

N47163

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FILED
04 OCT 22 AM 11:41
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Tidewater Island Homewoners Association, Inc.

DOCUMENT NUMBER: N47163

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

Please return all correspondence concerning this matter to the following:

Christopher J. Shields, Esq.

(Name of Contact Person)

Pavese Law Firm

(Firm/ Company)

1833 Hendry Street

(Address)

Fort Myers, Florida 33901

(City/ State/ and Zip Code)

For further information concerning this matter, please call:

Carol J. Henke

(Name of Contact Person)

at (239) 481-7150

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$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
409 E. Gaines Street
Tallahassee, FL 32399

PAVESE LAW FIRM

A FLORIDA LIMITED LIABILITY PARTNERSHIP

ATTORNEYS AND COUNSELORS AT LAW

<http://paveselaw.com>

1833 HENDRY STREET
FORT MYERS, FLORIDA 33901

POST OFFICE DRAWER 1507
FORT MYERS, FLORIDA 33902-1507

(239) 334-2195
FAX (239) 332-2243

CHRISTOPHER J. SHIELDS
BOARD CERTIFIED REAL ESTATE ATTORNEY
ALSO ADMITTED IN NEW YORK
(239) 336-6245

**PLEASE REPLY TO
FORT MYERS OFFICE**

October 14, 2004

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

Re: Amended and Restated Articles of Incorporation for
Tidewater Island Homeowners Association, Inc.

Dear Sir or Madam:

Enclosed herewith is the original and one copy of the Articles of Incorporation of the above referenced corporation, together with a check in the amount of \$52.50, said check allocated as follows:

Filing Fee
Certificate of Status
Certified Copy

Please certify and return one certified copy of the Amended and Restated Articles of Incorporation. Thank you for your cooperation in this matter.

Very truly yours,



Christopher J. Shields

CJS/jd
Enclosures

F:\WPDATA\CJS\Tidewater Island\Sec.State.ltr.wpd

4635 S. DEL PRADO BLVD.
P.O. BOX 88
CAPE CORAL FLORIDA
33910-0088
(239) 542-3148
FAX (239) 542-8953

461 S. MAIN STREET
P.O. DRAWER 2280
LABELLE, FLORIDA
33975
(863) 675-5800
FAX (863) 675-4998

SUITE 203
4524 GUN CLUB ROAD
WEST PALM BEACH, FLORIDA
33415
(561) 471-1366
FAX (561) 471-0522

SUITE 308
18501 MURDOCK CIRCLE
PORT CHARLOTTE, FLORIDA
33952
(941) 255-3095
FAX (941) 255-5905

Articles of Amendment
to
Articles of Incorporation
of

Tidewater Island Homeowners Association, Inc.

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

N47163

(Document number of corporation (if known))

FILED
04 OCT 22 AM 11:41
PALM BEACH STATE
FLORIDA

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:

NEW CORPORATE NAME (if changing):

N/A

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not be used in the name of a not for profit corporation)

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (**BE SPECIFIC**)

Amended and Restated Articles of Incorporated

as Attached Hereto

(Attach additional pages if necessary)

(continued)

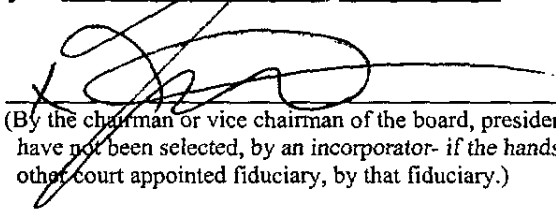
The date of adoption of the amendment(s) was: October 6, 2004

Effective date if applicable: October 6, 2004
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

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

Signed this 16th day of October, 2004.

Signature 

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

Joe Schwartz

(Typed or printed name of person signing)

President

(Title of person signing)

FILING FEE: \$35

Exhibit "B"

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
TIDEWATER ISLAND HOMEOWNERS ASSOCIATION, INC.
(A CORPORATION NOT FOR PROFIT)**

In compliance with the requirements on the Laws of the State of Florida, and for the purpose of forming a corporation not for profit, the undersigned does hereby acknowledge:

1. Name of Corporation The name of the corporation is Tidewater Island Homeowners Association, Inc. ("Association").

2. Principal Office. The principal office of the Association is at place so designated by the Board from time to time.

3. Registered Office - Registered Agent. The street address of the Registered Office of the Association is 1833 Hendry Street, Fort Myers, Florida 33901. The name of the Registered Agent of the Association is:

CHRISTOPHER J. SHIELDS

4. Definitions. A declaration entitled Amended and Restated Declaration of Protective Covenants for Tidewater Island Homeowners Association, Inc. (the "Declaration") will be recorded in the Public Records of Lee County, Florida, and shall govern all of the operations of a community to be known as Tidewater Island Homeowners Association, Inc. All initially capitalized terms not defined herein shall have the meanings set forth in the Declaration.

5. Purpose of the Association. The Association is formed to: (a) provide for ownership, operation, maintenance and preservation of the Common Areas, and improvements thereon; (b) perform the duties delegated to it in the Declaration; (c) administer the interests of the Association and the Owners; (d) promote the health, safety and welfare of the Owners.

6. Not for Profit. The Association is a not for profit Florida corporation and does not contemplate pecuniary gain to, or profit for, its members.

7. Powers of the Association. The Association shall, subject to the limitations and reservations set forth in the Declaration, have all the powers, privileges and duties reasonably necessary to discharge its obligations, including, but not limited to, the following:

7.1 To perform all the duties and obligations of the Association set forth in the Declaration and By-Laws, as herein provided.

7.2 To enforce, by legal action or otherwise, the provisions of the Declaration and By-Laws and of all rules, regulations, covenants, restrictions and agreements governing or binding the Association and Tidewater Island Homeowners Association, Inc.

7.3 To fix, levy, collect and enforce payment, by any lawful means, of all Assessments pursuant to the terms of the Declaration, these Articles and By-Laws.

7.4 To pay all Operating Costs, including, but not limited to, all licenses, taxes or governmental charges levied or imposed against the property of the Association.

7.5 To acquire (by gift, purchase or otherwise), annex, own, hold, improve, build upon, operate, maintain, convey, grant rights and easements, sell, dedicate, lease, transfer or otherwise dispose of real or personal property (including the Common Areas) in connection with the functions of the Association except as limited by the Declaration.

7.6 To borrow money, and to mortgage, pledge or hypothecate any or all of its real or personal property as security for money or debts incurred.

7.7 To dedicate, grant, license, lease, concession, create easements upon, sell or transfer all or any part of, Tidewater Island to any public agency, entity, authority, utility or other person or entity for such purposes and subject to such conditions as it determines and as provided in the Declaration.

7.8 To participate in mergers and consolidations with other non-profit corporations organized for the same purposes.

7.9 To adopt, publish, promulgate or enforce rules, regulations, covenants, restrictions or agreements governing the Association, Tidewater Island, the Common Areas, Parcels and Homes as provided in the Declaration and to effectuate all of the purposes for which the Association is organized.

7.10 To have and to exercise any and all powers, rights and privileges which a not-for-profit corporation organized under the Laws of the State of Florida may now, or hereafter, have or exercise.

7.11 To employ personnel and retain independent contractors to contract for management of the Association, Tidewater Island, and the Common Areas as provided in the Declaration and to delegate in such contract all or any part of the powers and duties of the Association. 7.12 To contract for services to be provided to, or for the benefit of, the Association, Owners, the Common Areas, and Tidewater Island as provided in the Declaration, such as, but not limited to, Telecommunication Services, maintenance, garbage pick-up, and utility services.

7.13 To establish committees and delegate certain of its functions to those committees.

8. Voting Rights. Owners shall have the voting rights set forth in the By-Laws.

9. Board of Directors. The affairs of the Association shall be managed by a Board of odd number with not less than five (5) members. Board members shall be appointed and/or elected as stated in the By-Laws. The election of Directors shall be held at the annual meeting. The names and addresses of the members of the current Board who shall hold office until their successors are appointed or elected, or until removed, are as follows:

NAME

ADDRESS

Joe Schwartz,
President

6361 Tidewater Island Circle
Fort Myers, Florida 33908

Conrad Firment
Vice President

6161 Tidewater Island Circle
Fort Myers, Florida 33908

Art Casacchia,
Secretary

6250 Tidewater Island Circle
Fort Myers, Florida 33908

Tom Karras,
Treasurer

6340 Tidewater Island Circle
Fort Myers, Florida 33908

Pat Rebsamen,
Director

18201 Chesapeake Court
Fort Myers, Florida 33908

10. Dissolution. In the event of the dissolution of the Association other than incident to a merger or consolidation, any member may petition the Circuit Court having jurisdiction of the Judicial Circuit of the State of Florida for the appointment of a receiver to manage its affairs of the dissolved Association and to manage the Common Areas, in the place and stead of the Association, and to make such provisions as may be necessary for the continued management of the affairs of the dissolved Association and its properties. In addition, if Association is dissolved, the Surface Water Management System shall be conveyed to an appropriate agency of local government. If a governmental agency will not accept the Surface Water Management System, then it must be dedicated to a similar non-profit corporation.

11. Duration. The Association shall have perpetual existence.

12. Amendments.

12.1 General Restrictions on Amendments. If the prior written approval of any governmental entity or agency having jurisdiction is required by applicable law or governmental

TIDEWATER ISLAND - AMENDED AND RESTATED ARTICLES

regulation for any amendment to these Articles, then the prior written consent of such entity or agency must also be obtained. No amendment shall be effective until it is recorded in the Public Records.

12.2 Amendments. Subject to the general restrictions on amendments set forth above, these Articles may be amended with the approval of (i) the majority of the Board and (ii) two-thirds (2/3) of the entire membership at a duly called meeting of the Association.

13. Limitations

13.1 Declaration is Paramount. No amendment may be made to these Articles which shall in any manner reduce, amend, affect or modify the terms, conditions, provisions, rights and obligations set forth in the Declaration.

13.2 By-Laws. These Articles shall not be amended in a manner that conflicts with the By-Laws.

14. Officers.

The Board shall elect a President, Secretary, Treasurer, and as many Vice Presidents, Assistant Secretaries and Assistant Treasurers as the Board shall from time to time determine.

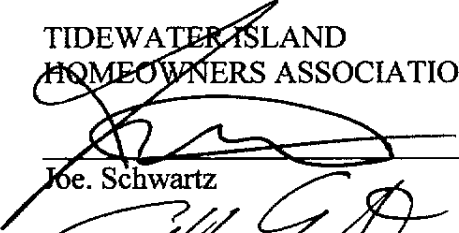
The names of the Officers who shall serve until their successors are elected are as follows:

President:	Joe Schwartz
Vice President:	Conrad Firment
Secretary:	Art Casacchia
Treasurer:	Tom Karras

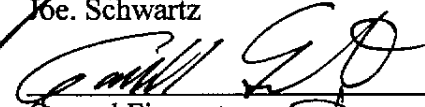
15. Indemnification of Officers and Directors. The Association shall and does hereby indemnify and hold harmless every Director and every Officer, their heirs, executors and administrators, against all loss, cost and expenses reasonably incurred in connection with any action, suit or proceeding to which such Director or Officer may be made a party by reason of being or having been a Director or Officer of the Association, including reasonable counsel fees and paraprofessional fees at all levels of proceeding. This indemnification shall not apply to matters wherein the Director or Officer shall be finally adjudged in such action, suit or proceeding to be liable for or guilty of gross negligence or willful misconduct. The foregoing rights shall be in addition to, and not exclusive of, all other rights to which such Director or Officers may be entitled.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the Laws of the State of Florida, the undersigned, being the Incorporator of this Association, has executed these Amended and Restated Articles of Incorporation as of this 6 day of October, 20 04.

TIDEWATER ISLAND
HOMEOWNERS ASSOCIATION, INC.



Joe. Schwartz



Conrad Firment



Art Casacchia



Tom Karras



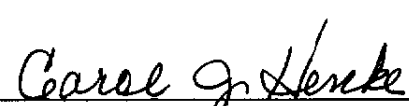
Pat Rebsamen

STATE OF FLORIDA)
COUNTY OF LEE)

The foregoing instrument was acknowledged before me this 6 day of October, 20 04 by Joseph R. Schwartz, who is personally known to me or presented N/A as identification.

(SEAL)





NOTARY PUBLIC

CAROL J. HENKE

Printed Name of Notary Public

TIDEWATER ISLAND - AMENDED AND RESTATED ARTICLES

STATE OF FLORIDA)
COUNTY OF LEE)

The foregoing instrument was acknowledged before me this 6 day of October, 2004 by Conrad Firment, who is personally known to me or presented N/A as identification.

(SEAL)



Carol J. Henke
NOTARY PUBLIC
CAROL J. HENKE
Printed Name of Notary Public

STATE OF FLORIDA)
COUNTY OF LEE)

The foregoing instrument was acknowledged before me this 6 day of October, 2004 by Art Casacchia, who is personally known to me or presented N/A as identification.

(SEAL)



Carol J. Henke
NOTARY PUBLIC
CAROL J. HENKE
Printed Name of Notary Public

STATE OF FLORIDA)
COUNTY OF LEE)

The foregoing instrument was acknowledged before me this 6 day of October, 2004 by Tom Karras, who is personally known to me or presented N/A as identification.

(SEAL)



Carol J. Henke
NOTARY PUBLIC
CAROL J. HENKE
Printed Name of Notary Public

TIDEWATER ISLAND - AMENDED AND RESTATED ARTICLES

STATE OF FLORIDA)
COUNTY OF LEE)

The foregoing instrument was acknowledged before me this 16 day of October, 2004 by Pat Rebsamen, who is personally known to me or presented N/A as identification.

(SEAL)



Carol J. Henke
NOTARY PUBLIC

CAROL J. HENKE
Printed Name of Notary Public

ACCEPTANCE BY REGISTERED AGENT

The undersigned, having been named to accept service of process for the above-stated corporation at the place designated in this certificate, hereby agrees to act in this capacity, and is familiar with, and accepts, the obligations of this position and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties.

Dated this 14th day of October, 2004.

[Signature]
Christopher J. Shields

TIDEWATER ISLAND - AMENDED AND RESTATED ARTICLES