

N38238

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

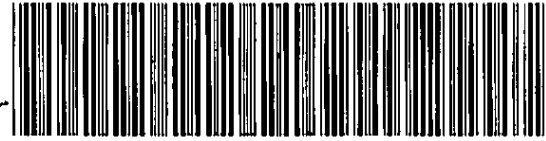
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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Office Use Only



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12/15/17--01004--017 \*\*\$2.50

FILED  
2018 JAN 23 PM 12:09

Amended cc/cus  
Restarted

JAN 24 2018

I ALBRITTON

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: SHEFFIELD O CONDOMINIUM ASSOCIATION, Inc

DOCUMENT NUMBER: N 38238

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

DONALD KELLY  
(Name of Contact Person)

SHEFFIELD O CONDOMINIUM ASSOCIATION, Inc.  
(Firm/ Company)

8261 MAW-O-WAR ROAD  
(Address)

PALM BEACH GARDENS, FLORIDA 33418  
(City/ State and Zip Code)

DTKAGENT@HOTMAIL.COM  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

DONALD KELLY at 561.598.0760  
(Name of Contact Person) (Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- \$35 Filing Fee
- \$43.75 Filing Fee & Certificate of Status
- \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)
- \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is Enclosed)

**Mailing Address**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address**  
Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

December 29, 2017

DONALD KELLY  
SHEFFIELD O CONDO ASSOCIATION  
8261 MAN-O-WAR ROAD  
PALM BEACH GARDENS, FL 33418

SUBJECT: SHEFFIELD O CONDOMINIUM ASSOCIATION, INC.  
Ref. Number: N38238

We have received your document for SHEFFIELD O CONDOMINIUM ASSOCIATION, INC. and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

Please file the document as either Articles of Amendment or Restated Articles of Incorporation pursuant to applicable Florida Statutes.

**YOU CAN NOT FILE AN AMENDMENT AND AMENDED AND RESTATED ARTICLES TOGETHER.**

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.

Irene Albritton  
Regulatory Specialist II

Letter Number: 917A00026398

RECEIVED

18 JAN 23 PM 2:20

REGISTRY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
PALM BEACH GARDENS, FL 33418



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

December 18, 2017

DONALD KELLY  
SHEFFIELD O CONDOMINIUM ASSOCIATION INC  
8261 MAN-O-WAR ROAD  
PALM BEACH GARDENS, FL 33418

SUBJECT: SHEFFIELD O CONDOMINIUM ASSOCIATION, INC.  
Ref. Number: N38238

We have received your document for SHEFFIELD O CONDOMINIUM ASSOCIATION, INC. and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please file the document as either Articles of Amendment or Restated Articles of Incorporation pursuant to applicable Florida Statutes.

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.

Irene Albritton  
Regulatory Specialist II

Letter Number: 117A00025512

RECEIVED  
17 DEC 28 PM 3:07  
DIVISION OF CORPORATIONS  
PALM BEACH GARDENS, FL 33418

(7)

A.O.I.

AMENDED AND RESTATED  
ARTICLES OF INCORPORATION

OF

SHEFFIELD O CONDOMINIUM ASSOCIATION, INC.

(A Corporation Not for Profit)

FILED  
2018 JUN 23 PM 08:09  
SECRETARY OF STATE  
PALM BEACH COUNTY, FLORIDA

Preamble

This Condominium consists of 26 units/apartments, some of which are owned by the same entity.

**THE UNDERSIGNED**, hereby associate themselves for purpose of forming a corporation not for profit under Chapters 617 and 718, Florida Statutes and certify as follows:

ARTICLE I

Name

The name of the corporation is **SHEFFIELD O CONDOMINIUM ASSOCIATION, INC.** (hereinafter referred to as the "Association" or the "Condominium").

ARTICLE II

Purpose

A. The purpose for which the Association is organized is to provide an entity pursuant to the Condominium Act, Chapter 718, Florida Statutes; (hereinafter referred to as the "Act"), for the operation of the Sheffield O Condominium of Century Village at West Palm Beach, Palm Beach County, Florida.

B. The Association will make no distributions of income to its members (as defined in Article IV hereof), Directors or Officers.

ARTICLE III

Powers

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

A. The Association will have all the powers of a corporation not for profit in conflict with the terms of these Articles.

B. The Association will have all the powers and duties set forth in the Act, except as limited by these Articles and the Declaration of Condominium for the Association; and its will have all the powers and duties reasonably necessary to operate said condominium pursuant to the Declaration of Condominium as it may be amended from time to time including, but not limited to the following:

1. To make and collect assessments against members in order to meet the common expenses of the condominium.
2. To use the proceeds of said assessments in the exercise of its power and duties.
3. To maintain, repair, replace and operate the condominium property.
4. To purchase insurance for the condominium property and for the protection of the Association and its members as unit owners.
5. To reconstruct improvements after casualty and to further improve the condominium property.
6. To make and amend reasonable Rules and Regulations respecting the use of the condominium property.
7. To approve or disapprove the transfer, mortgage and ownership of units so may be provided by the Declaration of Condominium and the By-Laws of the Association.
8. To enforce by legal means the provisions of the Act, the Declaration of Condominium, these Articles, the By-Laws of the Declaration and the Rules and Regulations including its By-Laws for the use of the condominium property.
9. To contract for the management and operation of the condominium, including the common elements and thereby to delegate the powers and duties of the Association, except such as are specifically required to have approval of the Membership of the Association.
10. To employ personnel to perform the services required for the proper management and operation of the condominium.

C. The powers of the Association will be subject to and will be exercised in accordance with the provisions of the Membership, the By-Laws of the Association, Articles of Incorporation and the Act.

#### **ARTICLE IV** **Members**

A. The members of the Association will be all record owners of unit(s) in the Condominium.

B. The share of a member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner except as appurtenance to his/her unit(s).

C. The owner of each unit will be entitled to one (1) vote per unit owned as a member of the Association. The exact number of votes to be cast by unit owners and the manner of exercising Voting rights will be determined by the Declaration of Condominium, the By-Laws of the Association, and the Act.

**ARTICLE V**  
**Directors**

A. The affairs of the Association will be managed by a Board of Directors. The number of Directors shall be nine (9).

B. Except as provided in the subsection V.D. hereof, Directors will be elected at the annual meeting of the members in the manner determined by the By-Laws of the Association. Directors may be removed and vacancies on the Board of Directors will be filled in the manner provided in the By-Laws of the Association and the Act.

C. Directors names in these Articles will serve until the election of Directors at the next annual meeting of the members, and any vacancies in their number occurring before said meeting will be filled as provided in the By-Laws.

D. The names and addresses of the members of the first Board of Directors who will hold office until their successors are elected and have qualified, or until removed, are as follows:

**ARTICLE VI**  
**Officers**

The affairs of the Association will be administered by the officers designated in the By-Laws of the Association. Said officers will be elected as provided in the By-Laws. The names and addresses of the officers who will serve until their successors are designated are as follows:

|                |   |   |
|----------------|---|---|
| President      | Paul Beninati                               | 367 Sheffield O<br>West Palm Beach, FL 33417              |
| Vice President | Tova Farkas                                 | 350 Sheffield O<br>West Palm Beach, FL 33417              |
| Secretary      | Donald Kelly                                | 8261 Man-O-War Road<br>Palm Beach Gardens, FL 33418       |
| Treasurer      | <del>Shirley Brown</del><br>CLAUDE K. KELLY | 357 <sup>9</sup> Sheffield O<br>West Palm Beach, FL 33417 |

**ARTICLE VII**  
**Indemnification**

Every Director and every Officer of this Association will be indemnified by the Association against all expenses and liabilities (including legal fees) reasonably incurred by or imposed upon him or her in connection with any proceeding or any settlement of any proceeding to which he or she may be a party or in which her or she may become involved by reason of his or her being or having been a Director or Officer of the Association, whether or not he or she is a Director or Officer of the Association 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 or her duties. Provided that in the event of a settlement, this right of indemnification will only apply if the Board of Directors approves such settlement and reimbursement as being in the best interests of the Association. The foregoing right of indemnification will be in addition to and not exclusive of all other rights to which such Director or Officer may be entitled.

**ARTICLE VIII**  
**By-Laws**

The By-Laws of the Association may be altered, amended or rescinded in the manner provided by said By-Laws and this Article of Incorporation.

**ARTICLE IX**  
**Amendments**

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

A. Notice of the subject matters of a proposed amended must be included in the notice of any meeting at which a proposed amendment is considered.

B. A resolution for the adoption of a proposed amendment may be proposed by members of this Association. Directors and members not present in person or by proxy at the meeting considering the amendment may express their approval or disapproval in writing, provided such writing is delivered to the Secretary at or prior to the meeting.


C. Proposed amendments may be passed if approved by seventy-five percent (75%) of the votes of those present in person or proxy, provided a quorum is present.

D. Provided, however, that no amendment may be made that is in conflict with the Act or the Declaration of Condominium or By-Laws.

E. A copy of each amendment shall be filed with the Secretary of State, State of Florida.



I hereby certify that the above Restatement does not affect the interest of the Lessor of the Long-Term Lease. I further certify that said Restatement was duly and properly presented to the unit owners of this Condominium at duly called meeting wherein excess of two-thirds (2/3rds) of the total Membership voted to approve said Restatement.

  
Print Name: DONALD KELLY  
Title: SECRETARY

**ARTICLE X**  
**Term**

The term of the Association will be perpetual.

**ARTICLE XI**  
**Incorporator**

The name and address of the Incorporator to these Articles of Incorporation is:

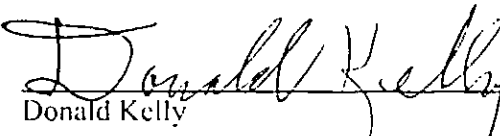
Donald Kelly

8261 Man-O-War Road  
Palm Beach Gardens, FL 33418

**ARTICLE XII**  
**Initial Registered Agent and Office**

The street address of the initial registered office of this corporation is **8261 Man-O-War Road, Palm Beach Gardens, Florida, 33418** and the initial registered agent for the corporation shall be **DONALD KELLY** whose address is the same as above.

**IN WITNESS WHEREOF**, the Incorporator to these Articles of Incorporation has hereunto affixed his seal this 21 day of DECEMBER, 2017.

  
Donald Kelly

STATE OF FLORIDA            )  
  )  
COUNTY OF PALM BEACH    )

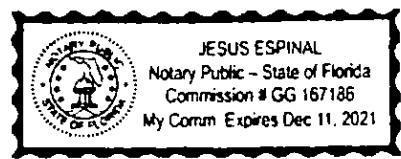
BEFORE ME, the undersigned authority, this 26 day of December, 2017 personally appeared DONALD KELLY, who acknowledged before me that he has executed the foregoing Articles of Incorporation for the uses and purposes expressed herein and he is \_\_\_\_\_ personally known to me or has produced Florida Driver License as identification.

WITNESS my hand and official seal in the County and State last aforesaid this 26 day of December, 2017.

  
\_\_\_\_\_  
NOTARY PUBLIC

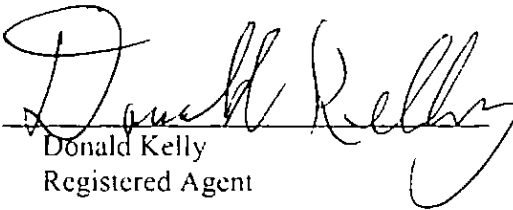
My Commission Expires: December 11, 2021

SEAL



**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for **SHEFFIELD O CONDOMINIUM ASSOCIATION, INC.** at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

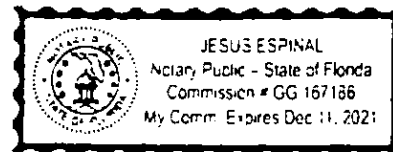
By:   
Donald Kelly  
Registered Agent

Sworn to and subscribed before me this 26 day of December, 2017.

  
NOTARY PUBLIC

My Commission Expires: 12/11/2021

SEAL



The date of each amendment(s) adoption: 12/12/2017, if other than the date this document was signed.

Effective date if applicable: n/a  
(no more than 90 days after amendment file date)

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated DECEMBER 12, 2017

Signature Donald Kelly, SECRETARY  
(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

DONALD KELLY  
(Typed or printed name of person signing)

SECRETARY  
(Title of person signing)