

ND5000012742

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(Address)

(City/State/Zip/Phone #)

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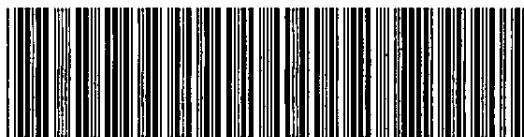
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TALLAHASSEE, FLORIDA

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**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** SOUTHSHORE PLAZA ASSOCIATION, INC.

**DOCUMENT NUMBER:** N05000012742

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

STEVEN L. SPARKMAN

(Name of Contact Person)

STEVEN L. SPARKMAN, P.A.

(Firm/ Company)

POST OFFICE BOX 2058

(Address)

PLANT CITY, FLORIDA 33564-2058

(City/ State and Zip Code)

For further information concerning this matter, please call:

STEVEN L. SPARKMAN

(Name of Contact Person)

at ( 813 ) 759-1444

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &  
Certificate of Status

☒ \$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)

☐ \$52.50 Filing Fee  
Certificate of Status  
Certified Copy  
(Additional Copy  
is enclosed)

**Mailing Address**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**AMENDED AND RESTATED ARTICLES OF INCORPORATION**  
**OF**  
**SOUTHSHORE PLAZA ASSOCIATION, INC.**  
**A Florida Not for Profit Corporation**

**THE BOARD OF DIRECTORS**, there being no members of the corporation as of November 19, 2007, acting by unanimous written consent in lieu of a meeting on November 19, 2007, pursuant to the *Florida Not for Profit Corporation Act*, hereby adopts the following Amended and Restated Articles of Incorporation:

**ARTICLE 1.**

The name of the corporation is: **SOUTHSHORE PLAZA ASSOCIATION, INC.**

**ARTICLE 2.**

The physical and mailing address of the principal office of the corporation is:

316 East Bloomingdale Avenue  
Brandon, Florida 33511

**ARTICLE 3.**

The corporation is organized, and shall be operated exclusively for, the following purposes:

(a) To enforce the Declaration of Covenants, Conditions and Restrictions of Southshore Plaza (the "Declaration"), for the Southshore Plaza development consisting of commercial/retail/office tracts or parcels in Hillsborough County, Florida, to be the association referred to in said Declaration and to assess commercial/retail/office tract or parcel owners in accordance with the said Declaration.

(b) To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property in the State of Florida and in all other states and countries.

(c) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

(d) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of, the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner

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of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

(e) To exercise all rights and powers conferred by the laws of the State of Florida upon not for profit corporations, including without limiting the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein.

(f) To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

(g) To operate and maintain the surface water management system facilities within Southshore Plaza as same is described and defined in the Declaration, including all inlets, ditches, swales, culverts, water control structures, retention and detention areas, ponds, lakes, floodplain compensation areas, wetlands and any associated buffer areas, and wetland mitigation areas.

#### **ARTICLE 4.**

The membership of this Corporation shall consist of the owners of the commercial/retail/office tracts or parcels in Southshore Plaza as same is described and defined in the Declaration. There shall only be one (1) member per tract or parcel.

#### **ARTICLE 5.**

The street address of the initial registered office and the name of the initial Registered Agent of this corporation shall be:

**Manuel A. Diaz Jr.  
316 East Bloomingdale Avenue  
Brandon, Florida 33511**

#### **ARTICLE 6.**

The name and address of the incorporator executing the original Articles of Incorporation was:

**Manuel A. Diaz, Jr.  
316 East Bloomingdale Avenue  
Brandon, Florida 33511**

## **ARTICLE 7.**

The names and addresses of the initial Board of Directors, who, unless otherwise provided in the bylaws, served for the first year of existence of the corporation, and/or until their successors are elected and have qualified, are:

James P. McCullagh  
11305 Leprechaun Dr.  
Riverview, FL 33569

L. David Scott  
942 Symphony Isles Blvd.  
Apollo Beach, FL 33572

Manuel A. Diaz, Jr.  
2605 Bucknell Drive  
Valrico, FL 33594

## **ARTICLE 8.**

The officers by whom the affairs of the corporation are to be managed shall be a President, one (1) or more Vice-presidents, a Secretary and a Treasurer, and a Board of not less than three (3) nor more than five (5) Directors. Such officers and Directors shall be elected by the members of the corporation at the regular business meeting of the corporation in December of each year or as soon thereafter as may be practical.

## **ARTICLE 9.**

The original effective date of this corporation was upon filing of its original Articles of Incorporation on December 21, 2005, at which time it commenced existence. The corporation shall have perpetual existence thereafter; provided, however, if the corporation is dissolved, the control or right of access to the property containing the surface water management system facilities within Southshore Plaza, as same is described and defined in the Declaration, shall be conveyed or dedicated to an appropriate governmental unit or public utility; provided further, however, that if no appropriate governmental unit or public utility shall accept the control or right of access to the property containing the surface water management system facilities within Southshore Plaza, then the surface water management facilities shall be conveyed to a nonprofit corporation similar to this corporation..

## **ARTICLE 10.**

The Bylaws of the corporation are to be made and adopted by the Board of Directors, and may be altered, amended or rescinded by the Board of Directors.

#### **ARTICLE 11.**

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and to all rights and privileges conferred upon the Members, Directors, and Officers are subject to this reservation. The Articles of Incorporation may be amended by a two-thirds (2/3) majority vote of the full Board of Directors, in accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless more specific provisions for amendments are adopted by the corporation pursuant to law.


#### **ARTICLE 12.**

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its Members, Directors, or Officers, but the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 3 hereof.

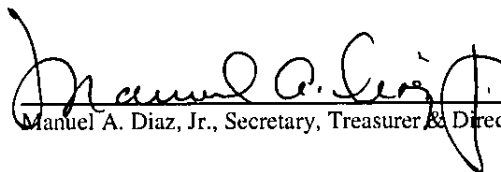
#### **ARTICLE 13.**

In the event of the dissolution of this corporation, all assets shall be distributed to the owner of record of the "common area" defined at Article I, Section 6 of the Declaration.

**IN WITNESS WHEREOF**, the undersigned have signed these Amended and Restated Articles of Incorporation on this 15 day of November 2007.

  
James P. McCullagh, President and Director

  
L. David Scott, Vice President and Director

  
Manuel A. Diaz, Jr., Secretary, Treasurer & Director

**STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH**

**THE FOREGOING INSTRUMENT** was acknowledged before me this 19<sup>th</sup> day of November 2007, by **James P. McCullagh**, as President and Director of the corporation, by **L. David Scott**, as Vice President and Director of the corporation, and by **Manuel A. Diaz, Jr.**, as Secretary, Treasurer and Director of the corporation.

Jeffrey L. Marvin  
Sign Name

Jeffrey L. Marvin  
Print Name

NOTARY PUBLIC, STATE OF FLORIDA AT LARGE

(Affix Notary Seal)

James P. McCullagh is:

Personally Known ✓ or

Produced Identification \_\_\_\_\_

Type of Identification Produced \_\_\_\_\_

L. David Scott is:

Personally Known ✓ or

Produced Identification \_\_\_\_\_

Type of Identification Produced \_\_\_\_\_

Manuel A. Diaz, Jr. is:

Personally Known ✓ or

Produced Identification \_\_\_\_\_

Type of Identification Produced \_\_\_\_\_

NOTARY PUBLIC-STATE OF FLORIDA  
**Jeffrey L. Marvin**  
Commission #DD693249  
Expires: SEP. 14, 2011  
BONDED THRU ATLANTIC BONDING CO., INC.

Articles of Amendment  
to  
Articles of Incorporation  
of

SOUTHSORE PLAZA ASSOCIATION, INC.

(Name of corporation as currently filed with the Florida Dept. of State)

N05000012742

(Document number of corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

**NEW CORPORATE NAME (if changing):**

N/A

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not be used in the name of a not for profit corporation)

**AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE)** Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (**BE SPECIFIC**)

PLEASE SEE ATTACHED AMENDED AND RESTATED ARTICLES OF INCORPORATION

(Attach additional pages if necessary)  
(continued)



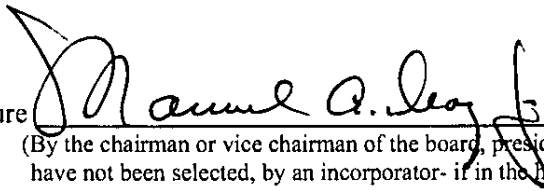
The date of adoption of the amendment(s) was: NOVEMBER 19, 2007

Effective date if applicable: \_\_\_\_\_  
(no more than 90 days after amendment file date)

**Adoption of Amendment(s) (CHECK ONE)**

- ☐ The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- ☒ There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signature



(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

MANUEL A. DIAZ, JR.

(Typed or printed name of person signing)

SECRETARY & DIRECTOR

(Title of person signing)

**FILING FEE: \$35**