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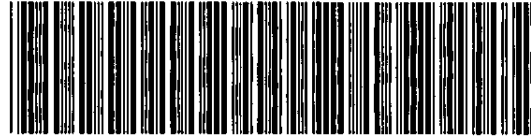
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*Restated  
Articles*

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TALLAHASSEE, FLORIDA

*DR*  
8/22/14



WESTERMAN  
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August 8, 2014

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

*Via U.S. Mail*

Re: Highland Bluff Property Owners Association, Inc.

Dear Sir/Madam:

Enclosed please find the following:

1. Certificate of Amendment to the Articles of Incorporation of Highland Bluff and Articles of Restatement for the Articles of Incorporation.
2. Our firm's check #20776 in the amount of \$35.00.

Please record the enclosed documents on the above referenced. Once the documents have been recorded, please return conforming copies of the recorded documents to me

Should you have any questions, please do not hesitate to contact me.

Sincerely,

Kimberly B. Cook, Esquire

KBC/jlb  
Enclosures as stated

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2014 AUG 11 PM 3:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF RESTATMENT FOR THE**  
**ARTICLES OF INCORPORATION OF**  
**HIGHLAND BLUFF PROPERTY OWNERS ASSOCIATION, INC.**

Pursuant to the provisions of Section 617.1007, Florida Statutes, Highland Bluff Property Owners Association, Inc., a Florida not-for-profit corporation, for which the original Articles of Incorporation were filed with the Florida Department of State on July 12, 2005, by resolution duly adopted by its Board of Directors, and as approved by a vote of no less than a majority of members, and in accordance with applicable law, hereby adopts the following Amended and Restated Articles of Incorporation.

**ARTICLE I**  
**Name**

The name of the corporation (hereinafter called the "Association") is HIGHLAND BLUFF PROPERTY OWNERS ASSOCIATION, INC.

**ARTICLE II**  
**Definitions**

The definitions set forth in the Amended and Restated Declaration of Covenants, Conditions and Restrictions for Highland Bluff, which will be recorded among the Public Records of Pasco County, Florida (the "Restated Declaration") are hereby incorporated by reference.

**ARTICLE III**  
**Purposes and Powers**

The Association is a non-profit corporation and does not contemplate pecuniary gain or profit to its members. The Association is formed for the primary purpose of providing for maintenance, preservation, operation and control of the Common Properties and controlling and preserving the Easements that are within the certain subdivided tract of real property known as Highland Bluff (the "Development"), platted as "Highlands II" in Plat Book 50, Page 132, et seq., Pasco County, Florida. The Association is also formed to promote the health, safety and welfare of the residents within the above described Development as well as enforcing the covenants and restrictions contained in the Restated Declaration.

In furtherance of such purposes, the Association shall have the power to:

- a) Perform all of the duties and obligations of the Association as set forth in the Restated Declaration, which is applicable to the Development;
- b) Affix, levy, and collect all charges and assessments pursuant to the terms of the Restated Declaration, enforce payment of same by any lawful means and pay all expenses in connection therewith;

c) Pay all office and other expenses incidental to the conduct of the business of the Association, including all taxes, licenses, or governmental charges levied on or imposed against the property of the Association;

d) Maintain, repair, improve, and insure the Common Properties as defined in the Restated Declaration and other real or personal property which the Association owns or which it has assumed the obligation to maintain, including without limitation the Perimeter Fence Easement, the surface water management system which includes the lakes, retention areas, culverts, and related appurtenances;

e) Pay all Association expenses;

f) Make, amend and enforce reasonable rules and regulation for the use of the property it owns or maintains and for use of the Lots, as such term is defined in the Restated Declaration;

g) Enforce the terms of the Restated Declaration, these Articles, and the Bylaws of the Association;

h) Sue and be sued;

i) Contract for operation and maintenance services;

j) Require all of the Owners to be members of the Association;

k) Acquire by gift, purchase, or otherwise, own, hold, and improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate to public use, or otherwise dispose of real and personal property in connection with the affairs of the Association;

l) Borrow money and, subject to the consent by vote or written instrument of thirty percent (30%) of the members, mortgage, pledge, convey by deed of trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

m) Dedicate, sell, or transfer all or any part of the Common Properties or Easements to any municipality, public agency, authority, or utility for such purposes and subject to such conditions as may be agreed upon by the members. No such dedication or transfer shall be effective unless an instrument has been signed by thirty percent (30%) of members, agreeing to such dedication, sale or transfer;

n) Create or grant easements;

o) Participate in mergers and consolidations with other non-profit corporations organized for the same purposes;

p) Exist in perpetuity, but in the event that the Association is dissolved, the Common Properties, including the surface water management system, shall be conveyed to an appropriate

agency of local government, or if not accepted, to a nonprofit corporation with similar purposes; and

q) Have and exercise any and all powers, rights, and privileges that a non-profit corporation organized under Chapter 617 of the Florida Statutes by law may now or hereafter have or exercise.

The Association is organized and shall be operated exclusively for the purposes set forth above. The activities of the Association will be financed by assessments against members as provided in the Restated Declaration; and no part of any net earnings of the Association will inure to the benefit of any member.

#### **ARTICLE IV** **Eligibility for Membership**

All Owners of Lots shall be members of the Association. Membership shall be appurtenant to and may not be separated from ownership of a Lot which is subject to assessment by the Association.

#### **ARTICLE V** **Term**

The period of duration of the Association shall be perpetual, unless dissolved according to law.

#### **ARTICLE VI** **Management**

The affairs of the Association shall be managed by a Board of Directors. The Board of Directors, the number of which shall be set forth in the Bylaws, shall consist of not less than three (3) or more than five (5) directors. Directors shall be elected or removed in accordance with the Bylaws.

#### **ARTICLE VII** **Bylaws**

The Bylaws of the Association may be made, amended, altered, or rescinded at any annual meeting of the Association or at any special meeting duly called for such purpose, on the affirmative vote of thirty percent (30%) of members existing at the time of, and present at, such meeting.

#### **ARTICLE VIII** **Amendments**

Amendments to these Articles of Incorporation may be proposed by any member of the Association. These Articles may be amended at any annual meeting of the Association, or at any

special meeting duly called and held for such purpose, on the affirmative vote of no less than thirty percent (30%) of members existing at the time of, and present at, such meeting.

**ARTICLE IX**  
**Distribution of Assets**

In the event the Association shall dissolve or otherwise terminate its corporate existence subject to Chapter 617, Florida Statutes, any remaining assets of the Association shall be distributed pursuant to the plan of distribution, which must be approved in accordance with applicable statutes.

**ARTICLE X**  
**Address, Registered Agent and Incorporator**

The Association's principal and mailing address is: 37126 Highland Bluff Circle, Dade City, FL 33523 & its registered agent is Vera Pasic, whose address is 37126 Highland Bluff Circle, Dade City, FL. The Association's registered office and registered agent may be changed from time to time by the Board of Directors as provided by law.

IN WITNESS WHEREOF, the undersigned officers of the corporation have executed these Amended and Restated Articles of Incorporation on the 18<sup>th</sup> day of July, 2014.

Highland Bluff Property Owners Association, Inc.

By: Cecil Logan  
Signature

CECIL LOGAN  
(name, typed or printed)  
Position: TREASURER

By: Annie B. Garcia  
Signature

Annie B. Garcia  
(name, typed or printed)  
Position: Vice - President

STATE OF FLORIDA  
COUNTY OF Pasco

Sworn to or affirmed and signed before me on July 18<sup>th</sup>, 2014 by Annie B. Garcia (name of person making statement).

☒ Personally Known  
☐ Produced Identification  
Type of Identification Produced:  
FL drivers license

Christina  
(Signature of Notary Public - State of Florida)

Christina Paredes  
(Print, Type, or Stamp Commissioned Name of Notary Public)



Christina Paredes  
State of Florida  
MY COMMISSION # EE 878560  
Expires: February 26, 2017

Prepared by and return to:  
Westerman Zetrouer, P.A.  
Marielle Westerman, Esq.  
146 2<sup>nd</sup> St. N., Suite 100  
St. Petersburg, FL 33701

RESTATED

**ARTICLES OF INCORPORATION OF  
HIGHLAND BLUFF PROPERTY OWNERS ASSOCIATION, INC.**

The undersigned officers of Highland Bluff Property Owners Association, Inc., the corporation in charge of the operation and control of Highland Bluff, according to the Declaration of Covenants, Conditions and Restrictions thereof as recorded in Official Records Book 6464, Page 528, et seq., of the Public Records of Pasco County, Florida, hereby certify that the following attached Amended and Restated Articles of Incorporation were approved by vote of not less than the majority of members existing at the time of and present in person or by proxy at the special meeting held on the 10th day of July, 2014, which is a sufficient number for approval of the Amended and Restated Articles of Incorporation. The undersigned further certify that the Amended and Restated Articles of Incorporation were proposed and approved in accordance with the documents governing Highland Bluff Property Owners Association, Inc. and applicable law.

IN WITNESS WHEREOF, Highland Bluff Property Owners Association, Inc. has caused this Certificate to be executed in its name on the 18<sup>th</sup> day of July, 2014.

Witness

By: William Humphrey  
(name, typed or printed)

Witness  
Signature: William Humphrey

Witness

By: Christina Paredes  
(name, typed or printed)

Witness  
Signature: Christina

STATE OF FLORIDA  
COUNTY OF PASCO

Sworn to or affirmed and signed before me on July 18<sup>th</sup>, 2014 by Annie B. Garcia (name of person making statement).

☒ Personally Known  
☐ Produced Identification  
Type of Identification Produced FL drivers license

Highland Bluff Property Owners  
Association, Inc.

By: Annie B. Garcia  
Signature

Annie B. Garcia  
(name, typed or printed)  
Position: Vice-President

ATTEST:

By: Cecil Logan  
Signature

CECIL LOGAN  
(name, typed or printed)  
Position: TREASURER

Christina  
(Signature of Notary Public - State of Florida)

Christina Paredes  
(Print, Type, or Stamp Commissioned Name of Notary Public)



Christina Paredes  
State of Florida  
MY COMMISSION # EE 878560  
Expires: February 26, 2017