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COR AMND/RESTATE/CORRECT OR O/D RESIGN
WATERFORD COMMUNITY ASSOCIATION, INC.

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**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
WATERFORD COMMUNITY ASSOCIATION, INC.
DOCUMENT NUMBER N03000000150**

Pursuant to Section 617.1007, Florida Statutes, the Corporation desires to amend and restate its Articles of Incorporation, the original Articles having been filed with the Department of the State of Florida on January 7, 2003, under Document Number N03000000150.

1. The name of this Corporation is Waterford Community Association, Inc.
2. The date of the adoption of the attached Amended and Restated Articles of Incorporation was March 19, 2013.
3. The Articles of Incorporation were Amended and Restated as the attached Amended and Restated Articles of Incorporation of Waterford Community Association, Inc., and the attached Amended and Restated Articles of Incorporation supersede the original articles of incorporation and all amendments.
4. Membership approval is required for amendments to the Articles of Incorporation, and the amended and restated document was adopted by the members and the number of votes cast was sufficient for approval.

IN WITNESS WHEREOF, the undersigned authorized officer of the Association signed this certificate adopting the Amended and Restated Articles of Incorporation on this 1st day of APRIL, 2013.

Signed, sealed and delivered
in the presence of:

Waterford Community Association, Inc.
a Florida not-for-profit corporation

Print Name: Evie Garcia
EVIE GARCIA

Print Name: Mary Jane Schappacher
Mary Jane Schappacher

By: Joseph O. Wang Sr.
Print Name: Joseph O. Wang Sr., As its President

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(c) Assessments. Fix, levy, collect, and enforce by any lawful means all charges or assessments established by, or pursuant to, the Declaration; and to use and expend the proceeds of assessments in the exercise of its powers and duties hereunder;

(d) Costs. Pay all costs, expenses, and obligations lawfully incurred in connection with this Association's affairs including, without limitation, all licenses, taxes, or other governmental charges levied or imposed against this Association's property;

(e) Borrowing. Borrow money and, with the approval of fifty-one percent (51%) of members, mortgage, pledge, deed in trust, hypothecate, assign, grant security interests in, or otherwise transfer any or all of its property as security for money borrowed, debts incurred, or any of its other obligations;

(f) Dedications. With the approval of fifty-one percent (51%) of members, dedicate, sell or transfer all or any part of its property to any public agency, authority, or utility for such purposes, and subject to such conditions, as fifty-one percent (51%) of members determine;

(g) Mergers. With the approval of fifty-one percent (51%) of members, participate in mergers and consolidations with other non-profit corporations organized for similar purposes;

(h) Rules. From time to time adopt, alter, amend, rescind, and enforce reasonable rules and regulations governing the use of the Lots and Common Area (as those terms are defined in the Declaration) consistent with the rights and duties established by the Declaration and these Articles;

(i) General. Have and exercise all common law rights, powers, and privileges and those that a corporation not for profit may now or hereafter have or exercise under the laws of the State of Florida, together with all other rights, powers, and privileges reasonably to be implied from the existence of any right, power, or privilege so granted, or granted by the Declaration or these Articles, or reasonably necessary to effectuate the exercise of any right, power, or privilege so granted;

(j) Enforcement. To enforce by legal means the obligations of the members of this Association and the provisions of the Declaration;

(k) Litigation. To sue or be sued;

(l) Surface Water Management. Operate and maintain the surface water management system facilities, as required by the Declaration;

(m) Other. Engage in all lawful acts permitted or authorized by law.

ARTICLE V MEMBERSHIP

Every person who from time to time holds the record fee simple title to, or any undivided fee simple interest in, any Lot that is subject to the provisions of the Declaration is a member of this Association, including contract sellers, but excluding all other persons who hold any interest in any Lot merely as security for the performance of an obligation. An Owner of more than one

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Lot is entitled to one membership for each Lot owned. Membership is appurtenant to, and may not be separated from, ownership of at least one Lot that is subject to the provisions of the Declaration, and membership may not be transferred other than by transfer of title to such Lot. Each membership is transferred automatically by record conveyance or other transfer of title of a Lot.

ARTICLE VI VOTING RIGHTS

Each Lot is entitled to one (1) vote to be cast in the manner set forth in the Bylaws.

ARTICLE VII BOARD OF DIRECTORS

Section 1. This Association's affairs are managed by a Board of Directors consisting of at least three (3) Directors, or as otherwise set forth in the Bylaws. The term of office for all Directors shall be as set forth in the Bylaws.

Section 2. Any Director may succeed himself or herself in office. Each member may vote for each vacancy; however, cumulative voting is not permitted. Directors shall be members of the Association and be elected by the membership in the manner provided by the Bylaws or as otherwise required by law.

ARTICLE VIII DURATION

This Association exists perpetually.

ARTICLE IX DISSOLUTION

This Association may be dissolved in the manner from time to time provided by the laws of the State of Florida and with the consent given in writing and signed by not less than two-thirds (2/3) of members. Upon dissolution of this Association in any manner other than incident to a merger or consolidation, all of this Association's assets, together with the control or right of access to any property containing the surface water management system facilities, shall be conveyed or dedicated to an appropriate governmental unit or public utility to be used for purposes similar to those for which this Association was created. If any such conveyance or dedication is refused, such assets, together with the control or right of access to any property containing the surface water management system facilities shall be granted, conveyed, and assigned to a nonprofit corporation or other organization similar to the Association and devoted to such similar purposes. In no event, however may any assets inure to the benefit of any member or other private.

ARTICLE X AMENDMENTS

Amendments to these Articles may be adopted by the approval of two-thirds (2/3) of the

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voting members.

**ARTICLE XI
INTERPRETATION**

Express reference is made to the Declaration where necessary to interpret, construe, and clarify the provisions of these Articles. Without limitation, all terms defined in the Declaration have the same meaning where used in these Articles. By subscribing and filing these Articles, the incorporator intends for its provisions to be consistent with the provisions of the Declaration and to be interpreted, construed, and applied with those of the Declaration to avoid inconsistencies or conflicting results.

**ARTICLE XII
INCORPORATOR**

The name and residence of the original incorporator is;

Name; Richard A. Schlosser, Esq.
Address; 500 East Kennedy Blvd., Suite 200
Tampa, Florida 33602

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CERTIFICATE OF AMENDMENT

The undersigned officer of the Waterford Community Association, Inc., a Florida corporation not-for-profit, does hereby certify that the foregoing Amended and Restated Articles of Incorporation of Waterford Community Association, Inc., were duly proposed and approved by the requisite number of members in accordance with the Association's governing documents and Florida law.

IN WITNESS WHEREOF, the Association has caused these Articles of Incorporation to be signed in its name this 1st day of APRIL, 2013.

Signed, sealed and delivered

Witnesses:

Evie Garcia
Print Name: EVIE GARCIA

Joy Murney
Print Name: Joy Murney

WATERFORD COMMUNITY
ASSOCIATION, INC.

By: Joseph D. Haag
Print Name: Joseph D. Haag
As its President

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 1st day of April, 2013, by Joseph D. Haag as President, of WATERFORD COMMUNITY ASSOCIATION, INC., a Florida not-for-profit corporation, on behalf of the corporation. He/She is () personally known to me or (X) has produced Driver's License (type of identification) as identification.

Mary Jane Schappacher
Notary Public, State of Florida

