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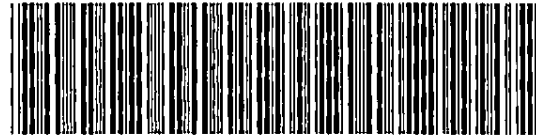
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359 Palm Coast Parkway SW, Suite 4
Palm Coast, FL 32137
386.524.4327
by appointment only

December 7, 2017

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

Re: Lakeside By the Sea Homeowners Association, Inc.
Our File No.: 160251-04

Dear Madam/Sir:

The enclosed Articles of Amendment to Articles of Incorporation of Lakeside By the Sea Homeowners Association, Inc., are submitted for filing. Also enclosed is our check in payment of the filing fee. The document number for this entity is N36745. I can be reached at (904)737-4600, Ext. 115, if you have any questions.

Sincerely,



Cindy B. Marsh
Paralegal

/cbm
Enclosures

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
LAKESIDE BY THE SEA HOMEOWNERS ASSOCIATION, INC.
Document Number N36745

FILED
2017 DEC 11 P 2:30
TALLAHASSEE, FLORIDA

Pursuant to the provisions of §617.1006, Florida Statutes, this Florida Not-for-Profit Corporation adopts the following amendments to its Articles of Incorporation:

Strikethrough – denotes deletions from current text
Underline – denotes proposed additions

Article III, Section 2

Section 2. Voting Rights. The Association shall have ~~two~~ one classes of voting membership:

Class A. Class A Members shall be all of those owners as defined in Section 1, ~~with the exception of the Declarant~~. The Class A Members shall be entitled to one (1) membership interest and one (1) vote for each Lot in which they hold the interests required for membership by Section 1.

~~Class B. Class B Members shall be Declarant, including any of its subsidiaries, to which Declarant may transfer title. The Class B Member shall be entitled to ten (10) membership interests and ten (10) votes for each Lot in which it holds the interest required for membership pursuant to Section 1. The Class B Member shall be entitled to elect a majority of the Board of Directors until such time that the last Lot within Lakeside by the Sea owned by Declarant has been sold and conveyed by Declarant. Upon the Transfer of title of any Lot from Declarant to an Owner other than to one of Declarant's subsidiaries or assigns, the Class B membership interest for that Lot shall automatically be converted to a Class A membership interest.~~

~~Notwithstanding any provision to the contrary, Declarant, or its duly authorized subsidiary, shall have the right to elect a majority of the Board of Directors of such Association until such time as Declarant no longer holds the title to any Lot in Lakeside by the Sea. A transfer of title from Declarant to one of its subsidiaries does not constitute a transfer of title under this paragraph, and any subsidiary of Declarant shall have the same rights to Class B membership as Declarant.~~

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Underline – denotes proposed additions

Article IV

Board of Directors

The affairs of the corporation shall be managed by the Board of Directors consisting of not less than three (3) nor more than seven (7) persons. The number of Directors shall be increased or decreased from time to time by the members of the Board within the limitations provided herein. After the initial election of Directors to the Board by the Members, in accordance with the terms above, five (5) Directors shall be elected at the next annual meeting of the Members. At that meeting three (3) Directors shall be elected to serve a term of two (2) years, and two (2) Directors shall be elected to serve a term of one (1) year. Thereafter, at annual meetings of the Members, for each Director whose term has expired, a Director shall be elected to serve for a term of two (2) years. Directors need not be Members of the corporation. The number of persons who are to serve initially on the Board of Directors until the first annual meeting thereof shall be three (3) and their names and addresses are as follows:

_____ Steven Tubbs, 1 Corporate Dr., Palm Coast, FL 32151
_____ William Beam, 1 Corporate Dr., Palm Coast, FL 32151
_____ Dennis Fitzgerald, 1 Corporate Dr., Palm Coast, FL 32151

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Article VIII

The Bylaws shall be adopted by the Board of Directors. Prior to the first annual meeting, the Bylaws may be amended, altered or rescinded by the unanimous vote of all Directors. Thereafter, the Bylaws may be amended as set forth in the Bylaws. ~~As set forth in the Bylaws, the Bylaws may thereafter be adopted, amended, altered or rescinded only with the approval of not less than eighty (80%) percent of all Directors or not less than fifty-five (55%) percent of the Members of the Association. Provided that no amendment shall be effective which would affect the rights of Class B Members without the approval of said Member.~~

The Bylaws shall include the time and place for annual meetings and for regular and special meetings, quorum requirements, and the manner for electing directors and officers and voting requirements.

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Article IX, Section 1.

Section 1. ~~Before Recording Declaration. Prior to the recording of the Declaration amongst the Public Records of Flagler County, Florida, those Articles may be amended only by an instrument in writing signed by all of the Directors and filed in the Office of the Secretary of State of the State of Florida. The instrument amending these Articles shall identify the particular Article or Articles being amended and certified copy of each amendment shall be attached to any certified copy of these Articles and shall be an Exhibit to the Declaration upon recording of the Declaration. [This Section has been deleted in its entirety as being moot at the time this amendment to the Articles of Incorporation was approved]~~

~~Strikethrough~~ – denotes deletions from current text

Underline – denotes proposed additions

Article IX, Section 3.

Section 3. ~~Class B Approval. No amendment to these Articles shall be effective which would affect the rights of the Class B Member without the approval of such Member. [This Section has been deleted in its entirety as being moot at the time this amendment to the Articles of Incorporation was approved]~~

Date: The foregoing amendments were adopted in a special meeting of the Board on February 20, 2017 and recorded in the public records of Flagler County on March 6, 2017. The effective date of such amendments shall be the date of adoption.

Adoption of Amendments: There are no members or members entitled to vote on the amendment(s). The foregoing amendments were adopted by the Board of Directors and the number of votes cast for each amendment was sufficient for approval. Pursuant to Article IX, amendments to the Articles of Incorporation require an affirmative vote of at least 80% of the Board of Directors for adoption. The amendments were approved unanimously by the Board of Directors on February 20, 2017.

**Lakeside By The Sea Homeowners Association,
Inc.,**
a Florida not for profit corporation

By:

Printed Name:

Title:

Date:

William Clay
WILLIAM CLAY
PRESIDENT
DEC. 3, 2017