

Prepared by and return to:
Monique E. Parker Gurley, Esq.
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Clearwater, Florida 33761

CERTIFICATE OF AMENDMENT TO THE ARTICLES OF
INCORPORATION OF THE PINNACLE AT COBB'S LANDING
HOMEOWNERS' ASSOCIATION, INC.

I hereby certify, in accordance with the requirements of the applicable Florida Statutes and the governing documents of the Association, the Articles of Incorporation of The Pinnacle at Cobb's Landing Homeowners' Association, Inc., recorded in Official Records Book 19835, Page 1489, et seq., in the Public Records of Pinellas County, Florida were amended at a duly called meeting of the members of The Pinnacle at Cobbs Landing Homeowners Association, Inc., on June 24, 2021. The adopted Amended and Restated Articles of Incorporation are attached hereto as Exhibit "A." The Declaration of Covenants and Restrictions for The Pinnacle at Cobb's Landing Homeowners' Association was originally recorded in Official Records Book 6619, Page 304, et seq., in the Public Records of Pinellas County.

IN WITNESS WHEREOF, The Pinnacle at Cobbs Landing Homeowners Association, Inc., has caused this instrument to be signed by its duly authorized officer on this 28th day of June, 2021.

THE PINNACLE AT COBBS LANDING
HOMEOWNERS ASSOCIATION, INC.

Jackie Stubba
(Signature of Witness #1)
JACKIE STUBBA
(Printed Name of Witness #1)
Kimberly Brock
(Signature of Witness #2)
Kimberly Brock
(Printed Name of Witness #2)

By: Michael J. Nadeau
(Signature)
Michael J. Nadeau - Pinnacle President
(Printed Name and Title)

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me by means of ☒ physical presence or ☐ online notarization, this 28th day of June, 2021, by Michael J. Nadeau as President of The Pinnacle at Cobbs Landing Homeowners Association, Inc., on behalf of the corporation, and ☐ is personally known to me or ☒ has produced Id. d/fh as identification.

My Commission Expires:

Kimberly Brock
NOTARY PUBLIC - State of Florida at Large

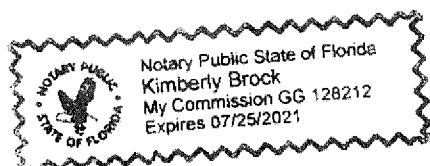


EXHIBIT A

AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF THE PINNACLE AT COBB'S LANDING
HOMEOWNERS' ASSOCIATION, INC.
(a corporation not for profit)

This document restates, supersedes, replaces and amends, all previously recorded Articles of Incorporation of The Pinnacle at Cobb's Landing Homeowners' Association, Inc., which were originally filed with Florida Secretary of State on October 13, 1987, and recorded in Pinellas County, Florida Official Records Book 19835, page 1489.

ARTICLE 1. NAME AND ADDRESS. The name of this corporation is The Pinnacle at Cobb's Landing Homeowners' Association, Inc., hereinafter "Association." The principal place of business shall be designated from time to time by the Board of Directors.

ARTICLE 2. DEFINITIONS. The terms used herein shall be as defined in Chapter 720 of the Florida Statutes, hereinafter referred to as the "Homeowners Association Act," and the Declaration.

ARTICLE 3. PURPOSE. The purpose for which the Association is organized is to provide an entity for the operation of the community known as the Pinnacle at Cobbs Landing ("Property"), created pursuant to the Homeowners Association Act; to transact all business necessary and proper in connection with the operation of the Property for the mutual benefit of its members; to operate said Property for the sole use and benefit of its members; to perform any other act for the well-being of its members; and to perform any other act in maintaining an atmosphere of community and high standard of occupancy by and for its members. The Association shall also have such power and authority to do and perform every act and thing necessary and proper in the conduct of its business for the accomplishment of its purposes as set forth herein and as permitted by Florida Statutes, Chapter 617, the "Florida Not-for-Profit Corporation Act" and the Homeowners Association Act, both as amended from time to time. The Association shall not be operated for profit, no dividends shall be paid, and no part of the income of the Association shall be distributed to its members, directors, or officers.

ARTICLE 4. POWERS. The corporation shall have all of the common law and statutory powers of a corporation not-for-profit, and all of the powers of homeowners associations under the Homeowners Association Act, and all of the powers reasonably necessary to implement the purposes of the corporation, which are not in conflict with the terms of these Articles, the Declaration, and the Bylaws of this corporation, all as amended from time to time.

ARTICLE 5. EXISTENCE. The Association shall have perpetual existence.

ARTICLE 6. BOARD OF DIRECTORS.

6.1 The affairs of the Association shall be managed by a Board of Directors. The number of Directors shall be as set forth in the Bylaws of the Association.

6.2 The Board of Directors shall be elected at the annual meeting of members in the manner determined by the Bylaws of the Association and applicable Florida Statutes.

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 such director or officer in connection with any proceeding or the settlement of any proceeding to which such director or officer may be a party, or may be involved by reason of being or having been a director or officer of the Association, whether or not such individual is a director or officer at the time such expenses are incurred, except when the director or officer is adjudged guilty of gross negligence or willful misfeasance in the performance of his or her duties, or in such cases where the proceeding arose out of actions taken outside the scope of the duties or office of the person involved. In the event of a settlement, the Board of Directors is entitled to make the determination of whether indemnification taken under this section is appropriate. The foregoing right of indemnification shall be in addition to and exclusive of all other rights and remedies to which such director or officer may be entitled.

ARTICLE 8. MEMBERS.

8.1 The members of the Association shall consist of all record owners of lots within The Pinnacle at Cobb's Landing Homeowners' Association, Inc.

8.2 Membership shall be acquired by recording in the Public Records of Pinellas County, Florida, a deed or other instrument establishing record title to a lot. The lot owner(s) designated in such deed or other instrument shall thereupon become member(s) of the Association, and the membership of the prior owner(s) of the lot shall be terminated.

8.3 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 to a lot.

8.4 The total number of votes ("voting interests") is equal to the total number of lots within The Pinnacle at Cobb's Landing Homeowners' Association, Inc., and is not divisible.

8.5 Voting. Lot owners are entitled to one (1) vote for each lot owned. If a lot is owned by one (1) natural person, individually or as trustee, the right to vote shall be established by the record title to the lot. If a lot is owned jointly by two (2) or more persons, that lot's vote may be cast by any of the owners provided only one (1) vote shall be cast. If multiple owners of a lot cannot agree how to vote, and attempt to cast votes which are in conflict with those cast by another owner, the vote for that lot will not be counted. The vote of a lot owner who is not a natural person, shall be cast by any officer of a corporation, or any partner or managing agent of another type of entity.

8.6 There shall be no cumulative voting.

8.7 Any matter of controversy or dispute between members or between a member and the Association shall be settled in accordance with applicable Florida Statutes.

8.8 The members of this Association shall be subject to all of the covenants, conditions, and restrictions contained in the Declaration of Covenants and Restrictions for the Pinnacle at Cobbs Landing, these Articles of Incorporation, the Bylaws of the Association, and rules and regulations, as may be amended from time to time.

ARTICLE 9. BYLAWS. The operation of the Association shall be defined in the Bylaws.

ARTICLE 10. AMENDMENTS. Amendments may be proposed by the Board of Directors or by a petition signed by at least twenty-five percent (25%) of the lot owners, provided that any amendment proposed by lot owners is subject to editing as to form and legality by legal counsel for the corporation. Amendments must be approved by at least two-thirds (2/3) of the eligible voting members who participate in the voting in person or by proxy at a meeting at which a quorum is attained. As to any amendments which are approved, a Certificate of Amendment signed by the president or vice president, with two witnesses and a notary, will be recorded in the public records along with the approved amendments.

END OF AMENDED AND RESTATED ARTICLES OF INCORPORATION