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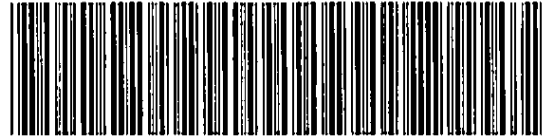
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Notated

Stephan C. Nikoloff, Esq. *
Tiffany A. Grant, Esq.
Daniel J. Greenberg, Esq.

**also admitted in PA*

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September 26, 2018

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

**Re: Certificate of Amendment as to Articles of Incorporation
For Anchorage Homeowners' Association, Inc.**

Dear Sir/Madame:

Enclosed please find an original Certificate of Amendment as to Amended and Restated Articles of Incorporation for Anchorage Homeowners' Association, Inc., along with one copy of same.

Please file same and return a certified copy to the our office in the enclosed self-addressed, stamped envelope.

A check made payable to the Florida Department of State in the amount of \$43.75 is enclosed for the Division's fees.

Sincerely,

Daniel J. Greenberg, Esq.

DJG:dls
Enclosures

2018 SEP
PINELLAS

CERTIFICATE AS TO
AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
ANCHORAGE HOMEOWNER'S ASSOCIATION, INC.

NOTICE IS HEREBY GIVEN that at a duly called meeting of the members on October 17, 2016, called for the purpose of voting on proposed Amended and Restated Articles of Incorporation for Anchorage Homeowner's Association, Inc., the Articles of Incorporation attached as Exhibit "B" to the original Declaration of Restrictions and Affirmative Covenants Relating to The Anchorage of Tarpon Lake Unit One, originally recorded at O.R. Book 3928, Page 279 et seq., Declaration of Restrictions Relating to The Anchorage of Tarpon Lake Unit Two, originally recorded in O.R. Book 4018, Page 1786 et seq., and Declaration of Restrictions relating to Anchorage of Tarpon Lake Unit Three originally recorded at O.R. Book 4105, Page 266 et seq., all of the public records of Pinellas County, Florida, were duly adopted by a majority of all members eligible to cast votes. The Articles of Incorporation are amended and restated in their entirety to read as reflected on the attached Amended and Restated Articles of Incorporation incorporated in their entirety herein and referenced as Exhibit "B" to the Amended and Restated Declaration of Restrictions and Affirmative Covenants.

IN WITNESS WHEREOF, ANCHORAGE HOMEOWNER'S ASSOCIATION, INC. has caused this Certificate to be executed in accordance with the authority hereinabove expressed this 13th day of September, 2018. 2018

ANCHORAGE HOMEOWNER'S
ASSOCIATION, INC.

By: Dick Diebold
Dick Diebold, as President

(Corporate Seal)

ATTEST:

Lynn Eingers, as Secretary

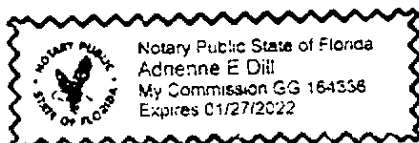
LISA MINICH

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 13th day of September, 2018, by Dick Diebold, a President, and Lisa Minich, as Secretary of ANCHORAGE HOMEOWNER'S ASSOCIATION, INC., a Florida not-for-profit corporation, on behalf of the corporation. They took an oath, and are personally known to me or have produced _____ and _____ as identification to be the President and Secretary of the corporation executing the foregoing instrument, and they acknowledged executing the same voluntarily under the authority duly vested in them by said corporation. If no type of identification is indicated, the above-named persons are personally known to me.

My Commission Expires:

Adrienne E Dill
Notary Public
State of Florida at Large



AMENDED AND RESTATED ARTICLES OF
ANCHORAGE HOMEOWNER'S ASSOCIATION, INC.
A CORPORATION NOT FOR PROFIT

WHEREAS, it is deemed to be desirable and in the best interest of this Corporation and its members that the Articles of Incorporation be amended and restated, and

WHEREAS, the proposed amended and restated Articles of Incorporation have been duly approved by the Board of Directors and the required number of members of the corporation on November 17, 1982.

NOW, THEREFORE, BE IT:

RESOLVED, that the entire Articles of Incorporation be restated as follows:

The homeowners of Anchorage in Tarpon Lake Village, Palm Harbor, Florida, having associated themselves for the purpose of forming a corporation not for profit under Chapter 617 certify as follows:

ARTICLE I - NAME

The name of this corporation shall be ANCHORAGE HOMEOWNER'S ASSOCIATION, INC. For convenience, the corporation shall herein be referred to as the ASSOCIATION.

ARTICLE II - PURPOSES

The ASSOCIATION is organized for the following purposes:

A. To insure that the lands in the Anchorage community, hereinafter defined shall remain an area of high standards, containing residences, improvements and facilities designed primarily for the comfort, convenience and accommodation of its residents.

B. To enforce through appropriate legal means the covenants, restrictions, reservation and servitudes as outlined in the Declaration of Restrictions.

C. To insure that no trade, business, profession or any type of commercial activity shall be carried on upon any lands in the Anchorage community.

D. To assume the rights, privileges, duties and responsibilities as set forth in the Declaration of Restrictions covering the subdivision known as The Anchorage of Tarpon Lake Units 1, 2 and 3, as recorded in the Public Records of Pinellas County, Florida.

ARTICLE III – POWERS

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

1. The ASSOCIATION shall have all of the common law and statutory powers of a corporation not for profit which are not in conflict with the terms of these Articles.

2. The ASSOCIATION shall have all of the powers and duties expressly conferred upon it as set forth in the Declaration of Restrictions that may from time to time be filed with respect to lands within the area, and all of the powers and duties reasonably necessary to fulfill the obligations and perform the services as set forth in the Declaration of Restrictions herein mentioned including, but not limited to the following:

(a) To make and collect such assessments as are approved by a majority of the members voting either in person, by ballot or proxy, but not less than a total of 85 affirmative votes, and to use the proceeds for the maintenance, repair and care of the land and the improvements in the common area; and to purchase such insurance as is necessary to protect the ASSOCIATION, the members thereof, and the property in the common area;

(b) To use regular assessments and accumulated reserves for the cost of any repairs, replacements, and/or improvements of capital items located in the common area, provided, however, there shall be no expenditures of corporation funds or assessments of any kind for any repairs, replacements, and/or improvements requiring expenditures in excess of \$7,500 from the current operating budget (excluding specific Reserve Accounts) unless such expenditures have been approved by a majority of the members voting either in person, by ballot or proxy, but not less than a total of 85 affirmative votes. Expenditures for capital items located in the common area from specific Reserve Account(s) to the maximum of the balance of the account(s) may be made at any time upon the unanimous approval of all members of the Board of Directors;

(c) To make and collect special assessments against any member or members for the cost of maintenance to the home and yard areas, if the same are provided for in the several restrictions;

(d) To fix, levy, and collect all charges or assessments pursuant to the terms of the Declaration of Restrictions, such payment to be enforced by a lawful means if necessary; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the ASSOCIATION, including all licenses, taxes, or governmental charges levied or imposed against the property of the ASSOCIATION;

(e) To 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; any such action requiring an instrument signed by a majority of the entire voting membership;

(f) To borrow money, and with the assent of two-thirds (2/3) of the 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;

(g) To dedicate, sell or transfer all or any part of the common area to any public agency, authority or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of the members, agreeing to such dedication, sale or transfer;

(h) To participate in mergers and consolidations with other non-profit corporations organized for the same purposes, or annex additional residential property and common area, provided that any such merger, consolidation or annexation shall not be effective unless an instrument approving such action has been signed by two-thirds (2/3) of the entire voting membership;

(i) To perform such other activities of the ASSOCIATION which, in the opinion of a majority of the entire voting membership shall be reasonably appropriate to its accomplishment of the purposes for which it is organized and the performance of its duties and obligations;

(j) To use the proceeds of assessments in the exercise of its powers and duties;

(k) To enforce by legal means the provisions of the Declaration of Restrictions with respect to the lands in the Anchorage community, these Articles, the By-Laws of the ASSOCIATION, and the regulations adopted by the members of the ASSOCIATION;

(l) To contract for the services required for the proper operation of the ASSOCIATION and the common area. Provided, however, that no management service shall be hired to manage the facilities in the common area without approval of a majority of the entire voting membership, and no Director may be an employee of the ASSOCIATION in any capacity.

3. All funds and titles of all properties acquired by the ASSOCIATION and the proceeds thereof shall be held in trust for the members in accordance with the provisions of these Articles of Incorporation and the By-Laws. The title to the common area is to be held in fee simple by the ASSOCIATION.

4. The powers of the ASSOCIATION shall be subject to and shall be exercised in accordance with the provisions of the By-Laws.

5. The foregoing powers shall, except where otherwise expressed, be in no way limited or restricted by reference to, or inference from the terms of any other clause of this or any other article of these Articles of Incorporation, and shall be construed as purposes as well as powers, notwithstanding the expressed enumerations of purposes elsewhere in these Articles.

ARTICLE IV – MEMBERS

1. The members of the ASSOCIATION shall consist exclusively of all the record owners of lots in portions of the Anchorage community which have been made subject to a subdivision plat recorded among the Public Records of Pinellas County, Florida.

2. Change of membership in the ASSOCIATION shall be established by the recording in the Public Records of Pinellas County, Florida, of a deed or other instrument establishing a record title to a lot and the delivery to the ASSOCIATION of a certified copy of such instrument, the owner designated by such instrument thereby becoming a member of the ASSOCIATION. The membership of the prior owner shall be thereby terminated.

3. The share of a member in the funds and assets of the ASSOCIATION cannot be assigned, hypothecated or transferred in any manner except upon transfer of his lot.

4. Members shall be entitled to one vote for each lot owned. When more than one person holds an interest in any lot, all such persons shall be members. The vote for such lot shall be exercised as they among themselves determine as evidenced by a certificate signed by all the record lot owners designating which member shall be entitled to vote for said lot.

ARTICLE V – DIRECTORS

1. The affairs of the ASSOCIATION will be managed by a Board of Directors consisting of the number of directors as shall be determined by the members in accordance with the By-Laws, but not less than three (3) directors and in the absence of such determination shall consist of three (3) directors.

2. Directors of the ASSOCIATION shall be elected at the annual meeting of the members in the manner determined by the By-Laws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the By-Laws.

ARTICLE VI – OFFICERS

The affairs of the ASSOCIATION shall be administered by a Board of Directors elected at the annual meeting of the members of the ASSOCIATION. The executive officers of the ASSOCIATION shall be the President, who shall be a director, and a Vice President who shall be a director. At the first meeting of the Board of Directors, the Board shall select a Secretary and a Treasurer as provided by the By-Laws. The offices of the Secretary and Treasurer may be held by the same person.

ARTICLE VII – 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 proceedings 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, or any settlement thereof, whether or not he is a director or officer at the time such expenses are incurred, except in such cases wherein the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled.

ARTICLE VIII – AMENDMENTS

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

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 to be considered.
2. A resolution approving a proposed amendment may be proposed by either the Board of Directors or by twenty-five (25) members of the ASSOCIATION. Directors and members not present in person or by proxy at the meeting considering the amendment may express their approval or disapproval in writing, providing such notice is delivered to the Secretary at or prior to the meeting. Amendments must be approved by a majority of all members eligible to cast votes. All such proposed amendments must be in writing and shall be mailed or delivered not less than fourteen (14) days nor more than thirty (30) days prior to the meeting at which such amendment will be considered.
3. No amendment shall make any changes in the qualifications for membership nor the voting rights of members, without the approval in writing by all members.
4. A copy of each amendment shall be certified by the Secretary of State and recorded in the Public Records of Pinellas County, Florida.

ARTICLE IX – TERM

The existence of the corporation shall be perpetual unless it is dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of the members. Upon dissolution of the ASSOCIATION, other than by a merger or consolidation, the assets of the ASSOCIATION shall be dedicated, transferred, sold, or distributed for such uses and purposes as are similar to those for which this ASSOCIATION was created.

[END OF AMENDED AND RESTATED ARTICLES OF INCORPORATION]