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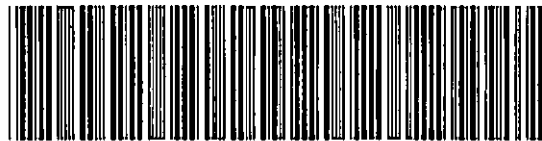
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OCT 18 2021

10/18/21--01050--003 \*\*55.00

2021 OCT 18 AM 9:33  
FBI  
RECEIVED

October 14, 2021

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

RE: Filing of Amended Articles of Incorporation for High Point Property Owners Association, Inc.

Dear Sirs,

Please find enclosed under cover of this letter the original Amended and Restated Articles of Incorporation for the High Point Property Owners Association, Inc., together with a check in the amount of \$55.00, payable to the Florida Department of State, for the filing fee and one certified copy of the Amended and Restated Articles of Incorporation.

Kindly transmit the certified copy of the Amended and Restated Articles of Incorporation to the registered agent and secretary of the Association, Marlies Kraemer, 130 N. Rolling Hill Road, Tavernier, FL 33070.

Thank you for your assistance in this matter.

A handwritten signature in black ink, appearing to read "Gregory A. Friedman", with a long horizontal flourish extending to the right.

Gregory A. Friedman  
President, HPPOA

cc: Marlies Kraemer

AMENDED AND RESTATED ARTICLES OF  
INCORPORATION OF HIGH POINT PROPERTY  
OWNERS ASSOCIATION, INC.

FILED  
2021 OCT 18 AM 9:33  
SECRETARY OF STATE  
TALLAHASSEE, FL

PREAMBLE

**WHEREAS**, HIGH POINT PROPERTY OWNERS ASSOCIATION, INC. (the "Association"), is a Florida not for profit corporation that was organized pursuant to Florida Statutes Chapter 617, on or about August 9, 1979.

**WHEREAS**, the Association has determined that it is to its advantage and in its best interest to alter, amend and restate its Articles of Incorporation.

**WHEREAS**, these Amended and Restated Articles of Incorporation have been adopted by a two-thirds vote of a quorum of members of the Association, on or about October 1, 2021, as required under Article XI of the original Articles of Incorporation of the Association.

**NOW, THEREFORE**, these Amended and Restated Articles of Incorporation of the Association are hereby altered, amended, and restated in their entirety as follows.

**ARTICLE I NAME**

The name of this corporation is HIGH POINT PROPERTY OWNERS ASSOCIATION, INC.

**ARTICLE II. ENABLING LAW**

This Association is organized pursuant to the Florida Not For Profit Corporation Act, Chapter 617, Fla. Statutes.

**ARTICLE III. PURPOSES**

The specific and primary purpose for which the Association is organized is to provide social and recreational facilities for its members on real property owned by the Association and to undertake the performance of the acts and duties incident to the use, maintenance and improvement of such real property in accordance with the terms, provisions, conditions and authorizations contained in these Articles of Incorporation, the Association's Bylaws and the Amended and Restated Declaration of Restrictions of the High Point subdivision (the "Declaration").

The general purposes for which the Association is formed are to erect, construct, purchase, repair, improve, maintain and operate recreational facilities, buildings of every permissible kind on property owned by the Association for the benefit of its members and to promote social intercourse among them; to provide an organization or facilitation of group projects; and to promote better communication and exchange of ideas among the property owners in High Point Subdivision.

The Association is organized and operated exclusively for pleasure, recreation, and other non-profit purposes, and no part of any net earnings shall inure to the benefit of any member, director or officer.

The Association shall have and exercise all rights and powers conferred upon corporations under the laws of the State of Florida; provided, however, that the Association is not empowered to engage in any activity that itself is not in furtherance of its purposes as set forth in the preceding three (3) paragraphs.

#### **ARTICLE IV. POWERS**

The Association shall have all the common law and statutory powers of a corporation not-for-profit under the laws of Florida which are not in conflict with the terms of these Articles and the Declaration and all the powers and duties reasonably necessary to implement and effectuate the purposes of the Association.

#### **ARTICLE IV. TERM**

The Association shall have a perpetual existence.

#### **ARTICLE V. MEMBERSHIP**

The authorized members of this Association are restricted to property owners in the High Point Subdivision and their families. Each lot owner or owner of conjoined lots adjacent to one another shall have one (1) vote on all matters coming before the membership for vote at any Annual or Special Meetings of the Association. A corporation or partnership owning multiple lots, as well as individually held or family-owned multiple lots are also limited to one (1) vote, regardless of how many lots it or they may own. The membership fees, dues and assessments charged to members shall be determined according to the vote of a majority of the members present in person or by proxy and eligible to vote at Annual or Special Meetings of the corporation.

#### **ARTICLE VI. MANAGEMENT OF CORPORATE AFFAIRS**

The powers of this Association shall be exercised, its properties controlled, and its affairs conducted by a board of five (5) directors. The number and term of directors herein provided for may be changed by a bylaw duly adopted by the members entitled to vote. Directors shall be elected by a majority vote of the membership entitled to vote at the Annual Meeting of the Association to serve a minimum one-year term.

The officers of the Association shall be a president, vice-president, secretary, treasurer and Member-at-Large. Other offices and officers may be established or appointed by members of the Association at any regular annual meeting. The qualifications, time and manner of electing or appointing, the duties of, the terms of office, and the manner of removing officers shall be as set forth in the bylaws of the Association.

The board of directors shall have the authority to determine what standing or special committees of the corporation are to be created and the manner of electing or appointing

members to such committees.

**ARTICLE VII, LOCATION OF REGISTERED OFFICE: IDENTIFICATION OF REGISTERED AGENT**

The address of the Association's current registered office in the State of Florida is 130 North Rolling Hill Road, Tavernier, Florida 33070.

The name of the Association's current registered agent at the above address is MARLIES R. KRAEMER.

**ARTICLE VIII, INCOME FROM PUBLIC EVENTS**

If the Association holds any events in which members of the general public are invited to participate for a fee, the net proceeds, if any, attributable to such participation by non-members will be paid over to an organization which is exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code on an annual basis.

**ARTICLE IX, BYLAWS**

Bylaws of the Association may be amended or repealed, in whole or in part, by the members in the manner provided therein. Any amendments to the bylaws shall be binding on all members of the Association.


**ARTICLE X, AMENDMENT OF ARTICLES**

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of at least two-thirds (2/3) of a quorum of members of the Association voting in person or by proxy at an Annual or Special Meeting of the Association.

**ARTICLE XI, DISSOLUTION**

The Association shall be dissolved and its affairs wound up by a two-thirds (2/3) vote of the Association's voting members. Provisions for the distribution of the property of the Association shall be made in the bylaws of the Association.

HIGH POINT PROPERTY OWNERS ASSOCIATION, INC.

By:   
Its: President

STATE OF FLORIDA            )  
  ) ss.  
COUNTY OF MONROE        )

On this 12th day of October 2021, before me appeared Gregory A. Friedman, who proved to me through government issued photo identification to be the above-named person, in my presence executed foregoing instrument and acknowledged that he executed the same as his free act and deed.



Monica Hane  
Notary Public

My commission expires: Aug. 31, 2025

Subscribed and sworn to before me on the 12 day of October, 2021