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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Silver Beach Towers Property Owners Association, Inc.

DOCUMENT NUMBER: N99000007235

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

Please return all correspondence concerning this matter to the following:

Jay Roberts
Name of Contact Person

Keefe, Anchors, Gordon & Moyle P.A.
Firm/ Company

909 Mar Walt Drive, Suite 1022
Address

Fort Walton Beach / Florida 32547
City/ State and Zip Code

jroberts@kagnlaw.com
E-mail address (to be used for future annual report notification)

For further information concerning this matter, please call:

Jay Roberts at (850) 863-1974
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:

☐ \$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
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 14, 2010

JAY ROBERTS
909 MARWALT DRIVE, STE 1022
FT. WALTON BEACH, FL 32547

SUBJECT: SILVER BEACH TOWERS PROPERTY OWNERS ASSOCIATION,
INC.
Ref. Number: N99000007235

We have received your document for SILVER BEACH TOWERS PROPERTY OWNERS ASSOCIATION, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Amendments for nonprofit corporations are filed in compliance with section 617.1006, Florida Statutes. Please see the attached information.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6916.

Carol Mustain
Regulatory Specialist II

Letter Number: 710A00017152

Articles of Amendment
to
Articles of Incorporation
of

Silver Beach Towers Property Owners Association
(Name of Corporation as currently filed with the Florida Dept. of State)
Inc.

(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:

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)

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TALLAHASSEE, FLORIDA

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

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:

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)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
	N/A		☐ Add ☐ Remove
	N/A		☐ Add ☐ Remove
	N/A		☐ Add ☐ Remove

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

Please see attached schedule of amendments.

F. If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself:
(if not applicable, indicate N/A)

N/A

The date of each amendment(s) adoption: May 4, 2010
(date of adoption is required)

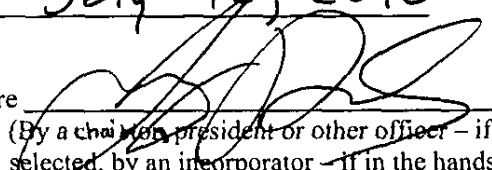
Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- ☐ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(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 July 13, 2010

Signature


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

Jay Roberts

(Typed or printed name of person signing)

Attorney for Silver Beach Towers Property Owners Association, Inc.
(Title of person signing)

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SILVER BEACH TOWERS PROPERTY OWNERS ASSOCIATION, INC.
A Corporation Not-for-Profit**

The undersigned do hereby make, subscribe, acknowledge and file with the Secretary of State these Articles of Amendment in accordance with the vote of not less than two-thirds of the entire voting interests of the Association at a duly called meeting on May 4, 2010, after unanimous adoption of a Resolution proposing said amendments by the Board of Directors.

The Articles of Incorporation of Silver Beach Towers Property Owners Association, Inc., are, and hereby be, amended in accordance with the Schedule of Amendments to the Articles of Incorporation attached hereto as Exhibit A and by reference made a part hereof.

IN WITNESS WHEREOF, SILVER BEACH TOWERS PROPERTY OWNERS ASSOCIATION, INC., has caused this Certificate of Amendment to be executed in accordance with the authority hereinabove expressed this 18 day of May, 2010.

SILVER BEACH TOWERS
PROPERTY OWNERS ASSOCIATION, INC.

ATTEST:

BY:

[Signature]
Secretary

in Montgomery County, Texas

On Key 5/18/10

BY:

[Signature]
President

STATE OF FLORIDA)
COUNTY OF OKALOOSA)

On this 18th day of May, 2010, personally appeared Gene Sullivan, President of Silver Beach Towers Property Owners Association, Inc. and ~~Barbara Metcalf~~, Secretary of Silver Beach Towers Property Owners Association, Inc., and acknowledged that they executed this instrument for the purposes herein expressed.

[Signature]
Notary Public

My commission expires:



ARLENE JACOBY MOERSCHER
Commission DD 648890
Expires May 8, 2011
Bonded thru Troy Fain Insurance 800-365-7010

**SCHEDULE OF AMENDMENTS TO
THE ARTICLES OF INCORPORATION FOR
SILVER BEACH TOWERS PROPERTY OWNERS ASSOCIATION, INC.**

ARTICLES I

Name and Principal Office

The name of the corporation shall be **SILVER BEACH TOWERS PROPERTY OWNERS ASSOCIATION, INC.**, hereinafter referred to as the "Master Association." The initial principal office of the Master Association shall be located at ~~15000 Emerald Coast Parkway, Destin, Florida 32541~~ 1050 Hwy. 98 East, Destin, Florida 32541.

ARTICLES V

Membership

The ~~members~~ membership of the Master Association shall be ~~Silver Beach Investments of Destin, L.C., a Florida limited liability company ("Declarant"), or the person or entity who is assigned the rights of Silver Beach Investments of Destin, L.C., as Declarant under the Master Declaration and each Condominium Association~~ consist of five representatives of each Condominium Association created within Silver Beach Towers as defined in the Master Declaration. Each member of the Master Association must be a member of his or her respective Condominium Association's Board of Directors and shall be a Director of the Master Association. Owners of Units in Silver Beach Towers shall be entitled to the benefits of membership in the Master Association by virtue of their membership and beneficial interests in the Condominium Associations which are members of the Master Association; however, such Owners of Units in Silver Beach Towers shall ~~not attend meetings or~~ have voting authority in the Master Association ~~except~~ only through their respective Condominium Association Board of Directors and as set forth in the Master Declaration and By-Laws. No other persons or entities shall be entitled to membership. Membership rights and duties shall be subject to and controlled by the Master Declaration, which is in the form of a covenant running with the land.

ARTICLES VI

Voting Rights

~~6.1 The Master Association shall have two (2) classes of voting memberships:-~~

~~A. Class A. Class A Members shall all be of those Condominium Associations created within Silver Beach Towers as described in the Master Declaration. Each Class A Member shall have one (1) vote for each Unit represented by such Class A Member.~~

~~B. Class B. There shall be one (1) Class B Member, the Declarant, or its assigns. The Class B Member shall have two (2) votes for each Unit subject to the master Declaration, plus one (1) vote.~~

~~6.2 The Class B membership shall cease and terminate upon the occurrence of the first to occur of the following events:~~

~~A. Ninety (90) days after the Declarant has conveyed title to all Units which it intends to develop in Silver Beach Towers; or~~

~~B. At any time that the Declarant, in its sole discretion, voluntarily terminates its Class B membership; or~~

~~C. Upon Turnover and transfer of Master Association control by Declarant pursuant to the Master Declaration.~~

Votes of the membership shall be cast in accordance with the Master Declaration and By-Laws.

ARTICLES VII

Board of Directors

~~7.1 The affairs of the Master Association will be managed by a Board of Directors. The Board of Directors shall be comprised of the President five representatives of each Condominium Association which is a Class A Member of the Master Association, plus one (1) Director designated by the Class B Member of the Association and each representative must serve on the Board of Directors of his or her respective Condominium Association. In no case shall the number of Directors be less than three (3) prior to transfer of Master Association control pursuant to Article VI of termination of Class B membership. After transfer of Master Association control pursuant to Article VI, the number of Directors shall be no less than three (3). The initial Directors of the Master Association shall be appointed by the Declarant, and the Declarant shall continue to appoint either all of the Directors, or if the Master Association is subject to the provisions of Florida Statute 718.301, a majority of the Directors, consistent with Florida Statutes 718.301, until transfer of Master Association control to the Members, other than Declarant. After transfer of Master Association control, the President or his designee of each Member shall serve on the Board of Directors, and such shall comprise the entire Board of Directors. As it is anticipated that there will be only two members, following transfer of control of the Master Association, the two Directors appointed by the President of the members shall, in turn, appoint a third Director (the "Third Director" alternating terms between Unit Owners of Silver Beach East, a Condominium, and Silver Beach West, a Condominium, commencing with a Unit Owner of Silver Beach East. Except for the Directors elected by the Declarant, all Directors of the Master Association must be Unit Owners and Members of the Condominium Association which elected such Director).~~

7.2 Any vacancies in the Board of Directors shall:

A. Be appointed by ~~Declarant if the vacating director was appointed by the Director; or the respective Condominium Association Board of Directors; or in the alternative~~

B. Be elected by the Unit Owners of the Condominium Association from which such vacating director was elected.

~~7.3 Notwithstanding any of the foregoing, the Declarant shall be entitled at any time to waive in writing its rights hereunder, and to transfer control of the Master Association to the Class A Members prior to the time required by law.~~

~~7.6-7.5~~ Directors entitled to cast a majority of the voting interest of the entire membership shall constitute a At meetings of the Board, a quorum at meetings of the Board shall be established with the presence, in person or by telephone, of three Directors from each Condominium Association. Except as herein otherwise specified, the decision of a majority of the Directors present at a meeting at which a quorum is present shall be required and shall be sufficient to authorize any action on behalf of the Board. Each Director shall be entitled to vote on every matter presented to the Board of Directors on behalf of the Member represented by such Director, such votes to be cast in accordance with ~~Article VI~~ as otherwise provided herein.

ARTICLES XI
Amendment

~~11.3 Any proposal to amend the classes of membership shall require:~~

~~A. The consent of the Class B Member; and~~

~~B. The affirmative vote of at least three-fourths (3/4) of the membership votes of Class A.~~

11.4 No amendment shall alter or abrogate the rights of Declarant or the owner or any Lobby Unit, as set forth in the Master Declaration, these Articles, or the By Laws without the prior written consent of the Declarant and/or Lobby Unit Owner.

ARTICLES XIII
Dissolution

The Master Association may be dissolved if not less than two-thirds (2/3) of the Members of the Board of Directors adopt a resolution to that effect, and such resolution is approved by a vote of at least three-fourths (3/4) of the membership votes of the Master Association.

ARTICLES XV

Registered Agent and Registered Office

The initial registered agent for this Master Association shall be ~~NAPLES-LAWDOCK, INC., a Florida corporation,~~ Raymond F. Newman, Esq., and the registered office shall be located at ~~4501 Tamiami Trail North, Suite 300, Naples, Florida 34103~~ 348 Miracle Strip Pkwy S.W., Ste 7, Fort Walton Beach, Florida 32548. The Board of Directors shall have the right to designate subsequent registered agents without amending these Articles.