

**NO3 0000001206**

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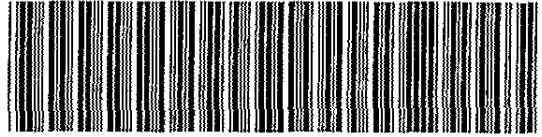
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DEPT. OF STATE  
TALLAHASSEE, FLORIDA

03 OCT -2 AM 8:07

**FILED**

~~Res 1003-1206~~



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

September 18, 2003

VALRICO POINTE MASTER ASSOCIATION, INC.  
ATTN: MICHAEL E CHADWELL  
P O BOX 2614  
BRANDON, FL 33509-2614

SUBJECT: VALRICO POINTE MASTER ASSOCIATION, INC.  
Ref. Number: N03000001206

We have received your document for VALRICO POINTE MASTER ASSOCIATION, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please reference any articles being amended in the "First" section of your document.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6957.

Pamela Smith  
Document Specialist

Letter Number: 203A00051768

*pr#*  
*813-654-2881*  
RECEIVED  
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DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT

FILED

to

03 OCT -2 AM 8:07

ARTICLES OF INCORPORATION

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

of

Valrico Pointe Master Association, Inc.  
(present name)

NO3000001206

(Document Number of Corporation (If known))

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER (S) BEING AMENDED, ADDED OR DELETED.)

Article ~~III~~ - Definitions

Article ~~IV~~ - Purpose and Powers of Association

SEE ATTACHED

SECOND: The date of adoption of the amendment(s) was: January 27, 2003

THIRD: Adoption of Amendment (CHECK ONE)

- The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.

[Signature]  
Signature of Chairman, Vice Chairman, President or other officer

Michael E. Chadwell  
Typed or printed name

Director Title                      Sept 5, 2003 Date

**AMENDED ARTICLES OF INCORPORATION  
OF  
VALRICO POINTE MASTER ASSOCIATION, INC.**

The undersigned subscriber to these Amended Articles of Incorporation for the purpose of forming a corporation not-for-profit, pursuant to Chapter 617 of the Florida Statutes, does hereby adopt the following Articles for such corporation:

**ARTICLE I. NAME**

The name of the corporation is Valrico Pointe Master Association, Inc.

**ARTICLE II. PRINCIPAL OFFICE**

The principal office of the Association is located at 137 West Robertson Street Brandon, FL 33511, (**MAILING: P O Box 2614 Brandon, FL 33509-2614**). The Board of Directors of the Association may change the location of the principal office of said Association from time to time.

**ARTICLE III. REGISTERED AGENT**

**Michael Chadwell** whose address is **401 Citrus Wood Lane Valrico, FL 33594**, is hereby appointed the initial registered agent of this Association.

**ARTICLE IV. DEFINITIONS**

"Articles" shall mean these Amended Articles of Incorporation.

"Association" shall mean and refer to Valrico Pointe Master Association, Inc., a Florida corporation not-for-profit, its successors and assigns.

"Developer" shall mean CHADWELL HOMES CORPORATION, a Florida corporation, its successors and assigns.

"Development" or "Subdivisions" shall mean the Valrico Pointe Development consisting of Abbey Grove, Carriage Park and Park Meadow subdivisions individually and collectively.

"Directors" shall mean the members of the Board of Directors of the Association and their successors in office duly elected and serving in that capacity in accordance with the Bylaws.

"Declaration" shall mean the Declaration of Covenants, Restrictions, Limitations and Conditions of Valrico Pointe Development recorded in the Public Records of

Hillsborough County, FL, to which a copy of these Articles are attached as Exhibit "A".

In addition to the foregoing terms, all other defined terms used herein shall have the meanings as set forth in the Declaration.

#### ARTICLE V. PURPOSE AND POWERS OF ASSOCIATION

Chadwell Homes Corporation, a Florida corporation ("Developer"), has developed, or is in the process of developing, a residential Development in Hillsborough County, Florida, known as the Valrico Pointe Development consisting of three subdivisions known as Abbey Grove, Park Meadow and Carriage Park, the plats of which have been or will be recorded among the public records of Hillsborough County, Florida. The Subdivisions will be subject to the terms of that certain Declaration of Covenants, Restrictions, Limitations and Conditions to be recorded in the public records of Hillsborough County, Florida, which will refer to the Association and which will be referred to herein collectively as the "Declaration". This Association does not contemplate pecuniary gain or profit to its members and is formed as the Association described and referred to in the Declaration and shall have the power and responsibility to perform the maintenance and other obligations and responsibilities specified in the Declaration, shall have the power and authority to enforce the terms, restrictions and other provisions of the Declaration. The Association shall also have such other authority as may be necessary for the purpose of promoting the health, safety, and general welfare of the residents, and of the owners of lots in the Subdivisions who are members of the Association. Defined terms used in these Articles of Incorporation shall have the meaning ascribed to such terms as set forth in the Declaration.

In furtherance of such purposes, the Association shall have the power to:

(a) Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Declaration, as the same may be amended from time to time as therein provided, the terms of which Declaration are incorporated herein by reference;

(b) Fix, levy, collect, and enforce payment by any lawful means of all charges and assessments pursuant to the terms of the Declaration and the Bylaws of the Association; and pay all expenses in connection therewith, and all office and other expenses incidental to the conduct of the business of the Association, including all licenses, taxes, or governmental charges levied on or imposed against the property of the Association;

(c) Acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;

(d) Borrow money, and with the assent of two-thirds (2/3) of each class of members, mortgage, pledge, deed in trust or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) Participate in mergers and consolidations with other nonprofit corporations organized for the same purposes, provided that any such merger or consolidation shall have the assent of two-thirds (2/3) of the members;

(f) Operate and maintain common property, specifically including, without limitation, the surface water management system through Valrico Pointe Master Association, Inc. as permitted by the Southwest Florida Water Management District, including all lakes, retention areas, water management areas, pipes ditches, culverts, structures and related appurtenances; and

(g) Have and to exercise any and all powers, rights and privileges that a nonprofit corporation organized under Chapter 617 of the Florida Statutes by law may now or hereafter have or exercise, as well as all other express and implied powers of corporations not-for-profit.

The Association shall be conducted as a nonprofit organization for the benefit of its members. The Association is organized and shall be operated exclusively for the purposes set forth above. The activities of the Association will be financed by assessments against members as provided in the Declaration and in accordance with the Bylaws and no part of any net earnings of the Association will inure to the benefit of any member.

#### ARTICLE VI. MEMBERS

Every person or entity who is a record owner of a fee or undivided fee interest in any lot (as defined in the Declaration and referred to herein as "Lot") in the Subdivisions shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership of a Lot. Each Lot shall be entitled to one (1) vote exercised by the owner or owners at any meeting of members of the Association in accordance with the Bylaws.

ARTICLE VII. DURATION

The period of duration of the Association shall be perpetual, unless sooner dissolved pursuant to provisions of Florida Statutes 617, as amended.

ARTICLE VIII. INCORPORATOR

The name and residence address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
<b>Michael Chadwell</b>	<b>401 Citrus Wood Lane Valrico, FL 33509-2614</b>

ARTICLE IX. DIRECTORS AND OFFICERS

The affairs of the Association shall be managed by a Board of Directors. The Board of Directors shall be elected by the Members at the annual meeting of the Members. Vacancies on the Board of Directors may be filled until the beginning of the next fiscal year of the Association in such a manner as provided by the Bylaws. The officers shall be: a President, Vice President, Secretary, and Treasurer. They shall be elected by the Board of Directors. The officers and Directors shall perform such duties, hold office for such term, and take office at such time as shall be provided by the Bylaws.

ARTICLE X. INITIAL DIRECTORS

The number of persons constituting the initial Board of Directors of the Association shall be three (3). The initial Board of Directors who shall serve until July 1 immediately following the first election at the regular annual meeting are:

<u>NAME</u>	<u>ADDRESS</u>
Michael Chadwell	401 Citrus Wood Lane Valrico, FL 33594
Roger Crockett	405 Citrus Wood Lane Valrico, FL 33594
Robert Chadwell	4008 Valrico Grove Drive Valrico, FL 33594

ARTICLE XI. BYLAWS

The Bylaws of the Association may be made, altered, or rescinded as provided for in the Bylaws of the Association. However, the initial Bylaws of the Association shall be made and adopted by the initial Board of Directors of the Association.

## ARTICLE XII. AMENDMENT OF ARTICLES OF INCORPORATION

Amendments to these Articles may be proposed by any Member of the Association. These Articles may be amended at any annual meeting of the Members of the Association, or at any special meeting duly called and held for such purpose, by two-thirds vote of the Members. So long as the Developer owns at least five percent (5%) of the Lots in any Subdivision, no amendment to these Articles may be made without the prior written consent of the Developer, which the Developer may withhold in the Developer's sole and exclusive discretion. There shall be no amendment to these Articles which modifies, amends or changes the obligations and duties of the Association with respect to the surface water management system and the Drainage Facilities without the prior approval of SWFWMD. A copy of each amendment shall be filed with the Secretary of State, pursuant to the provisions of the applicable Florida Statutes and a copy certified by the Secretary of State shall be recorded in the public records of Hillsborough County, Florida.

## ARTICLE XIII. DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by two-thirds of the Members. So long as the Developer owns any portion of the Property, this Association may not be dissolved without the prior written consent of the Developer, which consent may be unreasonably withheld, in the Developer's sole and exclusive discretion. Upon dissolution of the Association, other than incident to merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created and such public agency shall assume the obligations and perform the duties of the Association as set forth in the Declaration. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed, and assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purposes which shall assume all of the duties and obligations of the Association under the Declaration.

## ARTICLE XIV. FHAVA APPROVAL

So long as there is a Class B membership in any Association, the following actions will require the prior written approval of the Federal Housing Administration or the Veterans' Administration: Annexation of additional properties, merger and consolidations, mortgaging of the assets of the Association, dedication of any of the assets of the Association for public purposes, dissolution and amendment to these Articles of Incorporation.

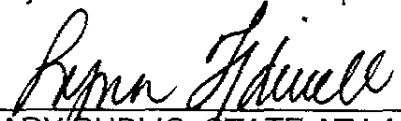


IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, the undersigned subscriber has executed these Articles of Incorporation this 27th day of January, 2003.

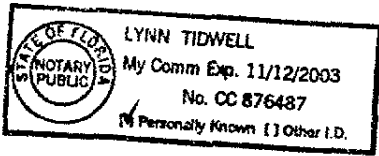
  
Michael Chadwell

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 27TH day of January, 2003, by Michael Chadwell, who is personally known to me or who produced a Florida Drivers License as identification.

  
NOTARY PUBLIC, STATE AT LARGE  
Print Name: Lynn Tidwell  
My Commission Expires: 11/12/2003

(AFFIX NOTARY SEAL)



**ACCEPTANCE OF REGISTERED AGENT**

The undersigned hereby accepts the appointment as registered agent of VALRICO POINTE MASTER ASSOCIATION, INC., as set forth in the foregoing Articles of Incorporation.

DATED this 27th day of January, 2003.

  
Michael Chadwell  
Registered Agent