

N93000002356

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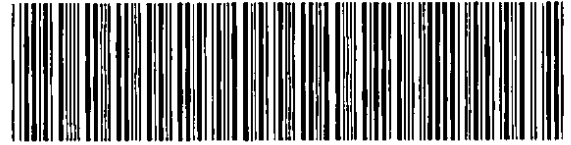
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2023 MAY 22 PM
SECRETARY
TALLAHASSEE



May 17, 2023

Division of Corporations
Attn: Amendment Section
P.O. Box 6327
Tallahassee, Florida 32314

Re: Certificate of Amendment to the Articles of Incorporation for
The Preserve at Fairway Oaks Homeowner's Association, Inc.
Matter No. 10188-002

Dear Sir/Madam:

Please find and record the enclosed original Certificate of Amendment to the Articles of Incorporation for the Preserve at Fairway Oaks Homeowner's Association, Inc., originally filed with the Secretary of State of Florida on May 20, 1993, and assigned Document Number N93000002356. A check in the amount of \$35.00 is enclosed for the amendment recording fee.

Also, please stamp and return the enclosed copy of the Certificate of Amendment in the self-addressed stamped envelope provided.

Thank you for your assistance in this matter, and if you have any questions, please do not hesitate to contact me.

Sincerely,

Monique E. Parker

MEP/mj
Enclosures

cc: The Preserve at Fairway Oaks Homeowner's Association, Inc. *(via email)*

2653 McCormick Drive
Clearwater, Florida 33759
(727) 475-5535
☒ Reply to this Address

WWW.RPGLAW.COM

8470 Enterprise Circle, Suite 309
Lakewood Ranch, Florida 34202
(941) 306-3964
☐ Reply to this Address
By appointment only

2023 MAR 22 PM 1:11
SECRET
TALLAHASSEE

AMENDED AND RESTATED
ARTICLES OF INCORPORATION OF
THE PRESERVE AT FAIRWAY OAKS
HOMEOWNER'S ASSOCIATION, INC.
(a corporation not for profit)

This document amends, restates, supersedes, and replaces the Articles of Incorporation of The Preserve at Fairway Oaks Homeowner's Association, Inc., which were originally filed with State of Florida, Secretary of State on May 20, 1993, and any subsequent amendments thereto.

ARTICLE 1. NAME AND ADDRESS. The name of this corporation is The Preserve at Fairway Oaks Homeowner's 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 management and operation of the community known as The Preserve at Fairway Oaks ("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 owners of lots within the Property.

8.2 Membership shall be acquired by recording in the Public Records of Pasco 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 Property 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, 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 a majority 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

Prepared by and return to:
Monique E. Parker, Esq.
Rabin Parker Gurley, P.A.
2653 McCormick Drive
Clearwater, Florida 33759

CERTIFICATE OF AMENDMENT TO THE ARTICLES OF
INCORPORATION OF THE PRESERVE AT FAIRWAY OAKS
HOMEOWNER'S 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 Preserve at Fairway Oaks Homeowner's Association, Inc., originally recorded in Pasco County Official Records Book 8537, Page 3218 et seq., were amended at a duly called meeting of the members of The Preserve at Fairway Oaks Homeowner's Association, Inc. on April 20, 2023. The adopted Amended and Restated Articles of Incorporation of The Preserve at Fairway Oaks Homeowner's Association, Inc. are attached hereto. The Declaration of Covenants, Conditions and Restrictions for The Preserve at Fairway Oaks was originally recorded in Official Records Book 8537, Page 3196 in the Public Records of Pasco County, Florida.

IN WITNESS WHEREOF, The Preserve at Fairway Oaks Homeowner's Association, Inc., has caused this instrument to be signed by its duly authorized officer on this 4th day of MAY, 2023.

Ramin D.
(Signature of Witness #1)
Laurie Green
(Printed Name of Witness #1)
Allison Lavechia
(Signature of Witness #2)
ALLISON LAVECHIA
(Printed Name of Witness #2)

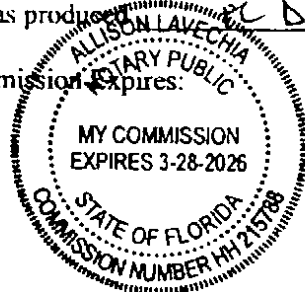
THE PRESERVE AT FAIRWAY OAKS
HOMEOWNER'S ASSOCIATION, INC.

By: Dale Gottschalk
(Signature)
DALE GOTTSCHALK, PRESIDENT
(Printed Name and Title)

STATE OF FLORIDA)
COUNTY OF PASCO)

The foregoing instrument was acknowledged before me by means of ☒ physical presence or ☐ online notarization, this 4th day of MAY, 2023, by Dale Gottschalk as PRESIDENT of The Preserve at Fairway Oaks Homeowner's Association, Inc., on behalf of the corporation, and ☐ is personally known to me or ☐ has produced ALLISON LAVECHIA as identification.

My Commission Expires:



Allison Lavechia
NOTARY PUBLIC - State of Florida at Large