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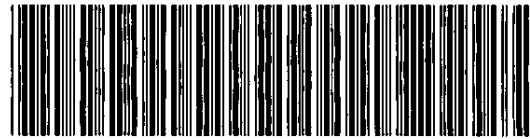
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R. WHITE

FILED
14 JUN 10 11:12:05
COLUMBIA, MO

Eastlake Homeowners Association, Inc.

C/o Advanced Management, Inc.
Lakewood Ranch Office
9031 Town Center Parkway, Bradenton, FL, 3420

June 5, 2014

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

Attn: Amendment Section

Re: Eastlake Homeowners Association, Inc.
A Non Profit Corporation
NA94000003298
Amended Articles of Incorporation

To Whom it May Concern;

The original Articles of Incorporation for Eastlake Homeowners Association, Inc. (Eastlake), filed with the Division on July 5, 1994, have been revised. Enclosed herewith is the original copy of the Amended and Restated Articles of Incorporation for Eastlake which were approved by the Board of Directors on May 28, 2014.

Also enclosed is a check in the amount of \$35.00. This is the amount listed on your web site for filing of an 'amended document'.

Should the filing fee enclosed be incorrect or if there are any questions please contact me at the above address. Alternately, please feel free to contact me by phone or email as listed below.

Sincerely,



Coleman C. Knott, President
Eastlake Homeowners Association, Inc.

941-925-1125
cknotthoa@gmail.com

FILED
14 JUN 10 09:23:00
TALLAHASSEE, FLORIDA

AMENDED AND RESTATED

**ARTICLES OF INCORPORATION
OF
EASTLAKE HOMEOWNERS ASSOCIATION, INC.
(A Non-Profit Florida Corporation)**

The members of **EASTLAKE HOMEOWNERS ASSOCIATION, INC.**, by and through a majority vote of their duly elected Board of Directors in accordance with Article XV of its original Articles of Incorporation filed with the Florida Department of State, Division of Corporations, on July 5, 1994, do hereby adopt these **AMENDED AND RESTATED ARTICLES OF INCORPORATION**. These Amended and Restated Articles of Incorporation supersede and replace the original Articles of Incorporation, and amendments thereto.

ARTICLE I

NAME AND PRINCIPAL ADDRESS OF CORPORATION

1. **Name and Address.** The name of this corporation is **EASTLAKE HOMEOWNERS ASSOCIATION, INC.** (herein, the "Association") The principal office of the Association is 6300 Aventura Drive, Sarasota, FL 34241, and the mailing address of the Association 9031 Town Center Parkway, Bradenton, FL 34241. The Association's Board of Directors may change the location of the principal office and/or mailing address from time to time.
2. **Additional Corporate Information.** The **EASTLAKE HOMEOWNERS ASSOCIATION, INC.** was originally incorporated on July 5, 1994 with the State of Florida, Secretary of State. The Declaration of Protective Covenants, Conditions and Restrictions for Eastlake (herein "Declaration") is originally recorded in the Official Records of Sarasota County, Florida in Official Records Book 2654, Page 2807. The subdivision plat of **EASTLAKE** is recorded at Plat Book 36, Pages 48, et seq. of the Official Records of Sarasota County, Florida.

ARTICLE II

CORPORATE PURPOSES

Purposes. The Association is organized to perform the following purposes: to take title to, operate, administer, manage, insure and maintain the common areas of **EASTLAKE**, located in Sarasota County, Florida (herein, the "Subdivision") or such portions thereof or as are dedicated to or made the responsibility of the Association in the Declaration, in accordance with the terms of and purposes set forth therein; and to conduct any lawful business permitted under the laws of the State of Florida for non profit corporations in order to carry out the covenants and enforce the provisions of its governing documents. The Association is a homeowners association under Chapter 720, Florida Statutes and a not-for-profit corporation under Chapter 617, Florida Statutes.

ARTICLE III

CORPORATE POWERS

1. **General Powers.** In furtherance of its corporate purposes, the Association shall have all powers permitted or required by Chapters 617 and 720, Florida Statutes, and by the Declaration, which powers shall include, but not be limited to the following:

1.1 To own, purchase, lease, hold, sell, mortgage, or otherwise acquire or dispose of real and personal property; and to enter into, make, perform or carry out contracts of every kind with any person, firm, LLC, corporation, or association.

1.2 To take all action reasonably necessary to protect and promote the Subdivision property, health, safety and welfare of the owners of lots in the Subdivision; and the power to sue and be sued subject to the monetary limitation of Section 720.303(1), Florida Statutes; and appear and defend in all actions and proceedings; and to enforce the provisions of the governing documents and Association Rules.

1.3 The power to make, establish, amend and enforce reasonable rules and regulations governing the use of Subdivision or any portions thereof, including, and without limitation, the common areas and lots.

1.4 To make, levy and collect special and regular assessments to pay for common expenses in the manner provided in the governing documents and to use and expand the proceeds of such assessments in the exercise of the powers and duties of the Association; to borrow money in furtherance of its corporate powers and purposes; and the Association may place and foreclose on claims of liens for unpaid assessments and/or seek a monetary judgment against its members for non-payment.

1.5 To employ personnel; to retain independent contractors and professional personnel; and to enter into service contracts to provide for the maintenance, operation and management of common areas; and to enter into any other agreements consistent with the corporate purposes or powers of the Association, including but not limited to, agreements with respect to the professional management and to delegate to such professional management certain powers and duties of the Association.

1.6 In the event of an emergency as defined in Section 617.0207, Florida Statutes, the Board of Directors may exercise the emergency powers described therein and Section 617.0303, Florida Statutes, as may be amended from time to time.

1.7 To purchase and maintain such policies of insurance as delegated to the Association by the members, or as set forth in the Declaration of Covenants and Restrictions or as may be deemed desirable by the Association's Board of Directors.

1.8 To supervise and control the specifications, architecture, design, appearance, elevation and location of all buildings, structures and improvements of any type located in the Subdivision, including without limitation, the dwelling, walls, fences, driveways and pavements, grading, drainage, disposal systems and all other structures or improvements constructed, placed, or permitted to remain in the Subdivision as well as the alteration, improvement, addition or changes thereof, including the landscaping surrounding the same.

1.9 To provide such services as may be deemed necessary or desirable by the Board of Directors and to acquire the capital improvements and equipment related thereto.

1.10 To purchase, acquire, replace, improve, maintain such buildings, structures and equipment related to the health, safety and social welfare of the members of the Association, as the Board of Directors in its discretion, determines to be necessary or desirable.

1.11 To carry out all of the duties and obligations assigned to it as a Homeowners Association under the terms of the governing documents or Florida law.

1.12 To operate without profit and for the sole and exclusive benefit of its members.

1.13 To hold funds solely and exclusively for the benefit of its members.

1.14 To pay and/or contest taxes and all other charges or assessments, if any, levied against the property owned, leased or used by the Association.

2. Emergency Powers. For purposes of this Article 2.3 only, an emergency exists during a period of time that the Subdivision, or the immediate geographic area in which the Subdivision is located, is subjected to: a state of emergency declared by civil or law enforcement authorities; a hurricane watch or warning as issued by a

governmental authority; a partial or complete evacuation order issued by civil or law enforcement authorities; the declaration of a federal or state "disaster area" status; or catastrophe, whether natural or manmade, which seriously damages, or threatens to seriously damage the physical existence of the Subdivision. During an emergency as defined herein, the Board of Directors may exercise the following emergency powers:

- 2.1 The Board of Directors may relocate the principal office or designate alternative principal offices or authorize any officer to do so.
- 2.2 The Board of Directors may name any person or persons to serve as interim Assistant Officers, which Assistant Officers shall have the same authority as the officers to whom they are assistants during the period of emergency, to accommodate the incapacity or absence from the area of any officer.
- 2.3 The Board of Directors may hold Board meetings during an emergency with notice given only to those directors with whom it is practicable to communicate, and the notice can be given in any practicable manner. The directors in attendance at such a Board meeting (if more than one (1) Director) shall constitute a quorum.
- 2.4 Corporate action taken in good faith to meet the emergency needs of the Association, its owners or residents shall be binding on the Association and shall have the rebuttable presumption of being reasonable and necessary.
- 2.5 The Board of Directors shall also exercise any and all powers authorized by Sections 617.0207 and 617.303, Florida Statutes, as amended from time to time.

ARTICLE IV

MEMBERSHIP

1. **Membership.** The qualification of members and the manner of their admission shall be as follows: Any person or persons who owns a Lot in EASTLAKE, Sarasota County, Florida, shall by virtue of such ownership be a member of this corporation.
2. **Restraint Upon Separation and Partition.** The interest 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 Lot which is the basis of his membership in the Association. Membership is appurtenant to, runs with, and shall not be separated from, the Lot upon which membership is based.

ARTICLE V

VOTING AND ASSESSMENTS

1. **Voting.** Subject to the restrictions and limitations hereinafter set forth, each member shall be entitled to one (1) vote in respect to all matters subject to being voted upon by the members of the Association for each Lot owned. In the event one lot is owned by two or more owners either as joint owners, owners in common, or otherwise, said owners shall be collectively entitled to only one vote. Each member shall cast its vote in the manner provided in the Bylaws.
2. **Assessments.** The Association will obtain funds with which to operate by annual dues and by assessment of its members in accordance with the provisions of the Declaration for Eastlake or as the same may be supplemented or modified by the provisions of these Articles and the Bylaws of the Association relating thereto.

ARTICLE VI
BOARD OF DIRECTORS

The Board of Directors will manage the affairs of the Association. The Bylaws shall provide for the number of Directors; however, there shall be no fewer than three (3) and not more than five (5) directors. The Directors will be elected each year at the annual membership meeting of the Association as provided for in the Bylaws, subject to the rights of the Lot Owners to elect directors as provided in the Declaration. Directors will be removed from office in the manner provided in the Bylaws.

ARTICLE VII
OFFICERS

The officers of the Association shall be a President, a Vice President, a Secretary and a Treasurer. Officers will be appointed and removed by the Board of Directors and shall perform such duties and responsibilities as provided in the Bylaws.

ARTICLE VIII
CORPORATE EXISTENCE

The Association shall exist perpetually, unless sooner dissolved according to law.

ARTICLE IX
BYLAWS

The Bylaws of the Association are to be made, altered, amended or rescinded by the **Directors** of the Association as provided for in the Bylaws.

ARTICLE X
AMENDMENTS

These Articles of Incorporation may be altered, amended or repealed by the resolution of the Board of Directors at a duly noticed Board meeting. The Association shall file a copy of each amendment to these Articles of Incorporation with the Florida Secretary of State. A copy of each amendment shall be attached to a certificate certifying that the amendment was duly adopted as an amendment of the Articles, which certificate shall recite the Official Records Book and Page of the original recorded Declaration and shall be executed by the appropriate officers of the Association, with the formalities of a deed. The amendment shall be effective when such certificate and copy of the amendment are recorded in the Public Records of Sarasota County, Florida.

ARTICLE XI
REGISTERED OFFICE AND AGENT

The registered agent and office of the Association, until otherwise determined by the Board of Directors, shall be Advanced Management of SW Florida, Inc., 9031 Town Center Parkway, Bradenton, FL 34202. The Association's Board of Directors is authorized to change its Registered Agent and Registered Office in the manner provided by law.

ARTICLE XII

BUDGET AND DISBURSEMENTS

1. **BUDGET.** The board of directors shall annually adopt a budget for the operation of the Association for the ensuing year and for the purpose of levying assessments against all assessable property in EASTLAKE which budget shall be conclusive and binding upon all persons; provided, however that the board of directors may thereafter at any time approve or ratify variations from such budget in respect of expenditures.

2. **DISBURSEMENTS.** No part of the net earnings of the Association shall inure to the benefit of any member or Individual, except through the acquisition, construction, management, maintenance, or care of Association property or through the rebate of the excess membership dues, fees, or assessments.

ARTICLE XIII

ORIGINAL SUBSCRIBERS

The name and address of the subscriber of the original Articles of Incorporation is as follows: Stephen B. Keyser, with an address of 4809 Peregrine Point Circle West, Sarasota, FL 34231.

ARTICLE XIV

INDEMNIFICATION

Every Director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including attorneys' fees through all trial and appellate levels, reasonably incurred by or imposed upon him or her in connection with any proceeding, arbitration or settlement to which he/she may be a party, or in which he or she may become involved, by reason of being or having been a director or officer of the Association, whether or not a director or officer at the time such expenses are incurred. Notwithstanding the foregoing, in the event of a settlement, the indemnification provisions herein shall not be automatic and shall apply only when the Board approves such settlement. Notwithstanding anything contained herein to the contrary, in instances where the director or officer admits or is adjudged guilty of willful malfeasance in the performance of his or her duties, the indemnification provisions contained herein shall not apply. The foregoing right of indemnification shall be in addition to and not exclusive of any and all of indemnification to which such Director or officer may be entitled by common law or statute.

ARTICLE XV

DEFINITIONS

The terms used in these Articles of Incorporation shall have the same definitions and meanings as those set forth in the Declaration and, where applicable, Chapter 720, Florida Statutes, unless herein provided to the contrary, or unless the context otherwise requires.

IN WITNESS WHEREOF, the undersigned hereby certifies that the Board of Directors of Eastlake Homeowners Association, Inc. (Eastlake), having been duly elected by the members of the Association, have adopted the above Amendment to the Bylaws for Eastlake on this 28 day of MAY, 2014 at a properly noticed meeting of the Board of Directors.

WITNESSES:

Signature: [Signature]

Printed Name: DWIGHT BROWN

Signature: [Signature]

Printed Name: NANCY S. HAMMAUC

Eastlake Homeowners Association, Inc.

By: [Signature]

Coleman C. Knott, President

Attest: [Signature]

Christine M. Knoch, Secretary

Amendment to Eastlake Bylaws, May 28, 2014, Page 1 of 2

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me on MAY 28, 2014, by Coleman C. Knott as President of Eastlake Homeowners Association, Inc., a Florida Corporation, on behalf of the Association, who is personally know to me or who has produced _____, as identification.

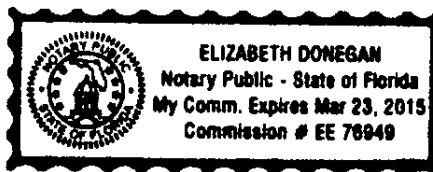
Notary Public

Signature: [Signature]

Printed Name: ELIZABETH DONEGAN

Serial Number (if any) _____

Commission Expiration Date 5/23/15



The foregoing instrument was acknowledged before me on MAY 28, 2014, by Christine M. Knoch as Secretary of Eastlake Homeowners Association, Inc., a Florida Corporation, on behalf of the Association, who is personally know to me or who has produced _____, as identification.

Notary Public

Signature: [Signature]

Printed Name: ELIZABETH DONEGAN

Serial Number (if any) _____

Commission Expiration Date 5/23/15

