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CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Wellington at Meadow Pointe Homeowners Association, Inc.

Filing Evidence

- ☐ Plain/Confirmation Copy
- ☒ Certified Copy

Retrieval Request

- ☐ Photocopy
- ☐ Certified Copy

Type of Document

- ☐ Certificate of Status
- ☐ Certificate of Good Standing
- ☐ Articles Only
- ☐ All Charter Documents to Include
Articles & Amendments
- ☐ Fictitious Name Certificate
- ☐ Other

NEW FILINGS	
	Profit
X	Non Profit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of RA Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Reports
	Fictitious Name
	Name Reservation
	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Liability
	Reinstatement
	Trademark
	Other

**ARTICLES OF INCORPORATION
OF
WELLINGTON AT MEADOW POINTE HOMEOWNERS ASSOCIATION, INC.,
a Florida corporation not for profit**

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In compliance with the requirements of Florida Statute, Chapter 617, the undersigned, a resident of Florida, and of full age, for the purpose of forming a corporation not for profit does hereby certify:

**ARTICLE I
NAME OF CORPORATION**

The name of the corporation is **WELLINGTON AT MEADOW POINTE HOMEOWNERS ASSOCIATION, INC.**, a Florida corporation not for profit organized under Chapter 617 of the Florida Statutes (the "**Association**").

**ARTICLE II
PRINCIPAL OFFICE**

The principal office of the Association is located at 9950 Princess Palm Avenue, Suite 102, Tampa, Florida 33619.

**ARTICLE III
REGISTERED AGENT**

NRAI Services, Inc., whose address is 2731 Executive Park Drive, Suite 4, Westin, FL 33331, is hereby appointed the initial registered agent of the Association.

**ARTICLE IV
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 organized and for which it is to be operated are to provide for maintenance, preservation, and care of the property of the Association, and to provide architectural control of the residence lots and common area within that certain tract of property (the "**Property**") described in the Master Declaration of Covenants, Conditions and Restrictions of Wellington at Meadow Pointe, recorded or to be recorded in the Public Records of Pasco County, Florida (the "**Declaration**") and as the same may be amended from time to time as therein provided, to exercise all other rights and responsibilities of the Association under the Declaration, and to promote the health, safety and welfare of the residents within the Property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for these purposes. In connection therewith, the Association shall have the following powers:

(a) To exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Declaration.

(b) To fix, levy, collect and enforce payment by any lawful means, all charges or assessments due to the Association or any other person affiliated with the Association pursuant to the terms of the Declaration; to pay all expenses in connection therewith; and to pay 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) 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.

(d) To borrow money, and with the affirmative vote (in person or by proxy) or written consent, or any combination thereof, of members holding not less than two-thirds (2/3) of the total votes of the Association, mortgage, pledge, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred.

(e) To dedicate, sell, or transfer all or any part of the common area as defined in the Declaration (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. Any such dedication or transfer shall be effective with the affirmative vote (in person or by proxy) or written consent, or any combination thereof, of members holding not less than two-thirds (2/3) of the total votes of the Association.

(f) To participate in mergers and consolidations with other non-profit corporations organized for the same purposes, provided that any such merger or consolidation shall have the assent of members holding not less than two-thirds (2/3) of the total votes of the Association.

(g) To have and to exercise any and all powers, rights and privileges which a corporation organized under Florida law, including Chapter 617, Florida Statutes, by law may now or hereafter have or exercise.

(h) To have and to exercise any and all powers, rights and privileges which an association may be entitled or required to exercise pursuant to Chapter 720, Florida Statutes.

(i) To levy and collect adequate assessments against members of the Association for the costs of maintenance and operation of the surface water or stormwater management systems, including but not limited to work within retention areas, drainage structures, and drainage easements.

(j) To operate, maintain, and manage the surface water or stormwater management system, including all lakes, retention areas, culverts, and related appurtenances, in a manner consistent with the Southwest Florida Water Management District ("SWFWMD") permit requirements and applicable SWFWMD rules, and assist in the enforcement of the restrictions and covenants contained therein.

(k) To adopt and publish rules and regulations governing the use of the Common Area, and the personal conduct of the members and their guests thereon, and to establish penalties for any infraction thereof;

(l) To sue and be sued in the name of the Association.

ARTICLE V **MEMBERSHIP**

Every Owner of a Lot or a Condominium Unit is a Member of the Association. An Owner of more than one (1) Lot or Condominium Unit is entitled to one (1) membership for each Lot or Condominium Unit owned with the voting rights described in Article VI hereof. Each membership is appurtenant to the Lot or Condominium Unit upon which it is based and each membership shall transfer automatically by conveyance of title to such Lot or Condominium Unit and may not be separated from ownership of a Lot or Condominium Unit. No person except an Owner may be a Member of the Association, and a membership in the Association may not be transferred except by transfer of title to a Lot or Condominium Unit.

ARTICLE VI **VOTING RIGHTS**

The Association shall have two classes of voting membership with the relative rights and preferences as follows:

Class A. Class A members shall be all Owners of a Lot or Condominium Unit, with the exception of the Declarant (as defined in the Declaration), and shall be entitled to one (1) vote for each Lot or Condominium Unit.

Class B. The Class B member shall be the Declarant, and shall be entitled to five (5) votes for each Lot or Condominium Unit owned. The Class B membership shall cease and be converted to Class A or membership on the happening of the following events, whichever occurs earlier:

- (a) when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership; or
- (b) the date exactly ten (10) years after the recording of this Declaration; or
- (c) on a date when Declarant shall record a notice terminating its Class B membership status.

When more than one (1) person holds an interest in any Lot or Condominium Unit, all such persons shall be members. The vote shall be exercised as they determine, but in no event shall more than one (1) vote be cast with respect to any Lot or Condominium Unit.

ARTICLE VII
BOARD OF DIRECTORS

The affairs of the Association shall be managed by a board of not less than three (3) Directors nor more than seven (7), who need not be members of the Association (the "Board"). The initial number of directors shall be three (3) and may be changed by amendment of the bylaws of the Association, provided that the number of Directors shall always consist of an odd number. The names and addresses of the persons who are to act in the capacity of directors until the election of their successors are:

Scott Dispenza
9950 Princess Palm Avenue
Suite 102
Tampa, Florida 33619

Carol R. Fezzey
9950 Princess Palm Avenue
Suite 102
Tampa, Florida 33619

Mary Andriotis
9950 Princess Palm Avenue
Suite 102
Tampa, Florida 33619

The manner in which the directors are appointed is as stated in the bylaws.

ARTICLE VIII
DISSOLUTION

The Association may be dissolved upon the affirmative vote (in person or by proxy) or written consent or any combination thereof, of members holding not less than two-thirds (2/3) of the total votes of the Association. 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 or to any non-profit corporation, association, trust, or other organization to be used for purposes similar to those for which this Association was created.

In the event of termination, dissolution, or final liquidation of the Association, the responsibility for the operation and maintenance of the surface water or stormwater management system must be transferred to and accepted by an entity which would comply with Section 40, Florida Administrative Code, and be approved by SWFWMD prior to such termination, dissolution, or liquidation.

ARTICLE IX
DURATION

The existence of the Association shall commence with the filing of these Articles of Incorporation with the Secretary of State, Tallahassee, Florida. The Association shall exist perpetually.

ARTICLE X
AMENDMENTS

The Association shall have the right to amend these Articles of Incorporation at any time upon the affirmative vote (in person or by proxy) or written consent or any combination thereof, of members holding not less than two-thirds (2/3) of the total votes of the Association, provided that any amendment to these Articles of Incorporation which affects the Surface Water or Stormwater Management System (as defined in the Declaration) shall require written approval of SWFWMD. Amendments may be proposed by resolution approved by a majority of the Board; provided, however, that no amendment shall make any changes in the qualifications for membership nor the voting rights of the members, without approval in writing by all members and the joinder of all record owners of mortgages upon the Lots. No amendment shall be made that is in conflict with Florida law or the Declaration unless the latter is amended to conform to the same.

ARTICLE XI
BYLAWS

The bylaws of the Association shall be adopted by the Board at the first meeting of Directors, and may be altered, amended or rescinded thereafter in the manner provided therein.

ARTICLE XII
HUD/VA APPROVAL

As long as there is a Class B membership and the Department of Housing and Urban Development ("HUD") or Veterans Administration ("VA") is holding, insuring, or guaranteeing any loan secured by property subject to the Declaration, the following actions will require the prior approval of the HUD or VA: annexation of additional properties, mergers and consolidations, mortgaging of Common Area, dissolution of the Association, and amendment of these Articles of Incorporation.

ARTICLE XIII
INCORPORATOR

The name and address of the incorporator is:

Edward Hand
c/o NRAI Services, Inc.
2731 Executive Park Drive, Suite 4
Westin, Florida 33331

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, the undersigned, constituting the sole incorporator of this Association, has executed these Articles of Incorporation this 1st day of July, 2005.

Edward Hand

Print Name: Edward Hand

CONSENT OF REGISTERED AGENT

Having been named as Registered Agent for this corporation at the office designated in the foregoing Articles of Incorporation, the undersigned is familiar with the duties and obligations of Registered Agents and hereby agrees to act in this capacity and to comply with all statutes relative to the proper and complete performance of its duties.

NRAI SERVICES, INC.

By: Edward Hand
Print Name: Edward Hand
Print Title: Assistant Secretary

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