

# State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Amendment, filed on July 31, 1995, for SORRENTO SOUTH PROPERTY OWNERS, INC., a corporation organized under the laws of the State of Florida, as shown by the records of this office.

The document number of this corporation is 734388.

Given under my hand and the  
Great Seal of the State of Florida,  
at Tallahassee, the Capitol, this the  
Tenth day of August, 1995.



CR2EO22 (2-95)

*Sandra B. Northam*

Sandra B. Northam  
Secretary of State

EXHIBIT

tabbles

"B"

AMENDED  
AND  
RESTATED

ARTICLES OF INCORPORATION  
OF  
SORRENTO SOUTH PROPERTY OWNERS, INC.

FILED  
95 JUL 31 PM 2:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, as officers of the corporation authorizes to execute this document, hereby certify as follows:

At a special meeting of the Board of Directors of this corporation, called and held according to the applicable provisions of the laws of Florida and this corporation's bylaws, on March 6, 1995, at which meeting all of the members of the Board of Directors were present, and the following resolution was unanimously adopted:

ARTICLE I

The name of the corporation shall be SORRENTO SOUTH PROPERTY OWNERS, INC., and its principal place of business shall be at Nokomis, Florida.

ARTICLE II

The general object and purposes of this corporation shall be to provide social and recreational activities, promote the welfare, comfort and health of its members, and maintain property values in Sorrento South Subdivision located in Sarasota County, Florida.

ARTICLE III

Sec. 1 Eligibility: Every owner of real estate in Sorrento South Subdivision located in Sarasota County, Florida, in Blocks A, B, C, D, E, F, and H and are currently members of the Sorrento South Property Owners, Inc. Each and every subsequent owner shall be required to be members in the Association. Each member will be subject to the Articles of Incorporation and Bylaws.

## MEMBERSHIP AND DUES

Sec. 2 Dues: Membership dues shall be established annually at the general meeting of the Association in November . New members joining during the calendar year shall be required to pay the dues for that year.

Sec. 3 Delinquent Dues: Dues shall be payable on January 1st. and shall be considered delinquent after March 31st. On February 1st of each year the Treasurer shall give written notice of dues in arrears to each member. If dues are not paid by the following April 1st, the Treasurer will place a lien on the property.

Sec. 4 Transfer of Membership: Purchase of a membership property will automatically give the new owner membership and obligations to this Association.

Sec. 5 Multiple Ownership: Notwithstanding the number of owners of a particular lot in Sorrento South Subdivision, each lot shall be entitled to one (1) membership only.

## ARTICLE IV

This corporation shall exist as long as Sorrento South Subdivision exists as a residential community.

## ARTICLE V

Sec. 1 The officers of the corporation shall consist of the President, one or more Vice Presidents, a Secretary and a Treasure, and such other officers as may from time to time be provides for in the By-Laws of this corporation. The same person may be both Secretary and Treasurer. Said officers shall be elected by the Board of Directors at the first meeting of the board for the new year. The first meeting of the board each year shall be immediately following the annual meeting of the members in November. Vacancies in these offices that accrue during the year shall be filled by appointment by the Board of Directors for the unexpired term.

Sec. 2 The governing body shall be composed of not less then eight nor more than fourteen directors elected annually from and by the regular membership of the corporation during the month of November in each year. There shall never be fewer than three (3) directors. The newly elected Board of Directors will take over their respective offices at the close of the annual membership meeting in November. Vacancies on the board that accrue during the year shall be filled by appointment of a new director, by the remaining directors.

Sec. 3 The presence in person or by proxy of members representing a majority of owners in the association shall constitute a quorum. Any owner or owners entitled to vote at an association meeting, but who fail to attend that association meeting, may sign the minutes of that association meeting and thereby join in and ratify the action of the association at that meeting. Any such signatures shall constitute such member's presence at that meeting for the purpose of computing a quorum.

### ARTICLE VI

The names of the officers are to serve until the next election under these Articles of Incorporation are as follows.

Office	Name
President and Resident agent	Ken Knapp
Vice President	Roland V. Corneau
Secretary	Bobbi Rusco
Treasurer	Vivianne Phillips

The Registered Agent of this corporation is; Ken Knapp, 474 Bellini Cir., Nokomis, FL, 34275.

The names and addresses of the persons who are to serve as Directors until the next election under these Articles of Incorporation are as follows:

Name	Residence
Ken Knapp	474 Bellini Cir., Nokomis, FL
Roland Corneau	452 Picasso Drive, Nokomis, FL
Bobbi Rusco	482 Bellini Cir., Nokomis, FL
Vivianne Phillipps	436 Picasso Drive, Nokomis, FL
Shirley Gawne	444 Picasso Drive, Nokomis, FL
Frank Petska	403 Picasso Drive, Nokomis, FL
Carl Phillips	436 Picasso Drive, Nokomis, FL
Edward Wasko	478 Bellini Cir., Nokomis, FL
Mary Absenger	440 Bellini Cir., Nokomis, FL
John Ashbahian	112 Cavallini Cir., Nokomis, FL
Jim Bezdek	448 Bellini Cir., Nokomis, FL

Dennis Korinek  
Joan Leahy

439 Bellini Cir., Nokomis, FL  
419 Picasso Drive, Nokomis, FL

#### ARTICLE VII

The Board of Directors shall make, alter or rescind By-Laws of this corporation by a majority vote at any regular or special meeting of the Board of Directors. The Board may also promulgate rules and regulations relating to the use of community streets, parks, marinas, recreational facilities and other common areas within Sorrento South Subdivision at any regular or special meeting of the Board by a majority vote of those present, provided that there be a quorum. Deletions, additions or changes to the By-laws shall first be submitted in writing to the By-law Committee, which shall consider such proposal and submit its recommendation to the Board of Directors. The By-laws may also be amended at any regular or special meeting of the corporation by a two-thirds (2/3) vote of all regular members of the corporation voting in person or by limited proxy, provided that such proposed amendment shall be submitted in writing to the regular membership not less than ten (10) days before the meeting at which it is to be considered. No additions or deletions may be made to the published proposed amendments at the meeting of either assembly. Only the published amendments may be considered.

#### ARTICLE VIII

These Articles of Incorporation may be amended upon the motion of any one or more directors at any regular or special meeting of the Board of Directors. The proposed amendment shall be submitted in written form to all of the directors at least ten (10) days prior to the meeting at which it is to be considered and shall be adopted by not less than two-thirds (2/3) affirmative vote of all of the directors. No additions or deletions may be made to the published proposed amendments at the meeting. Only the published amendments may be considered.

#### ARTICLE IX

The corporation shall have all of the powers granted to corporations not for profit under Chapter 617, Florida Statutes, including, but not limited to the power to acquire, own, lease, improve and dispose of real and personal property, the power to operate marinas, golf courses, tennis courts, pools clubhouses and other recreational facilities, the power to make and enter contracts, re

ceive and disburse funds, and generally to do any and all things necessary or expedient in carrying out the purposes of this corporation.

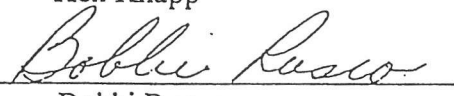
ARTICLE X

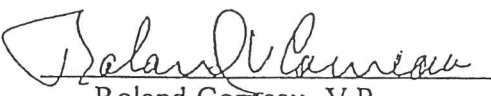
This corporation shall be dissolved at such time as the purposes for which it has been organized have been fulfilled in the manner prescribed by the Florida Statutes.

IN WITNESS WHEREOF, we the undersigned subscribing incorporation, have hereunto set our hands and seals this 21 day of July, 1995, for the purpose of restating the articles of this corporation not for profit under the laws of the State of Florida, and we hereby make and file in the office of the Department of State of Florida, these Articles of Incorporation, and certify that the facts herein stated are true.

This restated articles of incorporation contain amendments. The amendments to the articles were approved by the Board of Directors, at a duly noticed meeting of the board, pursuant to ARTICLE IX, of these articles, on March 6, 1995. Amendments to these articles do not require the approval of the members.

President:   
Ken Knapp

Secretary:   
Bobbi Rusco

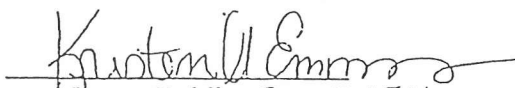
Prepared by Roland Corneau:   
452 Picasso Dr. Nokomis, FL Roland Corneau, V.P.

STATE OF FLORIDA

COUNTY OF SARASOTA

I HEREBY CERTIFY that on this 21<sup>ST</sup> day of JULY, 1995 before me, a Notary Public duly authorized in the State and County above named to take acknowledgments, personally appeared KEN KNAPP BOBBI RUSCO and ROLAND CORNEAU, to me known to be the persons described as subscribers in and who executed the foregoing Certificate of Incorporation, and who acknowledged before me that they executed the same freely and voluntarily and for the uses and purposes therein expressed.

WITNESS my hand and official seal at Sarasota County, State of Florida, the day, month and year first above written.

  
Notary Public CA157654  
ID-FLA DL.

My Commission Expires:



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

August 10, 1995

DAVID D. BONE, P.A.  
DAVID D. BONE  
766 HUDSON AVE., STE. B  
SARASOTA, FL 34236

Pursuant to your recent letter, we are enclosing the certification you requested.

Should you have any questions regarding this matter you may contact our office at (904) 487-6053.

Niel Christensen  
Certification Section

Letter No. 795A00037441

ADD TO TALS  
AMENDED ARTICLES  
OF INCORP  
PRIOR TO 3/6/95  
(ORIG 1975 ONLY FOUND)

COPIES TO ATTY  
CERT OF  
INCORP  
BY LAWS - ORIG  
& AMENDED  
VERIFY W/ ATTY

FLORIDA  
STAT. #10  
617 + 720  
—  
GOVERNOR'S #10  
ASSN'S.