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RECORDED IN OFFICIAL RECORDS
INSTRUMENT # 2015036148 4 PG(S)
March 30, 2015 08:30:17 AM
KAREN E. RUSHING
CLERK OF THE CIRCUIT COURT
SARASOTA COUNTY, FL



CERTIFICATE OF AMENDMENT
ARTICLES OF INCORPORATION
BIRD KEY HOMEOWNERS ASSOCIATION, INC.

We hereby certify that the attached amendments, which are hereby incorporated herein, to the Articles of Incorporation of **BIRD KEY HOMEOWNERS ASSOCIATION, INC.** ("the Association") were duly adopted at the Annual Membership Meeting of the Association held on March 3, 2015, by the affirmative vote of a majority of the Association's membership present (in person or by proxy) and voting at the duly-noticed membership meeting, which is sufficient pursuant to Article 9.2 of the Articles of Incorporation. The Association further certifies that the amendments were proposed and adopted as required by the governing documents and applicable law.

The original Declaration of Restrictions, Limitations, Conditions and Agreements for Bird Key Subdivision was originally recorded at Official Records Book 196, Page 679 et seq., and were revived at Official Records Instrument #200808098 and were subsequently substantially amended at Official Records Instrument #2013065278, all of the Public Records of Sarasota County, Florida.

Dated this 20 day of March, 2015.

Signed, sealed and delivered in the presence of:

Sign:

Print: CHRISTINA SHANTZ

Sign:

Print: KURT B. KOZIEL

Sign:

Print: CHRISTINA SHANTZ

Sign:

Print: KURT B. KOZIEL

BIRD KEY HOMEOWNERS ASSOCIATION, INC.

By:
Manuel E. Joaquim, President

ATTEST:

By:
Rosanne Roble, Secretary

[Corporate



STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 20 day of March, 2015, by Manuel E. Joaquim as President of Bird Key Homeowners Association, Inc., a Florida corporation not for profit, on behalf of the corporation. He is personally known to me or has produced _____ as identification.

NOTARY PUBLIC

Sign: Melissa Johnson

Print: Melissa Johnson

State of Florida at Large (Seal)
My Commission expires: 04/08/2018



STATE OF FLORIDA
COUNTY OF SARASOTA

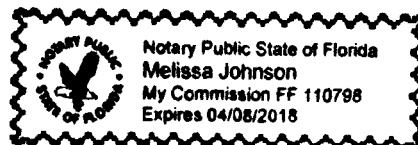
The foregoing instrument was acknowledged before me this 20 day of March, 2015, by Rosanne Roble as Secretary of Bird Key Homeowners Association, Inc., a Florida corporation not for profit, on behalf of the corporation. She is personally known to me or has produced _____ as identification.

NOTARY PUBLIC

Sign: Melissa Johnson

Print: Melissa Johnson

State of Florida at Large (Seal)
My Commission expires: 04/08/2018



AMENDMENTS

ARTICLES OF INCORPORATION OF BIRD KEY HOMEOWNERS ASSOCIATION, INC.

[Additions to the Articles are indicated by underline; deletions by ~~strike-through~~]

ARTICLE 3. MEMBERSHIP AND VOTING RIGHTS

3.1 **Members.** The membership of the Association shall consist all holders of a freehold estate in one or more lots of Bird Key Subdivision that is subject to the Declaration of Restrictions, solely or with other persons or entities as joint tenants, tenants-in-common, or tenants by the entirety, which interest is evidenced by a duly-recorded proper instrument in the Public Records of Sarasota County, Florida. ~~of not more than five hundred eleven (511) regular members, and such other classes of members, as the Bylaws shall from time to time provide.~~ The rights and obligations of members shall be provided in the governing documents, and by rules and regulations of the Board of Directors.

3.2 **Qualifications.** Applicants for membership and members shall comply with all the qualifications that may be prescribed in Chapter 720, Florida Statutes, the governing documents and by the Association's Board of Directors.

3.3 **Mandatory Membership.** As more fully provided in the Declaration of Restrictions, all holders of a freehold estate in one or more lots of Bird Key Subdivision according to the plat thereof recorded in the Public Records of Sarasota County, Florida that are subject to the Declaration of Restrictions, solely or with other persons or entities as joint tenants, tenants-in-common, or tenants by the entirety, are mandatory members of the Association. If title to a lot in Bird Key Subdivision is vested in more than one person or entity, then all such persons or entities ~~only one of such persons or entities~~ shall be ~~a regular members~~ of the Association.

3.4 **Voting Rights.** Each full lot in the Bird Key Subdivision that is subject to the Declaration of Restrictions shall be entitled to one (1) vote at Association membership meetings. The voting rights of the membership of the Association shall be vested exclusively in the Association's regular members. The number of votes of all regular members of the Association shall not exceed five hundred eleven (511). An entity may be, but is not limited to, a corporation, trust, partnership or LLC. On each matter coming before a membership meeting, each regular member or the member's designated voting representative may cast the number of votes equal to the number of entire Bird Key Subdivision lots, the title to which is held by such regular member. A regular member holding title to a fractional lot of Bird Key Subdivision, as platted, shall not be entitled to a fractional vote therefor.

3.5 **Certificate.** As more fully provided in Article 2.5 of the Bylaws, each ~~regular~~ member of the Association shall receive a duly executed certificate evidencing such membership. Each certificate and the membership evidenced thereby shall be valid only when held by the member and registered on the books of the Association in the name of the member. ~~Regular~~ All members of the Association are subject to and agree to abide by the Declaration of Restrictions, Articles of Incorporation and the Bylaws, all as amended from time to time.

3.6 **Transfer of Membership.** Membership in the Association shall only occur by the cancellation of the transferor's certificate and issuance of a new membership certificate to the transferee. A ~~regular~~ membership shall be terminated when the member no longer meets the requirements for membership set forth in herein or as may be provided in the Bylaws. Upon termination, the membership shall be cancelled on the records of the Association and thereafter the certificate evidencing the membership shall be null and void.

ARTICLE 9. AMENDMENT OF ARTICLES OF INCORPORATION

9.1 **Proposal.** Amendments to the Articles of Incorporation may be proposed by the Board of Directors or by written petition signed by at least twenty-five (25) ~~regular~~ members. The Association shall include the text of the proposed amendments with the notice of the membership meeting. All amendments must be transmitted to the members at least thirty (30) days prior to the membership meeting.

9.2 **Amendment.** The Articles of Incorporation may be amended upon the approval of a majority of the Association voting interests ~~membership~~ present (in person or by proxy) at a duly-noticed membership meeting, provided that the total number of votes cast meets or exceeds a quorum.