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(Requestor's Name)

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(City/State/Zip/Phone #)

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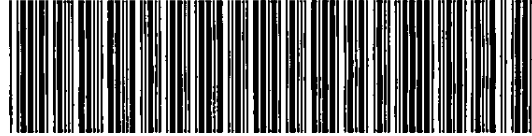
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T. LEMIEUX
TALLAHASSEE, FLORIDA

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Osprey, FL 34229

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Adam M. Bragg, Esq., of Counsel

Daniel C. Guarnieri, Esq., of Counsel

September 21, 2015

Via: US Mail

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

RE: Bridle Oaks Homeowners Association, Inc./Amended and Restated Articles of Incorporation

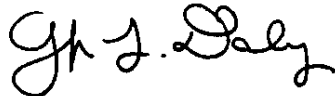
Dear Representative:

Enclosed please find the Amended and Restated Articles of Incorporation and necessary forms for recording with the Division of Corporations.

Enclosed please also find a check in the amount of \$35.00 from Bridle Oaks Homeowners Association, Inc. for recording.

If you have any questions regarding this matter, please feel free to contact me at your earliest convenience.

Sincerely,



Jennifer L. Daly, Esq.
For the Firm

Enclosures

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: BRIDLE OAKS HOMEOWNERS ASSOCIATION, INC.

DOCUMENT NUMBER: N41859

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

Please return all correspondence concerning this matter to the following:

JENNIFER L. DALY, ESQ.

(Name of Contact Person)

HILL LAW FIRM, P.A.

(Firm/ Company)

456 S. TAMIAMI TRAIL

(Address)

OSPREY, FL 34229

(City/ State and Zip Code)

JIM@KEYS-CALDWELL.COM

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

JENNIFER L. DALY, ESQ.

941 244 0098

at

(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:

- | | | | |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$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

Articles of Amendment
to
Articles of Incorporation
of

BRIDLE OAKS HOMEOWNERS ASSOCIATION, INC.

(Name of Corporation as currently filed with the Florida Dept. of State)

N41859

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

N/A

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:
(Principal office address MUST BE A STREET ADDRESS)

N/A

C. Enter new mailing address, if applicable:
(Mailing address MAY BE A POST OFFICE BOX)

N/A

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent: N/A

New Registered Office Address:

(Florida street address)

_____, Florida
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary) .

Please note the officer/director title by the first letter of the office title:

P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation. Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	N/A	_____	_____
<input type="checkbox"/> Add		_____	_____
<input type="checkbox"/> Remove		_____	_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add		_____	_____
<input type="checkbox"/> Remove		_____	_____
3) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add		_____	_____
<input type="checkbox"/> Remove		_____	_____
4) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add		_____	_____
<input type="checkbox"/> Remove		_____	_____
5) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add		_____	_____
<input type="checkbox"/> Remove		_____	_____
6) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add		_____	_____
<input type="checkbox"/> Remove		_____	_____

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

THIS AMENDMENT IS A SIGNIFICANT REVISION AND COMPLETE REWRITE.

PLEASE SEE THE ATTACHED AMENDED AND RESTATED ARTICLES OF INCORPORATION.

MARCH 19, 2015

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

JUNE 2, 2015

Effective date if applicable: _____
(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 9-1-2015

Signature Thomas M. Pendergrass
(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)

Thomas Pendergrass
(Typed or printed name of person signing)

President
(Title of person signing)

EXHIBIT "B"

AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

BRIDLE OAKS HOMEOWNERS ASSOCIATION, INC.

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KNOW ALL MEN BY THESE PRESENTS: That heretofore, Bridle Oaks was formed by the recording of the Declaration of Covenants and Restrictions (the "Original Declaration"), in Official Records Book 2270, Pages 1352, et seq. in the Public Records of Sarasota County, Florida.

These are the Amended and Restated Articles of Incorporation of Bridle Oaks Homeowners Association, Inc. The original Articles of Incorporation were submitted to the Secretary of State of the State of Florida. Bridle Oaks Homeowners Association, Inc. has been organized pursuant to Chapter 720, Florida Statutes, for the maintenance, operation, and management of Bridle Oaks subdivision, located in Sarasota County, Florida.

Pursuant to Section 720.306, Florida Statutes, the Articles of Incorporation of Bridle Oaks Homeowners Association, Inc. are hereby amended and restated in their entirety by the recording of this Amended and Restated Articles of Incorporation of Bridle Oaks Homeowners Association, Inc. ("Articles of Incorporation").

This is a substantial rewording of the Articles of Incorporation. See original Articles of Incorporation text and prior amendments for text that is amended by this document.

Article I – Name

The name of this corporation is BRIDLE OAKS HOMEOWNERS ASSOCIATION, INC. hereinafter referred to as ("the Association").

Article II - General Nature of Business

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 subdivision known as Bridle Oaks, located in Sarasota County, Florida, and to perform all acts provided in the Original Declaration of said Subdivision, originally recorded in Official Records Book 2270, Pages 1352, et seq. of the Public Records of Sarasota County, and all amendments thereto, and pursuant to Chapter 720, Florida Statutes as amended.

Article III - Powers

The Association by and through its Board of Directors ("Board") shall have all of the common law and statutory powers of a corporation not-for-profit pursuant to Chapter 617 of the Florida Statutes and all of the powers and duties set forth in the Florida law and that are not in conflict with the terms of the Declaration and Bylaws, including, but not limited to the following:

- a. make, amend and collect annual and special assessments against Members to defray the cost, expenses and losses of the Association;

- b. use the proceeds of assessments in the exercise of its powers and duties;
- c. make and amend reasonable rules and regulations regulating the use of the Property;
- d. promote the health, safety, welfare, comfort, and social and economic well-being of the Owners and residents of the Subject Property, as authorized by the Declaration, by these Articles and by the Bylaws;
- e. enforce by legal means the provisions of the Florida law, the Declaration, these Articles of Incorporation, Bylaws and the rules and regulation for the use of the Property;
- f. levy fines for violation of approved rules and regulations, or violations of the provisions of the Declaration, these Articles of Incorporation or Bylaws, all as set forth in the Bylaws;
- g. contract for the management, operation and administration of the Association and to delegate to such contractor all powers and duties of the Association, except as specifically required by the Declaration to be performed by or have the approval of the Board or the Membership of the Association;
- h. employ personnel for reasonable compensation to perform the services as required for the proper administration of the purposes of the Association;
- i. own, purchase, sell, mortgage, lease, administer, manage, operate, maintain, improve, repair and/or replace real and personal property; and
- j. operate, maintain, repair and improve all Common Areas, and such other portions of the Property as may be determined by the Board from time to time.

Article IV - Members

The qualification of members and the manner of their admission shall be as regulated by the Bylaws.

Article V - Voting Rights

Owner Members are entitled to one (1) vote for each parcel.

Article VI - Registered Office and Registered Agent

The office of the Association is located at c/o Keys-Caldwell, Inc., 1162 Indian Hill Boulevard, Venice, FL 34293. The Association's Registered Agent is currently Keys-Caldwell, Inc., 1162 Indian Hill Boulevard, Venice, FL 34293. The Board may change the Association's registered agent and office in the manner provided by Florida law.

Article VII - Board of Directors

The affairs of the Association shall be managed by a Board of Directors consisting of a number of Directors determined by the Bylaws, but not less than three (3) Directors nor more than five (5) Directors, and which will always be an odd number. The number of Directors shall be

determined in accordance with the Bylaws. In the absence of such determination, there shall be three (3) Directors.

Directors of the Association shall be elected at the annual meeting of the Members, in the manner determined by the Bylaws and by Florida law. Directors may be removed and vacancies on the Board shall be filled in the manner provided by the Bylaws and by the Florida law.

All of the duties and powers of the Association existing under Florida law, the Declaration, these Articles of Incorporation and the Bylaws shall be exercised exclusively by the Board, its agents, contractors or employees, subject to the approval of the Members only when specifically required.

Article VIII - Officers

The affairs of the Association will be managed by the Officers whose positions and duties are set forth in the Bylaws. The Officers shall be elected by the Board at its first meeting following the annual meeting of the Association, and shall serve at the pleasure of the Board.

Article IX - Indemnification

Every Director and every Officer of the Association shall be indemnified by the Association against all expenses, liabilities, and settlements, including attorney's fees reasonably incurred by or imposed upon him in connection with any legal or administrative proceeding to which he may become involved by reason of him being or having been a Director or Officer of the Association, whether or not he is a Director or Officer at the time of the expenses, unless the Director or Officer is adjudged by a Florida court of competent jurisdiction to have committed gross negligence, fraud, willful misfeasance and/or malfeasance in the performance of his duties. The foregoing right of indemnification shall be in addition to and not exclusive of all right of indemnification to which such Director or Officer may be entitled whether by statute, by common law, or otherwise.

The Association may also elect to indemnify any committee member or other appointee or volunteer if it believes such indemnification shall be in the best interests of the Association and the Membership. The indemnification provided by this Article shall inure to the benefit of the heirs and personal representatives of such person.

The Association shall have the power to purchase and maintain insurance on behalf of any person who is or was a Director, Officer, employee or agent of the Association against any liability asserted against him and incurred by him in any such capacity, or arising out of his status as such, whether or not the Association would have the power to indemnify him against such liability under the provisions of this Article.

Anything to the contrary herein notwithstanding, the provisions of this Article VIII may not be amended without the prior written consent of all persons whose interest would be adversely affected by such amendment.

Article X - Bylaws

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

Article XI - Subscribers

The names of the original subscribers to these Articles of Incorporation are as follows:

<u>Name:</u>	<u>Address:</u>
Elizabeth Ward Murphy	101 Capri Isles Blvd., Suite 11 Venice, FL 34292
James G. Murphy	101 Capri Isles Blvd., Suite 11 Venice, FL 34292
Terrence J. Murphy	101 Capri Isles Blvd., Suite 11 Venice, FL 34292

Article XII - Amendments

The Association may amend any provisions contained in these Articles of Incorporation in the following manner:

- a. A majority of the Board shall adopt a resolution setting forth the proposed amendment and direct that it be submitted to a vote of the Members.
- b. Written notice for the proposed amendment shall be given to each Voting Member within the time and manner provided in the Bylaws for the giving of a notice of a meeting of the Members.
- c. At such meeting, a vote of the Voting Members (as defined in Article V) shall be taken on the proposed amendment. The proposed amendment shall be adopted upon receiving the affirmative vote of fifty-one percent (51%) of the voting interests of the members represented in person or by proxy at a duly noticed membership meeting at which a quorum of the membership is attained, unless provided otherwise by Florida law.
- d. Upon the approval of an amendment to these Articles of Incorporation, the amendment shall be executed and delivered to the Department of State as provided by law, and a copy shall be recorded in the Public Records of Sarasota County.

[SEE CERTIFICATE FOR SIGNATURE PAGE]