

N05000010040

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

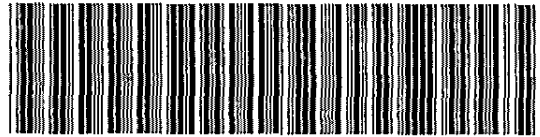
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



700079561327

*Amended &
Restated*

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2006 OCT -4 PM 4:44

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2003 OCT -3 AM 11:53
TO: JIMMIE LEE
SECRETARY OF FILING

10/5/06



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 496753 7513858

AUTHORIZATION :

Spuddelean

COST LIMIT : \$ 43.75

ORDER DATE : October 2, 2006

ORDER TIME : 9:15 AM

ORDER NO. : 496753-005

CUSTOMER NO: 7513858

DOMESTIC AMENDMENT FILING

NAME: TRINITY VILLAGE CENTER
PROPERTY OWNERS' ASSOCIATION,
INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap -- EXT# 2951

EXAMINER'S INITIALS: _____



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 3, 2006

CSC
ATTN: CARINA
TALLAHASSEE, FL

SUBJECT: TRINITY VILLAGE CENTER PROPERTY OWNERS'
ASSOCIATION, INC.
Ref. Number: N05000010040

RECEIVED

06 OCT -4 PM 4:18

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL

RESUBMIT

We have received your document for TRINITY VILLAGE CENTER PROPERTY OWNERS' ASSOCIATION, INC. and the authorization to debit your account in the amount of \$43.75. However, the document has not been filed and is being returned for the following:

The date of adoption/authorization of this document must be a date on or prior to submitting the document to this office, and this date must be specifically stated in the document. If you wish to have a future effective date, you must include the date of adoption/authorization and the effective date. The date of adoption/authorization is the date the document was approved.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6903.

Cheryl Coulliette
Document Specialist

Letter Number: 206A00058652

AMENDED AND RESTATED ARTICLES OF INCORPORATION -4 PM 4:44
OF
TRINITY VILLAGE CENTER
PROPERTY OWNERS' ASSOCIATION, INC.

The undersigned, being all of the Board of Directors of Trinity Village Center Property Owner's Association, Inc., hereby certifies pursuant to Section 617.1007 that this Amended and Restated Articles of Incorporation was adopted July 6, 2006, by the Board of Directors and does not contain any amendments requiring member approval, and adopts the following Amended and Restated Articles of Incorporation:

ARTICLE I
NAME OF CORPORATION

The name of the corporation is TRINITY VILLAGE CENTER PROPERTY OWNERS' ASSOCIATION, INC., a non-profit corporation organized under Chapter 617 of the Florida Statutes (the "**Association**").

ARTICLE II
PRINCIPAL OFFICE

The initial principal office of the Association is located at c/o Pepple Johnson Cantu & Schmidt, PLLC., 25400 US Highway 19 North, Suite 116, Clearwater, Florida 33763 which shall be the initial registered office of the Association.

ARTICLE III
REGISTERED AGENT

Amber F. Williams, whose address is c/o Pepple Johnson Cantu & Schmidt, PLLC., 25400 US Highway 19 North, Suite 116, Clearwater, Florida 33763, 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, operation, repair, preservation, and care of the property of the Association, which is situated on or within the real property (the "**Property**") described in the Declaration of Restrictions, Covenants and Conditions and Grant of Easements to be recorded in Pasco County, Florida (the "**Declaration**") and as the same may be amended from time-to-time as therein provided, including but not limited to, the Surface Water and Stormwater Management System described in the Declaration. 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 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.

(f) 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.

(g) 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 (defined and described in the Declaration), including but not limited to work within retention areas, drainage structures, and drainage easements.

(h) To operate, maintain, and manage the Surface Water and Stormwater Management System (defined and described in the Declaration), including all lakes, retention areas, culverts, and related appurtenances, in a manner consistent with the South Florida Water Management District permit(s) pertaining to the Property, requirements and applicable District rules, and assist in the enforcement of the restrictions and covenants which relate to the Surface Water or Stormwater Management System.

(i) To adopt and publish rules and regulations governing the use of and operation of the Surface Water and Stormwater Management System (defined and described in the Declaration), and to establish penalties for any infraction thereof;

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

ARTICLE V MEMBERSHIP

Every person or entity who is, from time to time, a record owner of a fee or undivided fee interest in any Parcel (as defined and described in the Declaration) which is subject to the Declaration, including contract sellers, shall be a member of the Association. The foregoing shall not 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 Parcel which is subject to assessment by the Association.

ARTICLE VI 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. The names and addresses of the persons who are to act in the capacity of directors until the election of their successors are:

DAVID L. BRANDON
557 Alternate 19 North
Palm Harbor, FL 34683-4432

DAVID W. DUNBAR
32845 U.S. Highway 19 North
Palm Harbor, FL 34684

LAWRENCE P. LEAHON
31622 U.S. 19 North
Palm Harbor, FL 34684

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

ARTICLE VII **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 40C-42.027, Florida Administrative Code, and be approved by the South Florida Water Management District prior to such termination, dissolution, or liquidation.

ARTICLE VIII **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 IX **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. 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 X **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.

[Signatures on following pages]

IN WITNESS WHEREOF, these Amended and Restated Articles of Incorporation have been executed by the sole Directors of Trinity Village Center Property Owners Association, Inc., dated effective as of the 7th day of July, 2006.

Robert J. Carr

Print Name: Robert J. Carr

Kathleen White

Print Name: KATHLEEN WHITE

David L. Brandon
DAVID L. BRANDON *member* / V.P.

STATE OF FLORIDA

COUNTY OF Pinellas

The foregoing was acknowledged and subscribed before me this 7 day of July, 2006, by DAVID L. BRANDON, as a Director of Trinity Village Center Property Owners' Association, Inc, a Florida non-profit corporation, on behalf of such corporation, who is personally known to me.



Stephanie Sittman
(Notary Public Signature)
Print Name: STEPHANIE SITTMAN
My Commission Expires: 9/9/08

Elizabeth C. Stiles
Print Name: Elizabeth C. Stiles

C. Peter Bardin
Print Name: C. Peter Bardin



DAVID W. DUNBAR

STATE OF FLORIDA

COUNTY OF Puellas

The foregoing was acknowledged and subscribed before me this 9th day of August, 2006, by DAVID W. DUNBAR, as a Director of Trinity Village Center Property Owners' Association, Inc, a Florida non-profit corporation, on behalf of such corporation, who is personally known to me.



Elizabeth C. Stiles
MY COMMISSION # DD167946 EXPIRES
December 28, 2006
BONDED THRU TROY FAIR INSURANCE, INC.

Elizabeth C. Stiles
(Notary Public Signature)
Print Name: Elizabeth C. Stiles
My Commission Expires: Dec. 28, 2006

Jamie M. Rogers
Print Name: Jamie M. Rogers

Amber F. Williams
Print Name: Amber F. Williams

Lawrence P. Leahon
LAWRENCE P. LEAHON

STATE OF FLORIDA
COUNTY OF Pinellas

The foregoing was acknowledged and subscribed before me this 2nd day of August, 2006, by LAWRENCE P. LEAHON, as a Director of Trinity Village Center Property Owners' Association, Inc, a Florida non-profit corporation, on behalf of such corporation, who is personally known to me.



Jamie M. Rogers
(Notary Public Signature)
Print Name: _____
My Commission Expires: _____

CONSENT OF REGISTERED AGENT

Registered Agent: Amber F. Williams
c/o Pepple Johnson Cantu & Schmidt, PLLC
25400 US Highway 19 North, Suite 116
Clearwater, Florida 33763

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



Amber F. Williams, Registered Agent