

1/31/2011 4:00:32 PM PAGE 1/005 Fax Server

State of Florida



Department of State

I certify from the records of this office that KINGS POINT VEHICLE STORAGE CLUB, INC. is a corporation organized under the laws of the State of Florida, filed on January 6, 1992.

The document number of this corporation is N46747.

I further certify that said corporation has paid all fees due this office through December 31, 2011, that its most recent annual report/uniform business report was filed on January 5, 2011, and its status is active.

I further certify that said corporation has not filed Articles of Dissolution.

I further certify that this is an electronically transmitted certificate authorized by section 15.16, Florida Statutes, and authenticated by the code, 711A00002586-013111-N46747 -1/1, noted below.

Authentication Code: 711A00002586-013111-N46747 -1/1

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
Thirty-first day of January, 2011



Kurt S. Browning
Secretary of State

State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Amendment, filed on January 28, 2011, to Articles of Incorporation for KINGS POINT VEHICLE STORAGE CLUB, INC., a Florida corporation, as shown by the records of this office.

I further certify the document was electronically received under FAX audit number H11000024481. This certificate is issued in accordance with section 15.16, Florida Statutes, and authenticated by the code noted below

The document number of this corporation is N46747.

Authentication Code: 711A00002586-013111-N46747

-1/1

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
Thirty-first day of January, 2011



A handwritten signature in black ink, appearing to read "Kurt S. Browning".

Kurt S. Browning
Secretary of State



January 31, 2011

FLORIDA DEPARTMENT OF STATE
Division of Corporations

KINGS POINT VEHICLE STORAGE CLUB, INC.
1904 CLUBHOUSE DR
SUN CITY CENTER, FL 33573

Re: Document Number N46747

The Articles of Amendment to the Articles of Incorporation for KINGS POINT VEHICLE STORAGE CLUB, INC., a Florida corporation, were filed on January 28, 2011.

The certification requested is enclosed. To be official, the certification for a certified copy must be attached to the original document that was electronically submitted and filed under FAX audit number H11000024481.

Should you have any question regarding this matter, please telephone (850) 245-6050, the Amendment Filing Section.

Teresa Brown
Regulatory Specialist II
Division of Corporations

Letter Number: 711A00002586

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Kings Point Vehicle Storage Club, Inc.

DOCUMENT NUMBER: N46747

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

Please return all correspondence concerning this matter to the following:

K. Clayton Bricklemyer
(Name of Contact Person)

Bricklemyer Smolker & Bolves. P.A.
(Firm/ Company)

500 E. Kennedy Boulevard, Suite 200
(Address)

Tampa, FL 33602
(City/ State and Zip Code)

claytonb@bsbfirm.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Clayton Bricklemyer at (813) 223-3888
(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

Articles of Amendment
to
Articles of Incorporation
of

Kings Point Vehicle Storage Club, Inc.

(Name of Corporation as currently filed with the Florida Dept. of State)

N46747

(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:

N/A

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)

1904 Clubhouse Drive

Sun City Center, FL 33573

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

1904 Clubhouse Drive

Sun City Center, FL 33573

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:

N/A

New Registered Office Address:

N/A

(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

H11000024481 3

The date of each amendment(s) adoption: November 18, 2010

Effective date if applicable: November 18, 2010
(date of adoption is required)

(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 Jan 10, 2011

Signature John B. Cortese

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

John B. Cortese

(Typed or printed name of person signing)

President

(Title of person signing)

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF THE
KINGS POINT VEHICLE STORAGE CLUB, INC.**

We the undersigned, acknowledge and file in the office of the Secretary of State, for the purpose of forming a corporation, not for profit, in accordance with the laws of the State of Florida, these Articles of Incorporation, as provided by law.

**ARTICLE I
NAME**

The name of this Corporation shall be: Kings Point Vehicle Storage Club, Inc., (hereinafter referred to as the ("Club") or ("KPVSC") and its principal place of business shall be 1904 Clubhouse Drive, Sun City Center, FL 33573.

**ARTICLE II
PURPOSE**

The purpose of KPVSC shall be to operate, manage, and maintain property within Sun City Center West (aka Kings Point) for the storage of vehicles (RV's, boats, trailers, etc.) belonging to owner-residents of Kings Point.

**ARTICLE III
MEMBERSHIP, VOTING RIGHTS, VOTING**

Each KPVSC lessor shall become a member of KPVSC, by the execution of a Membership Application.

**ARTICLE IV
TERM OF EXISTENCE**

The Corporation shall have perpetual existence.

**ARTICLE V
SUBSCRIBERS**

ANDY ANDERS, 1619 LELAND DR, SUN CITY CENTER, FL. 33573
WALTER FERN, 402 DORCHESTER PL. SUN CITY CENTER, FL. 33573
JOHN B. CORTESE, 403 GLADSTONE PL. SUN CITY CENTER, FL 33573

**ARTICLE VI
MANAGEMENT**

The affairs of KPVSC shall be managed by its Officers and Board of Directors, which shall consist of not less than three (3) and not more than nine (9). All Officers and Directors, composing the Board of Directors, must be elected in a manner as designated in the Bylaws of this Corporation.

**ARTICLE VII
AMENDMENTS**

These Articles of Incorporation shall not be amended, supplemented, or modified, except in the following manner: approval by a simple majority of the KPVSC Board of Directors and approval by twenty (20) percent of the membership at a meeting of the members.

**ARTICLE VIII
BYLAWS**

The Bylaws of this Corporation shall be a supplement to these Articles of Incorporation and adopted in accordance with the laws of the State of Florida.

**ARTICLE IX
INITIAL OFFICERS**

PRESIDENT,	ANDY ANDERS
VICE PRESIDENT,	WALTER FERN
SEC-TREASURER,	JOHN B. CORTESE

**ARTICLE X
REGISTERED AGENT**

The registered office of the Corporation shall be 403 Gladstone Pl., Sun City Center, FL 33573, county of Hillsborough, and the registered agent at this address is John B. Cortese.

**ARTICLE XI
MEETINGS**

Regular, Annual, and Special Meetings shall be held in Sun City Center, Florida, at a time and location fixed in the Bylaws.

**ARTICLE XII
FISCAL YEAR**

The fiscal year shall be January 1 through December 31.

IN WITNESS WHEREOF, the undersigned being the incorporator(s) of this corporation have executed these Articles of Incorporation.

Signatures of Incorporators:

Alois W. Anders, Jr.

Andy Anders

Walter Fern

Walter Fern

John B. Cortese

John B. Cortese

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 Florida Statutes.

John B. Cortese

REGISTERED AGENT

State of Florida
County of Hillsborough

On this date, before me, an Officer duly authorized in the State, aforesaid and County, aforesaid, to take acknowledgements, personally appeared, Andy Anders, Walter Fern and John B. Cortese, who first being sworn, depose and say they are the subscribers in the foregoing Charter and Articles of Incorporation and that they intend to carry out the purposes and objects set forth therein.

Subscribed and sworn to before me this 26th day of December, 1991.

(Notary Seal) State of Florida

Nancy L. O'Connors

NOTARY PUBLIC

Print Name: Nancy L. O'Connors

Commission No. _____

My Commission Expires: May 14, 1993

KINGS POINT VEHICLE STORAGE CLUB, INC.
AMENDED AND RESTATED BYLAWS
As Amended November 18, 2010

ARTICLE I [Name]

1. The name shall be Kings Point Vehicle Storage Club, Inc. (hereinafter referred to as the "Club") or ("KPVSC").

ARTICLE II [Purpose]

1. The purpose of the Club shall be the to operate, manage, and maintain property within Sun City Center West (aka Kings Point) for use by Club members for vehicle storage.

ARTICLE III [Budget]

1. The fiscal year shall be January 1 through December 31.
2. The Secretary-Treasurer shall submit an operating budget to the members of the Club at the annual meeting. Approval by a simple majority of those present is required.

ARTICLE IV [Fees and Cancellations]

1. Annual lease fees, annual membership fees [dues] and one-time application fees [entry fees] shall be established by the Board of Directors.
2. Any special assessments will be presented to the Club membership at an annual meeting for approval by a simple majority.
3. Membership shall be cancelled when:
 - a. fees are not paid within thirty (30) days of due date,
 - b. or required liability insurance has lapsed,
 - c. or member ceases to own a residential unit in Kings Point,
 - d. or member ceases to reside in said residential unit,
 - e. or member ceases to own the stored vehicle that is registered with the Yardmaster,
 - f. or member fails to comply with the Terms and Conditions of membership, the Club's License Agreement, promulgated rules and regulations, or the Club's governing documents.

ARTICLE V [Directors and Officers]

1. The Board of Directors shall consist of a minimum of three directors, with a maximum of nine directors. The number of directors to serve in any year may be changed by a simple majority vote of those members present at an annual meeting.
2. Directors will be elected by a vote of the simple majority of the members present at an annual meeting. A director's term shall be for-one-year beginning January 1. There are no term limits.
3. At least one month before the annual meeting, the President shall appoint three members to serve as a nominating committee. The nominating committee shall be charged to seek out potential candidates and determine their willingness to serve and make those nominations at an annual meeting.
4. Nominations may be made from the floor provided the nominee has indicated a willingness to serve.
5. Should there be a vacancy on the Board of Directors, due to death, resignation, or an insufficient number of candidates to fill all positions at an election, then the remaining directors shall appoint a member to serve for the remainder of the unexpired term.
6. Officers will be President, Vice-President, Secretary-Treasurer, and Yardmaster. With the exception of Vice-President, all other officers must be full-time residents during their terms.
7. The Board of Directors shall elect Officers at a meeting called for that purpose, at least three weeks prior to the beginning of the fiscal year.
8. Directors and Officers shall serve on the Board of Directors without monetary compensation, except that the members may vote at an annual meeting to waive collection of fees from some or all board members during their term of service.

ARTICLE VI [Meetings]

1. A quorum for any Board of Directors meeting shall be a simple majority of directors present in person and by electronic conferencing. Meetings of the Board will be called by the President or, in his absence, any other officer of the Board of Directors.
2. The annual meeting to elect directors, approve an operating budget, and take up any other official business, shall be held during the month of November. Voting will be restricted to one vote per member.
3. The annual meeting will be held at a suitable location at the Kings Point property. The Secretary-Treasurer will send out a notice to all members three weeks in advance of the meeting.

4. Ten percent of the membership may petition the Directors to hold a Special Meeting. The Special Meeting shall be limited to the agenda items submitted in the petition. The membership shall be notified of the Special Meeting three weeks in advance of meeting by the Secretary-Treasurer.

5. Twenty percent of the membership shall constitute a quorum at any meeting of the membership.

ARTICLE VII [Officers' Duties]

1. The President or any other designated officer or director shall preside at all meetings and represent the Club in all matters not specifically designated to others. The president shall appoint committees as needed to assist in the operation of the Club.

2. The Vice-President shall be Acting President when the President is absent or disabled and assist in the operation of the Club.

3. The Secretary-Treasurer shall keep a record of all business proceedings, including minutes of all meetings, maintain the Corporate Record Book in compliance with Florida Law, conduct necessary official correspondence, maintain files, shall be custodian of all Club funds, shall receive/collect all fees, pay bills, maintain adequate records, file annual financial report, and shall file all reports and tax returns required by governmental agencies.

4. The Yardmaster is official contact with potential members and existing members. The Yardmaster:

- a. maintains a file of properly executed *Application For Kings Point Vehicle Storage* forms and *Agreement for Kings Point Vehicle Storage* forms for each member.
- b. makes sure fees are collected and transferred to Secretary-Treasurer.
- c. Maintains an accurate roster of members.
- d. Maintains all forms used by the Club.
- e. Maintains an accurate Waiting List for new Applicants.
- f. Monitors activity in the storage lot for violations of rules and regulations and recommends corrective action to the Board of Directors as necessary.

5. Directors shall assist the President in the operation of the Club and participate in the formulation of rules and assist with enforcing said rules. Directors may also act as temporary officers at Presidents' request.

ARTICLE VIII [Parliamentary Authority]

1. Robert's Rules of Order, Newly Revised, shall govern the Club in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order the Club may adopt.

ARTICLE IX [Amendment of Bylaws]

1. These Bylaws may be amended at any annual meeting or special membership meeting of the Club by two-thirds vote of the members present at the meeting in person or by proxy, provided the amendment has been endorsed by consent of a simple majority of the Board of Directors and submitted in writing to the membership at least three weeks in advance of the meeting.

ARTICLE X [Dissolution]

1. Upon dissolution of the Club, all assets, including any remaining cash, will be processed in accordance with the terms and conditions of the current *License Agreement For Use of Property for Vehicle Storage Sun City Center West Master Association, Inc. and Kings Point Vehicle Storage Club, Inc.*

ARTICLE XI [Disclaimer]

1. The Kings Point Vehicle Storage Club, Inc. its Officers and Directors shall be absolved of any and all damages or liabilities associated with the use of the property, or while in the storage area, or while conducting Club business in accordance with its License Agreement with Sun City Center West Master Association, Inc., and its Membership Application Terms and Conditions, and its Articles of Incorporation, Bylaws, and promulgated rules and regulations.