

**A3 000041753**

Florida Department of State  
Division of Corporations  
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FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**COR AMND/RESTATE/CORRECT OR O/D RESIGN  
THE COTTAGES ON THE KEY, INC.**

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6/23/16

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
THE COTTAGES ON THE KEY, INC.  
(A Florida Corporation)**

The Articles of Incorporation of THE COTTAGES ON THE KEY, INC., a Florida corporation (the "Corporation") were filed with the Florida Department of State on May 9, 2013 (the "Articles"), as Document No. P13000041753;

WHEREAS, it is the intention of the Corporation that the Articles of Incorporation of the Corporation be amended and restated in their entirety, effective immediately upon filing with the Florida Department of State, in accordance with the proposed amendment and restatement hereinafter set forth; and

WHEREAS, the proposed amendment and restatement of the Articles of Incorporation of the Corporation as hereinafter set forth was approved by the written consent of the sole shareholder of the Corporation and the Board of Directors of the Corporation pursuant to the provisions of the Florida Business Corporation Act (the "Act"), Section 607.1007 Florida Statutes, and the provisions of the Bylaws of the Corporation.

BE IT RESOLVED, that the Articles of Incorporation of the Corporation are hereby amended and restated in their entirety and supersede the Articles and all amendments to them, effective immediately upon filing with the Florida Department of State, as follows:

**ARTICLE I - NAME**

The name of the Corporation is: THE COTTAGES ON THE KEY, INC.

**ARTICLE II - OFFICE AND MAILING ADDRESS**

The principal office address the Corporation is:

5011 Ocean Blvd., Suite 303  
Siesta Key, FL 34242

The mailing address the Corporation is:

5011 Ocean Blvd., Suite 303  
Siesta Key, FL 34242

**ARTICLE III - DURATION**

The Corporation shall have perpetual existence.

FILED  
2016 JUN 22 AM 9:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

#### **ARTICLE IV - PURPOSE**

The Corporation may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

#### **ARTICLE V - CAPITAL STOCK**

The Corporation is authorized to issue One Thousand (1,000) shares of no-par value common stock, which shall be designated (the "Common Stock").

#### **ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The name and address of the registered agent of the Corporation is:

**LPS CORPORATE SERVICES, INC.**  
46 N. Washington Blvd., Suite 1  
Sarasota, FL 34236

#### **ARTICLE VII - DIRECTORS AND OFFICERS**

The method of election of the Directors and Officers shall be as stated in the Bylaws of the Corporation. The names and addresses of the Directors of the Company are as follows:

| <b><u>Title:</u></b> | <b><u>Name and Address:</u></b>   |
|----------------------|---|
| <b>Director:</b>     | Heather H. Plampin<br>5011 Ocean Blvd., Suite 303<br>Siesta Key, FL 34242 |
| <b>Director:</b>     | Roger H. Van Wie<br>5011 Ocean Blvd., Suite 303<br>Siesta Key, FL 34242   |

#### **ARTICLE VIII - BYLAWS**

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors, except as otherwise provided in the Bylaws.

#### **ARTICLE IX - INDEMNIFICATION**

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the fullest extent permitted by law.

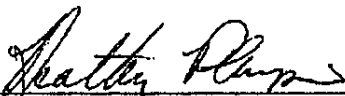
**ARTICLE X - AMENDMENT**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation in accordance with the provisions of the Florida Business Corporation Act.

**ARTICLE XI - EFFECTIVE DATE**

The Effective Date of these Amended and Restated Articles of Incorporation shall be the date upon which they are filed with the Florida Department of State.

**IN WITNESS WHEREOF**, the undersigned officer has executed these Amended and Restated Articles of Incorporation on June 22, 2016, which were adopted unanimously by the Shareholders and the number of votes cast for the Shareholders were sufficient for approval.

  
\_\_\_\_\_  
Heather Van Wie, President

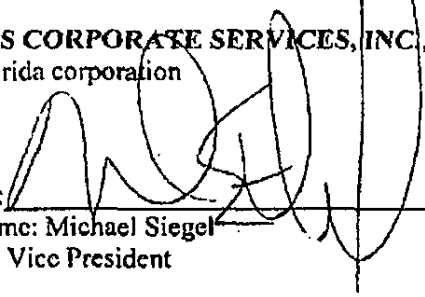
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**ACCEPTANCE BY REGISTERED AGENT**

*Having been named to accept service of process for the above stated corporation, at the place designated in Article VI of these Amended and Restated Articles of Incorporation, the undersigned hereby agrees to act in this capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of his/her/its duties.*

Date: June 22, 2016

**LPS CORPORATE SERVICES, INC., a**  
Florida corporation

By:   
Name: Michael Siegel  
Its: Vice President

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