

770158

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

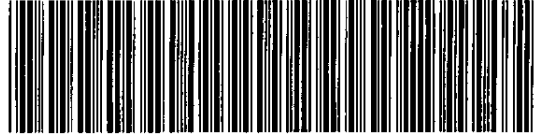
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



400159851184

09/02/09 -01005-- 021 **35.00

FILED
09 SEP -2 AM 9:55
CLERK OF STATE
TALLAHASSEE, FLORIDA

Anstut
Tewis
9-9-09

THE LAW OFFICES OF
BRUDNY & RABIN, P.A.

August 25, 2009

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

Re: Certificate of Amendment to Articles of Incorporation
Galleria Homes Association, Inc.

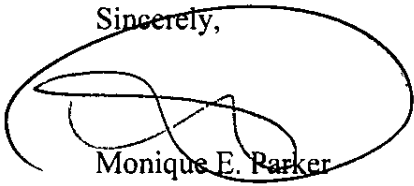
Gentlemen:

Please find enclosed the original of a Certificate of Amendment to the Articles of Incorporation of Galleria Homes Association, Inc., which I would appreciate your filing. My check in the amount of \$35.00 is enclosed herewith.

Also enclosed is a copy of the Certificate which I would appreciate your stamping and returning to me for my records in the enclosed self-addressed envelope.

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

Sincerely,

A handwritten signature in black ink, appearing to read "Monique E. Parker", enclosed within a large, hand-drawn oval.

Monique E. Parker

MEP/dls
Enclosures

353/State-FileCertificate9-825

Prepared By and Return to:
Monique E. Parker, Esquire
Brudny & Rabin, P.A.
200 North Pine Avenue
Oldsmar, Florida 34677

FILED
09 SEP -2 AM 9:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION
FOR
GALLERIA HOMES ASSOCIATION, INC.**

This is to certify that at a duly called meeting of the members of Galleria Homes Association, Inc., (the "Association") held on February 17, 2009, in accordance with the requirements of the applicable Florida Statutes and the governing documents, the Consolidated and Restated Articles of Incorporation for Galleria Homes Association, Inc., attached hereto as Exhibit "A", were duly adopted by the membership. Pursuant to F.S. Section 617.1006(3), the number of votes cast for the amendment was sufficient for approval. The Articles of Incorporation were originally filed with the Secretary of State on September 8, 1983, bearing document number 770158

IN WITNESS WHEREOF, GALLERIA HOMES ASSOCIATION, INC. has caused this instrument to be signed by its duly authorized officer on this 4 day of August, 2009.

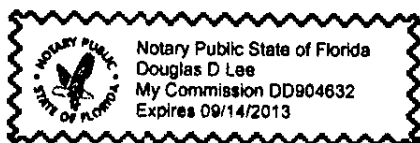
GALLERIA HOMES ASSOCIATION,
INC.

By: Kathi Fischer
Signature
Kathi Fischer, V. Pres.
Printed Name and Title

Leigh Bohne
Signature of Witness #1
Leigh Bohne
Printed Name of Witness #1
Shen E. Glisson
Signature of Witness #2
Shen E. Glisson
Printed Name of Witness #2

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 4 day of August, 2009, by Kathi Fischer as Vice president of GALLERIA HOMES ASSOCIATION, INC. on behalf of the corporation, who acknowledged that he/she executed this document on behalf of the corporation. He/she is personally known to me or has produced _____ as identification.



Douglas Lee
Notary Public
My commission expires:

**CONSOLIDATED AND RESTATED ARTICLES OF INCORPORATION
OF
GALLERIA HOMES ASSOCIATION, INC.**

These are the Consolidated and Restated Articles of Incorporation of Galleria Homes Association, Inc., and consolidate and restate the Articles of Incorporation of the Association which were attached to the Declaration of Easements, Covenants, Conditions and Restrictions Regarding Galleria Homes Association, Inc., as amended, which were originally recorded in O.R. Book 4180, at Page 910 of the Public Records of Hillsborough County, Florida. These Articles of Incorporation were subsequently recorded in O.R. Book 8228, at Page 251, aforesaid records, and as amended by Certificate of Amendment to the Declaration of Easements, Covenants, Conditions and Restrictions Regarding Galleria Homes and to the Articles of Incorporation and Bylaws of Galleria Homes Association, Inc., recorded in O.R. Book 8830, Page 77, aforesaid records.

ARTICLE I

The name of the corporation shall be GALLERIA HOMES ASSOCIATION, INC. hereafter called the "Association".

ARTICLE II

The mailing address of the Association is located at 11600 Galleria Drive, Tampa, Florida 3362418-4753.

**ARTICLE III
PURPOSE AND POWERS OF THE ASSOCIATION**

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the residence Units and Easement Area within that certain tract of property described in Exhibit "A" to the original Articles of Incorporation, which were recorded as part of the Declaration of Easements, Covenants, Conditions and Restrictions Regarding Galleria Homes Association, Inc., in O.R. Book 4180, at Page 910 of the Public Records of Hillsborough County, Florida, to promote the health, safety and welfare of the residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose 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 that certain Declaration of Easements, Covenants, Conditions and Restrictions Regarding Galleria Homes, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the Office of the Clerk of the Circuit

Court of Hillsborough County, Florida, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

(b) Fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; 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;

(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) Use the proceeds of assessments in the exercise of its powers and duties, and for the maintenance, repair, replacement and operation of the Property; purchase insurance upon the Property and insurance for the protection of the Association and its members as owners; reconstruct improvements after casualty and further improve the Property; and employ personnel to perform the services required for proper operation of the Property of the Association;

(f) Participate in mergers and consolidations with other nonprofit corporations organized for the same purpose or annex additional property provided that such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members; and

(g) Have and to exercise any and all of the common law powers, rights and privileges and those which a corporation organized under the Non-Profit Corporation Law of the State of Florida by law may now or hereafter have or exercise.

ARTICLE IV MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Unit (as defined in Declaration) which is subject by covenants of record to assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Unit which is subject to assessment by the Association. If title to a Unit is held by more than one person, each such person is a member. An Owner of more than one Unit is entitled to one membership for each Unit owned. Each membership is transferred automatically by conveyance of title to that Unit. No person other than an Owner may be a member of the Association, and a membership in the Association may not be transferred except

by the transfer of title to a Unit; provided, however, the foregoing shall not be construed to prohibit the assignment of membership and voting rights by an Owner who is a contract seller to his vendee in possession.

ARTICLE V VOTING RIGHTS

The Association shall have one class of voting membership and shall be all Owners, and each Owner shall be entitled to one vote for each Unit owned however, the right to vote may be suspended for delinquent assessments pursuant to the Florida Statutes. When more than one person holds an interest in any Unit, all such persons shall be members. The vote for such Unit shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any Unit.

ARTICLE VI BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of five (5) Directors, who shall be members of the Association. The number of directors may be changed by amendment of the By-Laws of the Association.

ARTICLE VII OFFICERS

The affairs of the Association shall be administered by the officers designated in the By-Laws. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Association and shall serve at the pleasure of the Board of Directors.

ARTICLE VIII DISSOLUTION

The Association may be dissolved with the assent given in meeting and signed by not less than two-thirds (2/3) of the members. Upon dissolution of the Association, other than incident to a 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. 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.

ARTICLE IX DURATION

The term of the Association shall be perpetual.

**ARTICLE X
AMENDMENTS**

Amendment 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 considered.

2. A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by the members of the Association. Except as elsewhere provided, approvals of an amendment must be by not less than two-thirds (2/3) vote of the representative membership of the Association who are present at a meeting, in person or by proxy, at which a quorum of the membership has been attained.

END OF CONSOLIDATED AND RESTATED ARTICLES OF INCORPORATION