

N97000005175



ACCOUNT NO. : 072100000032

REFERENCE : 823145 81805A

AUTHORIZATION :

COST LIMIT : \$ 35.00

Patricia Piguet

ORDER DATE : September 7, 2000

ORDER TIME : 3:22 PM

ORDER NO. : 823145-010

CUSTOMER NO: -81805A

CUSTOMER: Ms. Deborah K. Lewis
Thomas G. Eckerty, Esq
Suite 89
12734 Kenwood Lane
Ft. Myers, FL 33907

700003386127--2

DOMESTIC AMENDMENT FILING

NAME: NEW UNIVERSITY PYRAMID
VILLAGE HOMEOWNERS
ASSOCIATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS: _____

File 1st

FILED
SEP - 7 PM 4:42
RECEIVED
00 SEP - 7 PM 4:40
DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Amend + N.C.
A. OULLIETTE SEP - 8 2000

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
of
NEW UNIVERSITY PYRAMID VILLAGE
HOMEOWNERS ASSOCIATION, INC.**

FILED
00 SEP -7 PM 4:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Chapter 617, Florida Statutes, the Directors have met and adopted the following resolution to amend various provisions of the Articles of Incorporation, at a meeting of said Directors held on August 7, 2000, which amend the Articles of Incorporation filed on the 9th day of September, 1997, and issued number N97000005175.

FIRST: The name of the corporation is **NEW UNIVERSITY PYRAMID VILLAGE HOMEOWNERS ASSOCIATION, INC.**

SECOND: The following amendments of the Articles of Incorporation were adopted by the Board of Directors:

A. ARTICLE I - NAME: The name of the corporation shall be changed from **NEW UNIVERSITY PYRAMID VILLAGE HOMEOWNERS ASSOCIATION, INC.** to **"NEW UNIVERSITY PYRAMID VILLAGE CONDOMINIUM ASSOCIATION, INC."**

B. ARTICLE II - PURPOSES: is deleted in its entirety and the following language substituted in its place:

"ARTICLE II - PURPOSES. 2. The purpose for which the Association is organized is to provide an entity pursuant to the Florida Condominium Act for the operation of NEW UNIVERSITY PYRAMID VILLAGE, a condominium, located in Lee County, Florida. The Association is organized and shall exist upon a non-stock basis, as a corporation not-for-profit under the laws of the State of Florida, and no portion of any earnings of the Association shall be distributed or inure to the private benefit of any member, Director or officer of the Association."

C. ARTICLE III - MEMBERSHIP is deleted in its entirety and the following provisions substituted in its place:

"ARTICLE III - MEMBERSHIP.

3.1 The members of the Association shall consist of all record owners of a fee simple interest in one or more units in the condominium, as further provided in the Bylaws.

3.2 The share of a member in the funds and assets of the Association cannot be assigned or transferred in any manner, except as an appurtenance to his unit.

3.3 The owners of each unit, collectively, shall be entitled to the number of votes in Association matters as set forth in the Declaration of Condominium and the Bylaws. The manner exercising voting rights shall be as set forth in the

Bylaws."

- D. ARTICLE IV - POWERS is deleted in its entirety and the following provisions substituted in its place:

"ARTICLE IV - POWERS: 4. For the accomplishment of its purposes, the Association shall have all of the common law and statutory powers and duties of a corporation not-for-profit, except as limited or modified by these Articles, the Declaration of Condominium or Chapter 718 Florida Statutes, as it may hereafter be amended, including, but not limited to the following:

- (a) to make and collect assessments against members of the Association to defray the costs, expenses and losses of the condominium, and to use the proceeds of assessments in the exercise of its powers and duties;
- (b) to protect, maintain, repair, replace and operate the condominium property;
- (c) to purchase insurance upon the condominium property and Association property for the protection of the Association and its members;
- (d) to reconstruct improvements after casualty and to make further improvements of the property;
- (e) to make, amend and enforce reasonable rules and regulations governing the use of the common elements, and the operation of the Association;
- (f) to approve or disapprove the transfer of ownership, leasing and occupancy of units, as provided by the Declaration of Condominium;
- (g) to enforce the provisions of the Condominium Act, the Declaration of Condominium, these Articles, and the Bylaws and any rules and regulations of the Association;
- (h) to contract for the management and maintenance of the condominium and the condominium property, to delegate any powers and duties of the Association in connection therewith, except such as are specifically required by the Declaration of Condominium to be exercised by the Board of Directors or the membership of the Association;
- (i) to employ accountants, attorneys, architects and other professionals or personnel to perform the services required for proper operation of the condominium;
- (j) to enter into agreements or acquire leaseholds, memberships and other possessory or use interests in lands or facilities, regardless of whether the lands or facilities are contiguous to the lands of the condominium, if they are intended to provide enjoyment, recreation or other use or benefit of the unit owners; or
- (k) to borrow money without limit as to amount, if necessary, to perform its

other functions hereunder.

All funds and the title to the property acquired by the Association shall be held for the benefit of the members, in accordance with the provisions of the Declaration of Condominium, these Articles of Incorporation and the By-laws."

E. ARTICLE V - BOARD OF ADMINISTRATION: Items 5.2 and 5.3 are stricken in their entirety.

F. ARTICLE VII - ASSESSMENTS is deleted in its entirety.

G. ARTICLE VIII - INDEMNIFICATION is deleted in its entirety and the following provisions substituted in its place:

"ARTICLE VIII - INDEMNIFICATION 8. To the fullest extent permitted by Florida law, the Association shall indemnify and hold harmless every Director and every officer of the association against all expenses and liabilities, including attorneys fees, actually and reasonably incurred by or imposed on him in connection with any legal proceedings (or settlement or appeal of such proceedings) to which he may be a party because of his being or having been a Director or officer of the Association. The foregoing right of indemnification shall not be available if a judgment or other final adjudication establishes that his actions or omissions to act were material to the cause adjudicated and involved:

- (a) willful misconduct or a conscious disregard for the best interests of the Association, in a proceeding by or in the right of the Association to procure a judgment in its favor;*
- (b) a violation of criminal law, unless the Director or officer had no reasonable cause to believe his action was unlawful or had reasonable cause to believe his action was lawful;*
- (c) a transaction from which the Director or officer derived an improper personal benefit; or*
- (d) wrongful conduct by Directors or officers appointed by the Developer, in a proceeding brought by or on behalf of the Association.*

In the event of a settlement, the right to indemnification shall not apply unless the Board of Directors approves such settlement as being in the best interest of the Association. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which a Director or officer may be entitled."

H. ARTICLE X - AMENDMENTS is deleted in its entirety and the following provisions substituted in its place:

"ARTICLE X - AMENDMENTS: 10. Amendments of these Articles shall be proposed and adopted in the following manner:

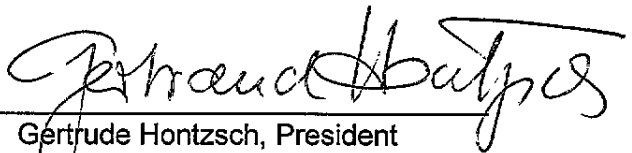
- (a) Proposal. Amendments to these Articles may be proposed by a majority of the Board or by petition of the owners of one-fourth (1/4) of the units by instrument, in writing, signed by them.
- (b) Procedure. Upon any amendment or amendments to these Articles being proposed by said Board or unit owners, such proposed amendment or amendments shall be submitted to a vote of the members not later than the next annual meeting for which proper notice can be given.
- (c) Vote Required. Except as otherwise required for by Florida law, these Articles of Incorporation may be amended by vote of a majority of the voting interest at any annual or special meeting, or by approval, in writing, of a majority of the voting interests without a meeting, provided that notice of any proposed amendment has been given to the members of the Association, and that the notice contains the text of the proposed amendment.
- (d) Effective Date. An amendment shall become effective upon filing with the Secretary of State and recording a certified copy in the Public Records of Lee County, Florida."

THIRD: The corporation has not been activated, and the amendments were adopted by the Board of Directors on the 7th day of August, 2000.

FOURTH: The corporation has no members.

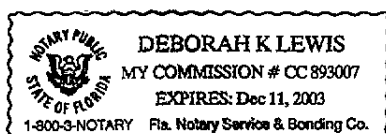
IN WITNESS WHEREOF, the undersigned President has executed these Articles of Amendment, this 7th day of August, 2000.

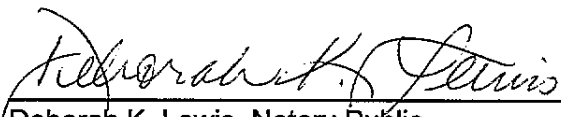
**NEW UNIVERSITY PYRAMID VILLAGE
CONDOMINIUM ASSOCIATION, INC.**

By : 
Gertrude Hontzsch, President

STATE OF FLORIDA
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 7th day of August, 2000, by Gertrude Hontzsch, as President, who is personally known to me and who did/did not take an oath.




Deborah K. Lewis, Notary Public
Commission No. CC893007
Commission Expiration: 12/11/2003