

N04924

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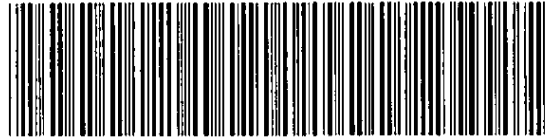
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**VIA REGULAR U.S. MAIL ONLY**

September 11, 2024

Florida Department of State  
Division of Corporations  
**Amendment Section**  
P.O. Box 6327  
Tallahassee, Florida 32314

**Name of Corporation:** Cobb's Landing Community Association, Inc.  
**Document Number:** N04924  
**Our Matter No:** 10455-002

Dear Sir/Madam:

Enclosed is a signed *Certificate of Amendment to the Articles of Incorporation for Cobb's Landing Community Association, Inc. and Amended Articles of Incorporation*. The Articles of Incorporation were originally filed with the Secretary of State on August 30, 1984, and assigned document number N04924. Please file the Amended Articles of Incorporation with the Division of Corporations, State of Florida. Our check number 303400100 in the amount of \$35.00 is enclosed for the cost of filing.

Please file and return all correspondence concerning this matter to the following:

Rabin Parker Gurley, P.A.  
Attn: Monique E. Parker, Esquire  
2653 McCormick Drive  
Clearwater, Florida 33759

For further information concerning this matter, please call my Paralegal, Cheryl Morrell, at 727-475-5535.

Sincerely,

Monique E. Parker, Esquire  
MEP/cm  
Enclosures

cc: Cobb's Landing Community Association, Inc. (via e-mail only)

2653 McCormick Drive  
Clearwater, Florida 33759  
(727) 475-5535

☒ Reply to this Address

[WWW.RPGLAW.COM](http://WWW.RPGLAW.COM)

8470 Enterprise Circle, Suite 309  
Lakewood Ranch, Florida 34202  
(941) 306-3964

\*\*\*By Appointment only

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 COBB'S LANDING  
COMMUNITY 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 for Cobb's Landing Community Association, Inc. were amended at a duly called meeting of the members of Cobb's Landing Community Association on June 19, 2024. The Declaration of Covenants and Restrictions for Cobb's Landing was originally recorded in Pinellas County Official Records Book 5822, Page 1280 et. seq. The adopted Amended and Restated Articles of Incorporation are attached hereto.

IN WITNESS WHEREOF, Cobb's Landing Community Association, Inc., has caused this instrument to be signed by its duly authorized officer on this 23rd day of July 2024.

Witnesses:

Emily Teomajanian  
Signature of Witness #1

Print Name: Emily Teomajanian

Address: 2653 McCormick Drive  
Clearwater FL 33759

[Signature]  
Signature of Witness #2

Print Name Monique Parker

Address: 2653 McCormick Drive Clearwater FL 33759

STATE OF FLORIDA       )  
COUNTY OF PINELLAS    )

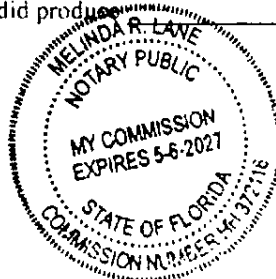
COBB'S LANDING COMMUNITY  
ASSOCIATION, INC.

By: Jackie Stubbs

JACKIE STUBBS BOARD President  
Print Name and Title

The foregoing instrument was acknowledged before me by means of ☒ physical presence or ☐ online notarization, this 23rd day of July, 2024, by Jackie Stubbs as President of Cobb's Landing Community Association, Inc., a Florida non-profit corporation, on behalf of the corporation, who ☒ is personally known by me or ☐ who did produce [Signature] as identification.

My Commission Expires:



Melinda R. Lane  
NOTARY PUBLIC - State of Florida

**AMENDED AND RESTATED ARTICLES OF INCORPORATION  
OF  
COBB'S LANDING COMMUNITY ASSOCIATION, INC.**  
a not-for-profit Florida corporation

This document restates, supersedes, replaces and amends, all previously recorded Articles of Incorporation of Cobb's Landing Community Association, Inc., which were originally filed with State of Florida, Department of State on August 30, 1984.

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**ARTICLE I  
NAME**

The name of this Corporation is: COBB'S LANDING COMMUNITY ASSOCIATION, INC. The Corporation is hereinafter sometimes referred to as the "Association."

**ARTICLE II  
PURPOSES**

The Association does not contemplate pecuniary gain or profit, direct or indirect, to its members. The purposes for which it is formed include, without limitation, the following:

1. To promote the health, safety and welfare of the property owners in that certain subdivision in Pinellas County, Florida, to be known as Cobb's Landing, all of which is hereinafter referred to as the "Properties;"
2. To own, acquire, build, operate and maintain streets, roads, security, lighting and recreation facilities, all for the benefit of the owners of the Properties, including but not limited to: parks, playgrounds, lakes, docks, marina, open spaces, streets, paths and footways (including buildings, structures and personal properties incident thereto), hereinafter referred to as the "Common Properties"; and
3. fix assessments (or charges) to be levied against the Properties and/or the owners of any part or parcel within the Properties;
4. enforce the Declaration of Covenants and Restrictions for Cobb's Landing (the "Declaration") and any and all rules and regulations and other agreements applicable thereto;
5. pay taxes, if any, and insurance on the Common Properties and any other portions of the Properties provided for in the recorded covenants and restrictions applicable to the Properties;
6. supplement municipal services;
7. insofar as permitted by law, to do any other thing that, in the opinion of the Board of Directors, will promote the common benefit and enjoyment of the residents of the Properties.

ARTICLE III  
POWERS

The powers of the Association shall include the following:

1. The Association 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.

2. The Association shall have all the powers and duties set forth in the covenants and restrictions recorded against the Properties in addition to all of the powers and duties reasonably necessary to own, operate, maintain, repair and replace the Common Properties and to provide such services as are required for the benefit of the Owners of Lots or Dwelling Units contained in the Properties from time to time including, but not limited to, the following:

(a) To establish, levy and assess, and collect such assessments as may be necessary to operate the Association and carry on its activities, and to create such reserves for extraordinary expenditures as may be deemed appropriate in the discretion of the Board of Directors.

(b) To purchase insurance upon the Common Properties and for the protection of the Association and its Members;

(c) To reconstruct improvements after casualty and to make additional improvements to the Common Properties;

(d) To promulgate and amend reasonable regulations respecting the use of the Common Properties and all the Properties;

(e) To enforce by legal means the provisions of the covenants and restrictions recorded against the Properties, these Articles, the Bylaws of the Association and the Rules and Regulations of the Association;

(f) To contract for the management of the Properties and to delegate to such contractor all powers and duties of the Association except such as are specifically required by the covenants and restrictions recorded against the Properties to have approval of the Board of Directors or the Membership of the Association;

(g) To contract for the management or operation of portions of the Properties susceptible to separate management or operation, and to lease such portions;

(h) To employ personnel to perform the services required for proper operation of the Properties:

(i) To adopt and establish Bylaws for the operation of the Association; and

(j) To contract with public or private utility companies for purposes of providing utility services to the Properties and private companies for private television services.

3. The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the covenants and restrictions recorded against the Properties and the Bylaws of the Association.

#### ARTICLE IV MEMBERSHIP

##### 1. Regular Membership:

(a) Every person or entity who is a record owner of a Lot shall be a member of this Association, provided that any such person or entity who holds an interest merely as security for the performance of an obligation shall not be a Member. Membership shall be acquired by recording in the Public Records of Pinellas 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.

(b) The interest of any Member in the Common Properties or in the funds and assets of the Association cannot be conveyed, assigned, mortgaged, hypothecated or transferred in any manner, except as authorized by the Declaration, these Articles, or the Bylaws of the Association.

2. Additional Membership Categories: The Bylaws may provide for additional membership categories, which categories shall not have any voting privileges. The term "Member" or "Membership" as used in the Declaration, the Bylaws or these Articles shall not apply to any such additional membership categories. The Bylaws shall provide for the rights and obligations of any additional membership categories.

#### ARTICLE V TERM

This Corporation shall have perpetual existence.

#### ARTICLE VI OFFICERS

The Officers shall be a President, a Vice President, a Secretary and a Treasurer, and any assistant vice presidents, assistant secretaries, assistant treasurers as the Board of Directors shall appoint. The President and the Secretary shall be members of the Board of Directors. The Officers shall be chosen by a majority vote of the directors. All officers shall hold office during the pleasure of the Board of Directors. The offices of Secretary and Treasurer may be held by the same individual.

The affairs of the Association shall be administered by the officers designated in the Bylaws. 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 VII  
BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors consisting of one Director from each Neighborhood Associations. Unless otherwise determined by majority vote of the Board of Directors, the president of each Neighborhood Association shall serve as the appointed Director.

ARTICLE VIII  
BYLAWS

The operation of the Association shall be defined in the Bylaws. The Bylaws of the Association may be made, altered, amended or rescinded in the manner set forth therein.

ARTICLE IX  
AMENDMENT TO THE ARTICLES OF INCORPORATION

These Articles may be amended by the Members by two- thirds (2/3) of the votes of all the representatives of the Members who participate in the voting in person or by proxy at a duly called meeting of the Membership. No such amendment shall materially affect or interfere with the rights of Owners or lienors.

ARTICLE X  
VOTING RIGHTS

Each Member as defined above shall be entitled to one (1) vote for each Lot that such Member owns at Membership meetings. However, voting and attendance at Board meetings of the Cobb's Landing Community Association shall be by the elected representative of the Members belonging to one Neighborhood, which shall be, unless decided otherwise by majority vote of the Members, the President of the Neighborhood Association. Each elected representative shall cast only one (1) vote on all matters.

ARTICLE XI  
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 XII  
REGISTERED AGENT

The registered agent of the Association shall be determined by the Board of Directors from time to time, and shall be on file with the Florida Secretary of State.

ARTICLE XIII  
DEDICATION OF PROPERTIES OR TRANSFER  
OF FUNCTION TO PUBLIC AGENCY OR UTILITY

The Association shall have power to dispose of its real properties only as authorized under the recorded covenants restrictions applicable to said properties.

ARTICLE XIV  
DISPOSITION OF ASSETS UPON DISSOLUTION

Upon dissolution of the Association which shall require the consent of two-thirds (2/3) of the members of each class of membership, the assets, both real and personal, of the Association shall be dedicated to an appropriate public agency or utility to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the Association. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust, or other organization to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the Association. No such disposition of the Association's properties shall be effective to divest or diminish any right or title vested in any Member under the recorded covenants and deeds applicable to the Properties unless made in accordance with the provisions of such covenants and deeds.

ARTICLE XV  
DEFINITIONS

Terms used in these Articles of Incorporation, unless otherwise defined in these Articles of Incorporation, shall have the meanings described in the Declaration.

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**END OF AMENDED AND RESTATED ARTICLES OF INCORPORATION**