

# State of Florida



## Department of State

I certify the attached is a true and correct copy of the Articles of Amendment, filed on September 23, 2002, to Articles of Incorporation for COUNTRY CLUB APARTMENTS CONDOMINIUM ASSOCIATION, INC., a Florida corporation, as shown by the records of this office.

The document number of this corporation is 719415.

RECORDED IN OFFICIAL RECORDS  
INSTRUMENT # 2002171995 6 PGS  
2002 OCT 18 10:37 AM  
KAREN E. RUSHING  
CLERK OF CIRCUIT COURT  
SARASOTA COUNTY, FLORIDA  
MTAYLOR Receipt#231027

Given under my hand and the  
Great Seal of the State of Florida  
at Tallahassee, the Capitol, this the  
Thirtieth day of September, 2002



CR2EO22 (7-02)

*Jim Smith*

Jim Smith  
Secretary of State

THIS INSTRUMENT PREPARED BY  
SHARON S. VANDER WULP  
ATTORNEY AT LAW  
P.O. BOX 1767  
VENICE, FLORIDA 34284-1767

180 ✓

FILED  
02 SEP 23 PM 2:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CERTIFICATE OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF

COUNTRY CLUB APARTMENTS CONDOMINIUM ASSOCIATION, INC.

COUNTRY CLUB APARTMENTS CONDOMINIUM ASSOCIATION, INC.,  
its address being 649 S. Tamiami Trail, Venice, FL 34285, Sarasota  
County, by the hands of the undersigned hereby certify that:

The Declaration of Condominium of Country Club Apart-  
ments, a condominium, is recorded in O.R. Book 883, page 797, of  
the Public Records of Sarasota County, Florida. The following  
amendments to the Articles of Incorporation were submitted to the  
entire membership of the Association at its meeting called and held  
on the 17<sup>th</sup> day of December, 1983, and approved by affirmative vote  
of not less than 51% of the members of the Association and by not  
less than 51% of the votes of the entire Board of Directors as  
required by the Articles of Incorporation.

These amendments were recorded in Official Records Book  
1655, page 1709, et seq. These amendments are being re-recorded in  
order to eliminate any deficiencies which may have occurred in the  
original recording.

IN WITNESS WHEREOF, said Association has caused this Certificate to be signed in its name by its President, this 13 day of SEPTEMBER, 2002.

ATTEST:

COUNTRY CLUB APARTMENTS CONDOMINIUM ASSOCIATION, INC.

By: Amado Varona  
Secretary

By: Betty Ryder  
BETTY RYDER, President

WITNESSES:

Jason Young  
Warren

STATE OF FLORIDA  
COUNTY OF SARASOTA

I HEREBY CERTIFY that on this day before me, a Notary Public in and for the State of Florida at large, personally appeared BETTY RYDER, as President and AMADO VARONA, as Secretary, of COUNTRY CLUB APARTMENTS CONDOMINIUM ASSOCIATION, INC., and they acknowledged before me that they are such officers of said corporation; and they executed the foregoing Certificate of Amendment to the Articles of Incorporation on behalf of said corporation, and affixed thereto the corporate seal of said corporation; that they are authorized to execute said Certificate of Amendment to the Articles of Incorporation and that the execution thereof is the free act and deed of said corporation. They are personally known to me or have produced their driver's licenses as identification and did not take an oath.

WITNESS my hand and official seal at Venice, Sarasota County, Florida this 13 day of SEPTEMBER, 2002.

Colleen Edgington

Printed Name of Notary:

Notary Public  
Commission #



Colleen S. Edgington  
Commission # DD 019916  
Expires April 23, 2005  
Bonded Thru  
Atlantic Bonding Co., Inc.

My Commission Expires:



PROPOSED AMENDMENTS  
ARTICLES OF INCORPORATION  
COUNTRY CLUB APARTMENTS CONDOMINIUM ASSOCIATION, INC.

(additions indicated by underlining, deletions by ~~deletion~~)

O.R. 1655 PG 1709

ARTICLE 2.

PURPOSE

2.1 The purpose for which the Association is organized is to provide an entity pursuant to Section 712 of the Condominium Act, which is Chapter 714, Florida Statutes, for the operation of COUNTRY CLUB APARTMENTS, a condominium, located upon the following lands in Sarasota County, Florida:

Lots 12, 13, 14, 21 and 22, and that part of Lot 23, lying Southerly of the North line of Lot 12, extended in a NE'ly direction to the Southerly R.W of Guild Drive, Block "B", COUNTRY CLUB ESTATES, UNIT NO. 1, as recorded in Plat Book 5, Page 29, of the Public Records of Sarasota County, Florida.

ARTICLE 3.

POWERS

The powers of the Association shall include and be governed by the following provisions:

3.2 The Association shall have all of the powers and duties set forth in the Condominium Act except as limited by these Articles and the Declaration of Condominium, and all of the powers and duties reasonably necessary to operate the condominium pursuant to the Declaration and as it may be amended from time to time, including but not limited to the following:

f. To make and amend reasonable regulations respecting the use of the property in the condominium, provided, however, that all such regulations and their amendments shall be approved by not less than 54% of the votes of the entire membership of the Association before such shall become effective.

ARTICLE 5.

DIRECTORS

5.1 The affairs of the Association will be managed by a board consisting of the number of directors determined by the Bylaws, but not less than three directors, and in the absence of such determination shall consist of three directors. Directors must need not be members of the Association.

~~5.3--The first election of directors shall not be held until January 17, 1972. The directors named in these Articles shall serve until the first election of directors, and any vacancies in their number occurring before the first election shall be filled by the remaining directors.~~

~~5.4--The names and addresses of the members of the first Board of Directors who shall hold office until their successors are elected and have qualified, or until removed, are as follows:~~

BORIS-KAYE	588-Biplanade-North Venice-Florida
FANNY-KAYE	588-Biplanade-North Venice-Florida

RECORDERS MEMO: Legality of writing, typing or printing for reproductive purpose may be unsatisfactory in the document when received.

RAYMOND-W.-EDGE

485-East Alha  
Venice, Florida

O.R. 1655 PG 1710

ARTICLE 6.

OFFICERS

The affairs of the Association shall be administered by the officers designated in the Bylaws. The officers shall be elected by the Board of Directors at the first meeting following the annual meeting of the members of the Association and shall serve at the pleasure of the Board of Directors. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

President:	BORIS-KAYE
	588-Expianade-North
	Venicey-Florida

ARTICLE 11.

SUBSCRIBERS

The names and addresses of the subscribers of these Articles of Incorporation are as follows:

BORIS-KAYE	588-Expianade-North
	Venicey-Florida
FANNY-KAYE	588-Expianade-North
	Venicey-Florida
RAYMOND-W.-EDGE	485-East Alha
	Venicey-Florida

RECORDERS MEMO: Legibility of writing, typing or printing for reproductive purpose may be unsatisfactory in this document when received.

*Jo-Anna Reilly*

649 S. Tamiami Trail, #301, Venice, FL 34285

e mail: jo-anna@home.com

phone: 941 484-3441

2 February 2001

This is a DRAFT file of the ARTICLES ONLY with all the AMENDMENTS integrated within. If you see any typos or anything that is incorrect, please mark it!!!

*(additions indicated by underlining,  
deletions by ---)*

The original ARTICLES are in regular type;  
AMENDMENTS are in *italic* type set off by @@@.

ARTICLES OF INCORPORATION  
OF  
COUNTRY CLUB APARTMENTS  
CONDOMINIUM ASSOCIATION, INC.

The undersigned by these Articles associate themselves for the purpose of forming a corporation not for profit under Chapter 617, Florida Statutes, and certify as follows:

ARTICLE 1.

NAME

The name of the corporation shall be COUNTRY CLUB APARTMENTS CONDOMINIUM ASSOCIATION, INC. For convenience the corporation shall be referred to in this instrument as the Association.

ARTICLE 2.

## PURPOSE

2.1 The purpose for which the Association is organized is to provide an entity pursuant Section 12 of the Condominium Act, which is Chapter 711, Florida Statutes, for the operation of COUNTRY CLUB APARTMENTS, a condominium, located upon the following lands in Sarasota County, Florida:

*@@@Amended 31 Jan 1984 Book 1655, Page 1709*

2.1 The purpose for which the Association is organized is to provide an entity pursuant to ~~Section 12~~ of the Condominium Act, which is ~~Chapter 711, Florida Statutes~~, for the operation of COUNTRY CLUB APARTMENTS, a condominium, located upon the following lands in Sarasota County, Florida:

Lots 12, 13, 14, 21 and 22, and that part of Lot 23, lying Southerly of the North line of Lot 12, extended in a NE'ly direction to the Southerly R/W of Guild Drive, Block "B", COUNTRY CLUB ESTATES, UNIT NO. 1, as recorded in Plat Book 5, Page 29, of the Public Records of Sarasota County, Florida.

2.2 The Association shall make no distribution of income to its members, directors or officers.

## ARTICLE 3.

### POWERS

The powers of the Association shall include and be governed by the following provisions:

3.1 The Association shall have all of the Common Law and statutory powers of a corporation not for profit not in conflict with the terms of these Articles.

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3.2 The Association shall have all of the powers and duties set forth in the Condominium Act except as limited by these Articles and the Declaration of Condominium, and all of the powers and duties reasonably necessary to operate the condominium pursuant to the

Declaration and as it may be amended from time to time, including but not limited to the following:

a. To make and collect assessments against members as apartment owners to defray the costs, expenses and losses of the condominium.

b. To use the proceeds of assessments in the exercise of its powers and duties.

c. The maintenance, repair, replacement and operation of the condominium property.

d. The purchase of insurance upon the condominium property and insurance for the protection of the Association and its members as apartment owners.

e. The reconstruction of improvements after casualty and the further improvement of the property.

f. To make and amend reasonable regulations respecting the use of the property in the condominium; provided, however, that all such regulations and their amendments shall be approved by not less than 51% of the votes of the entire membership of the Association before such shall become effective.

*@@@Amended 31 Jan 1984 Book 1655, Page 1709*

f. To make and amend reasonable regulations respecting the use of the property in the condominium; ~~provided, however, that all such regulations and their amendments shall be approved by not less than 51% of the votes of the entire membership of the Association before such shall become effective.~~

g. To approve or disapprove the transfer and ownership of units as may be provided by the Declaration of Condominium and the

Bylaws.

h. To enforce by legal means the provisions of the Condominium Act, the Declaration of Condominium, these Articles, the Bylaws of the Association and the Regulations for the use of all property in the condominium.

i. To contract for the management of the condominium and to delegate to such contractor all powers and duties of the Association except such as are specifically required by the Declaration of Condominium to have approval of the Board of Directors or the membership of the Association.

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j. To contract for the management or operation of portion of the common elements susceptible to separate management or operation and to lease such portions.

k. To employ personnel to perform the services required for proper operation of the condominium.

3.3 The Association shall not have the power to purchase a unit of the condominium except at sales in-foreclosures of liens for assessments for common expenses, at which sales the Association shall bid no more than the amount secured by its lien. This provision shall not be changed without unanimous approval of the members.

3.4 All funds and the titles of all properties acquired by the Association and their proceeds shall be held in trust for the members in accordance with the provisions of the Declaration of Condominium, these Articles of Incorporation and the Bylaws.

3.5 The powers of the Association shall be subject to Declaration of Condominium and the Bylaws.

#### ARTICLE 4.

##### MEMBERS

4.1 The members of the Association shall consist of all of the record owners of units in the condominium; and after termination of the condominium shall consist of those who are members at the time of such termination and their successors and assigns.

4.2 After receiving approval of the Association required by the Declaration of Condominium, change of membership in the Association shall be established by recording in the public records of Sarasota County, Florida, a deed or other instrument establishing a record title to a unit in the condominium and the delivery to the Association of a certified copy of such instrument. The owner designated by such instrument thus becomes a member of the Association, and the membership of the prior owner is terminated.

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

4.4. The owner of each unit shall be entitled to at least one vote as a member of the Association. The exact number of votes to be cast by owners of an apartment and the manner of exercising voting rights shall be determined by the Bylaws of the Association. Where more than one unit is owned by the same person or corporation,, such person or corporation shall be entitled to one vote for each unit owned.

ARTICLE 5.

DIRECTORS

5.1 The affairs of the Association will be managed by a board consisting of the number of directors determined by the Bylaws, but not less than three directors, and in the absence of such determination shall consist of three directors. Directors ~~must need not~~ be members of the Association.

*@@@Amended 31 Jan 1984 Book 1655, Page 1709*

5.1 The affairs of the Association will be managed by a board consisting of the number of directors determined by the Bylaws, but not less than three directors, and in the absence of such determination shall consist of three directors. Directors need not be members of the Association.

5.2 Directors of the Association shall be elected by the annual meeting of the members in the manner determined by the Bylaws. Directors may be removed and vacancies in the Board of Directors shall be filled in the manner provided by the Bylaws.

5.3. The first election of directors shall not be held until January 17, 1972. The directors named in these Articles shall serve until the first election of directors, and any vacancies in their number occurring before the first election shall be filled by the remaining directors.

*@@@Deleted 31 Jan 1984 Book 1655, Page 1709*

~~5.3. The first election of directors shall not be held until January 17, 1972. The directors named in these Articles shall serve until the first election of directors, and any vacancies in their number occurring before the first election shall be filled by the remaining directors.~~

5.4 The names and addresses of the members of the first Board of Directors who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

BORIS KAYE	500 Esplanade North Venice, Florida
FANNY KAYE	500 Esplanade North Venice, Florida
RAYMOND W. EDGE	105 East Alba Venice, Florida

~~@@@Deleted 31 Jan 1984 Book 1655, Page 1709~~

~~5.4 The names and addresses of the members of the first Board of Directors who shall hold office until their successors are elected and have qualified, or until removed, are as follows:~~

<del>BORIS KAYE</del>	<del>500 Esplanade North Venice, Florida</del>
<del>FANNY KAYE</del>	<del>500 Esplanade North Venice, Florida</del>
<del>RAYMOND W. EDGE</del>	<del>105 East Alba Venice, Florida</del>

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ARTICLE 6.

OFFICERS

The affairs of the Association shall be administered by the officers designated in the Bylaws. The officers shall be elected by the Board of Directors at the first meeting following the annual meeting of the members of the Association and shall serve at the pleasure of the Board of Directors. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

President:	BORIS KAYE 500 Esplanade North Venice, Florida
Vice President:	FANNY KAYE 500 Esplanade North Venice, Florida

of record for such condominium parcel.

16. REMEDIES FOR VIOLATION. Each unit owner shall be governed by and conform with this Declaration and the By-Laws attached hereto. Failure to do so shall entitle the Association or any unit owner to recover damages or obtain injunctive relief, or both, but such relief shall not be exclusive of other remedies provided by law.

17. EASEMENTS.

17.1 Owners of units shall have as an appurtenance thereto a perpetual easement for ingress and egress to and from their units over elevators, stairs, drives, walks and other common elements.

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Declaration Filed 5 March 1971, Book 883, Page 802

17.2 All condominium property shall be subject to perpetual easements for encroachments presently existing or which may hereafter be caused by settlement or movement of the building or minor inaccuracies in construction, which encroachment shall be permitted until such encroachment no longer exists.

18. MEMBERSHIP IN ASSOCIATION.

18.1 COUNTRY CLUB APARTMENTS CONDOMINIUM ASSOCIATION, INC., a non-profit Florida corporation, was chartered to perform the acts and duties desirable for apartment house management for the units and common elements and to levy and enforce collection of assessments necessary to perform acts and duties as aforesaid.

18.2 All unit owners shall automatically be members of the Association and said membership shall terminate when they no longer own said units.

18.3 Owners of each unit shall collectively to one (1) vote in accordance with voting privileges in the Bylaws attached hereto as Exhibit "B".

19. ASSESSMENTS.

19.1 The Board of Directors of the Association shall approve annual budgets in advance for each fiscal year, which budget shall project anticipated income and estimated expenses in sufficient detail to show separate estimates for taxes, if any, and insurance, plus operating and maintenance expenses.

Secretary;

RAYMOND V. EDGE  
105 East Alba  
Venice, Florida

Treasurer:

RAYMOND K. EDGE  
105 East Alba  
Venice, Florida

*@@@Amended 31 Jan 1984 Book 1655, Page 1710*

*The affairs of the Association shall be administered by the officers designated in the Bylaws. The officers shall be elected by the Board of Directors at the first meeting following the annual meeting of the members of the Association and shall serve at the pleasure of the Board of Directors. ~~The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:~~*

*\_\_\_\_\_ President:*

*BORIS KAYE  
500 Esplanade North  
Venice, Florida*

#### ARTICLE 7.

##### INDEMNIFICATION

Every director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding or any settlement of any proceeding to which he may be a party or in which he may become involved by reason of his being or having been a director or officer of the Association, whether or not he is a director or officer at the time such expenses are incurred, except when the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interests of the Association. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled.

ARTICLE 8.

BYLAWS

The first Bylaws of the Association shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the Bylaws.

ARTICLE 9.

AMENDMENTS

Amendments to the Articles of Incorporation shall be proposed and adopted in the following manner:

9.1 Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is considered.

9.2 A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by the members of the Association. Directors and members not present in person or by proxy at the meeting considering the amendment may express their approval in writing, providing such approval is delivered to the secretary at or prior to the meeting Except as elsewhere provided,

a. such approvals must be by not less than 51% of the entire membership of the Board of Directors and by not less than 51% of the votes of the entire membership of the Association; or

b. by not less than 60% of the votes of the entire membership of the Association.

9.3 Provided, however, that no amendment shall make any changes in the qualifications for membership nor the voting rights of members, nor any change in Section 3.3 of Article 3, without approval

~~@@@Deleted 31 Jan 1984 Book 1655, Page 1710~~

~~The names and addresses of the subscribers of these Articles of Incorporation are as follows:~~

~~BORIS KAYE 500 Esplanade North  
Venice, Florida~~

~~FANNY KAYE 500 Esplanade North  
Venice, Florida~~

~~RAYMOND W. EDGE 105 East Alba  
Venice, Florida~~

in writing by all members. No amendment shall be made that is in conflict with the Condominium Act or the Declaration of Condominium.

9.4 A copy of each amendment shall be certified by the Secretary of State and be recorded in the public records of Sarasota County, Florida.

ARTICLE 10.

TERM

The term of the Association shall be perpetual.

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ARTICLE 11.

SUBSCRIBERS

The names and addresses of the subscribers of these Articles of Incorporation are as follows:

BORIS KAYE	500 Esplanade North Venice, Florida
FANNY KAYE	500 Esplanade North Venice, Florida
RAYMOND W. EDGE	105 East Alba Venice, Florida

IN WITNESS WHEREOF the subscribers have affixed their signatures this 25th day of September, 1970.

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*see next page*