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SECRETARY OF STATE

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BENNETT L. RABIN MONIOUE E. PARKER

28163 U.S. HWY. 19 N., STE. 207, CLEARWATER, FL 33761 727.475.5535 Phone ◆727.723.1131 FAX

December 23, 2015

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

Re: Certificate of Amendment to the Articles of Incorporation

Sago Point Homeowners' Association, Inc.

Dear sir/madam:

Please find and record the enclosed original signed Certificate of Amendment to the Articles of Incorporation for Sago Point Homeowners' Association, Inc., originally filed with the Secretary of State of Florida on September 29, 1994, document number N94000004826. A check in the amount of \$35.00 for the amendment recording fee is enclosed as well.

I would greatly appreciate it if you could stamp and return the enclosed copy of the Certificate of Amendment in the self-addressed envelope we provided.

Thank you for your assistance in this matter, and if you have any questions, please do not hesitate to contact me.

Bennett L. Rabin

Enclosures

Prepared by and return to: Monique E. Parker, Esq. Rabin Parker, P.A. 28163 U.S. 19 North, Suite 207 Clearwater, Florida 33761

CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF SAGO POINT HOMEOWNERS' ASSOCIATION, INC.

I hereby certify that at a duly called meeting of the Board of Directors of Sago Point Homeowners' Association, Inc., held on December 10, 2015, in accordance with the requirements of the applicable Florida Statutes and the governing documents, the Amended and Restated Articles of Incorporation of Sago Point Homeowners' Association, Inc., attached hereto as EXHIBIT A, were duly adopted by the Board of Directors. The Articles of Incorporation of Sago Point Homeowners' Association, Inc., were originally filed with State of Florida: Department of State, Document Number N94000004826 on September 29, 1994.

IN WITNESS WHEREOF, the Sago Point Homeowners' Association, Inc., has caused this

instrument to be signed by its duly authorized officer on this 2/ day of December 3/2015.

SAGO POINT HOMEOWNERS'

ASSOCIATION, INC.

(Printed Name of Witness #1)

(Signature of Witness #2)

SAGO POINT HOMEOWNERS'

ASSOCIATION, INC.

(Signature of Witness #2)

SAGO POINT HOMEOWNERS'

ASSOCIATION, INC.

(Signature of Witness #2)

The Chart Toke/I - Mc Dan A/d

STATE OF FLORIDA COUNTY OF PINELLAS

(Printed Name of Witness #2)

The foregoing instrument was acknowledged before me this day of Locymber, 2015, by Jean Jovell- Mc Denaled as president of Sago Point Homeowners' Association, Inc., on behalf of the corporation, who acknowledged that he/she executed this document on behalf of the corporation. He/She is personally known to me or has produced

DRIVER'S LICEUSE as identification.

Notary Public/State of Florida

My commission expires: 5 - 19 - 17

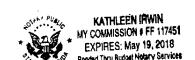


EXHIBIT A

AMENDED AND RESTATED ARTICLES OF INCORPORATION OF SAGO POINT HOMEOWNERS' ASSOCIATION, INC.

(a corporation not for profit)

This document restates, supersedes, replaces and amends, all previously recorded Articles of Incorporation of Sago Point Homeowners' Association, Inc., which were originally filed with State of Florida, Department of State, Document Number N94000004826 on September 29, 1994.

- ARTICLE 1. NAME AND ADDRESS. The name of this corporation shall be Sago Point Homeowners' Association, Inc., hereinafter "Association." The principal place of business shall be 9969 Sago Point Drive, Largo, Florida 33777, Pinellas County, Florida, or at such other place or places as may be designated from time to time.
- ARTICLE 2. DEFINITIONS. The terms used herein shall be as defined in the Homeowners' Association Act, and the Sago Point Declaration of Covenants, Conditions and Restrictions.
- ARTICLE 3. PURPOSE. The purpose for which the Association is organized is to provide an entity for the operation of the community known as Sago Point, created pursuant to Florida Statutes, Chapter 720, hereinafter "Homeowners' Association Act"; to transact all business necessary and proper in connection with the operation of the Association property for the mutual benefit of its members; to operate said Association property for the sole use and benefit of its members; to perform any other act for the well-being of its members; and to maintain an atmosphere of community and high standard of occupancy by and for its members. The Association shall also have such power and authority to do and perform every act and thing necessary and proper in the conduct of its business for the accomplishment of its purposes as set forth herein and as permitted by Florida Statutes, Chapter 617, the "Florida Not For Profit Corporation Act" and the Homeowners' Association Act. The Association shall not be operated for profit, no dividends shall be paid, and no part of the income of the Association shall be distributed to its members, directors, or officers.
- ARTICLE 4. EXISTENCE. The Association shall have perpetual existence.

ARTICLE 5. BOARD OF DIRECTORS.

- 5.1 The affairs of the Association shall be managed by a Board of Directors. The number of directors shall be as set forth in the Bylaws of the Association.
- 5.2 The Board of Directors shall be elected at the annual meeting of members in the manner determined by the Bylaws of the Association and applicable Florida Statutes.
- ARTICLE 6. INDEMNIFICATION. Every director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon such director or officer in connection with any proceeding or the settlement of any proceeding to which such director or officer may be a party, or may be involved by reason of being or having been a director or officer of the Association,

whether or not such individual is a director or officer at the time such expenses are incurred, except when the director or officer is adjudged guilty of willful misfeasance in the performance of his or her duties, or in such cases where the proceeding arose out of actions taken outside the scope of the duties or office of the person involved. In the event of a settlement, the Board of Directors is entitled to make the determination of whether indemnification taken under this section is appropriate. The foregoing right of indemnification shall be in addition to and exclusive of all other rights and remedies to which such director or officer may be entitled.

ARTICLE 7. MEMBERS.

- 7.1 The members of the Association shall consist of all of the current Sago Point parcel owners.
- 7.2 Membership shall be acquired by recording in the Public Records of Pinellas County, Florida, a deed or other instrument establishing record title to a parcel within the Sago Point community. The parcel owner(s) designated in such deed or other instrument shall thereupon become member(s) of the Association, and the membership of the prior owner(s) of the parcel shall be terminated.
- 7.3 The share 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 a parcel.
- 7.4 The total number of votes ("voting interests") is equal to the total number of parcels in the Sago Point community and is not divisible.
- 7.5 Voting. Parcel owners are entitled to one (1) vote for each parcel owned. If a parcel is owned by one (1) natural person, individually or as trustee, the right to vote shall be established by the record title to the parcel. If a parcel is owned jointly by two (2) or more persons, that parcel's vote may be cast by any of the owners provided only one (1) vote shall be cast. If multiple owners of a parcel cannot agree how to vote, and attempt to cast votes which are in conflict with those cast by another owner, the vote for that parcel will not be counted. The vote of a parcel owner who is not a natural person, shall be cast by any officer of a corporation, or any partner or managing agent of another type of entity.
- 7.6 There shall be no cumulative voting.
- 7.7 Any matter of controversy or dispute between members or between a member and the Association shall be settled in accordance with applicable Florida Statutes.
- 7.8 The members of this Association shall be subject to all of the covenants, conditions, and restrictions contained in the Sago Point Declaration of Covenants, Conditions and Restrictions, these Articles of Incorporation, the Bylaws of the Association, and rules and regulations, as may be amended from time to time.
- ARTICLE 8. BYLAWS. The operation of the Association shall be defined in the Bylaws.

ARTICLE 9. AMENDMENTS. Amendments may be proposed by the Board of Directors or by a petition signed by at least twenty-five percent (25%) of the parcel owners, provided that any amendment proposed by parcel owners is subject to editing as to form and legality by legal counsel for the corporation. Amendments must be approved by at least a majority of the eligible voting members who participate in the voting in person or by proxy at a meeting at which a quorum is attained. As to any amendments which are approved, a Certificate of Amendment signed by the president or vice president, with two witnesses and a notary, will be recorded in the public records along with the approved amendments.

END OF AMENDED AND RESTATED ARTICLES OF INCORPORATION

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