorized to execute said Amended and Restated Articles of Incorporation and that the execution thereof is the free act and deed of said corporation. They are personally known to me or have produced their driver's licenses as identification and did not take an oath.

WITNESS my hand and official seal at Sarasota County, Florida this 3rd day of APRIL, 2012.

My Commission Expires:



Melissa Anne Moritz
Melissa Anne Moritz

Printed Name of Notary
Notary Public Commission # June 02, 2012