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PONCE DE LEON OFFICE CENTER OWNERS ASSOCIATION, INC.

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RESTATED ARTICLES OF INCORPORATION

OF

PONCE DE LEON OFFICE CENTER OWNERS ASSOCIATION, INC.

The undersigned, being the President and Secretary of the corporation, after the approval of seventy five (75%) percent of the Members, do hereby make, subscribe, acknowledge and file with the Department of the State of Florida these Restated Articles of Incorporation for the purpose of amending the existing Articles of Incorporation by deleting the existing Articles and replacing with the following:

ARTICLE I NAME

The name of this corporation is **PONCE DE LEON OFFICE CENTER OWNERS ASSOCIATION, INC.**, a Florida corporation not for profit (hereinafter called the "Association" in these Articles).

ARTICLE II OFFICE AND REGISTERED AGENT

The Association's registered agent is J. PAUL RAYMOND, Esquire, who maintains a business office at: 625 Court Street, Suite 200, Clearwater, FL 33756 which shall also be the Association's registered office. Both the Association's registered office and registered agent may be changed from time to time by the Board of Directors as provided by law.

ARTICLE III PURPOSE

This Association does not contemplate pecuniary gain or profit to its members and the specific purposes for which it is formed are to provide for the maintenance, preservation and

Prepared by:
J. Paul Raymond, Esq.
Post Office Box 1669
Clearwater, FL 33757
(727) 441-8966
Florida Bar #0169268

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architectural control of all common areas and lots within that certain tract of property (hereinafter called the "Property") in Pinellas County, Florida, and more particularly described as:

The Subdivision known as Offices at Ponce De Leon consisting of that property described in the plat thereof consisting of Lots 1-8, inclusive and Tract A, Offices at Ponce De Leon, a subdivision lying within the North ½ of the Northeast Quarter of Section 28, Township 29 South, Range 15 East, Pinellas County, Florida as recorded in Plat Book 130, Pages 96 and 97, Public Records of Pinellas, County, Fl.

ARTICLE IV
POWERS

This Association is empowered to:

(a) Declaration. Exercise all rights, powers, privileges, and perform all duties, of this Association set forth in that certain Declaration of Covenants, Conditions, Restrictions and Easements for PONCE DE LEON OFFICE CENTER (hereinafter called the "Declaration") applicable to the Property and recorded or to be recorded in the above-referenced county, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth in full;

(b) Property. In any lawful manner, acquire, own, hold, improve, manage, operate, maintain, repair, replace, operate, convey, sell, lease, transfer, assign, and otherwise dispose of property of any nature whatsoever, real, personal, or mixed, tangible or intangible, in connection with this Association's affairs;

(c) Assessments. Fix, levy, collect, and enforce by any lawful means all charges or assessments established by, or pursuant to, the Declaration; and to use and expend the proceeds of assessments in the exercise of its powers and duties hereunder;

(d) Costs. Pay all costs, expenses, and obligations lawfully incurred in connection with this Association's affairs including, without limitation, all licenses, taxes, or other governmental charges levied or imposed against this Association's property;

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(e) Borrowing. Borrow money and mortgage, pledge, grant security interests in, or otherwise transfer any or all of its property as security for money borrowed, debts incurred, or any of its other obligations;

(f) Dedications. With the approval of eighty (80%) percent of the votes of the Members to dedicate, sell or transfer all or any part of its property to any public agency, authority, or utility for such purposes;

(g) Mergers. With the approval of eighty (80%) percent of the votes of the Members to participate in mergers and consolidations with other non-profit corporations organized for similar purposes;

(h) Rules. From time to time adopt, alter, amend, rescind, and enforce reasonable rules and regulations governing the use of the Lots and Common Property (as those terms are defined in the Declaration) consistent with the rights and duties established by the Declaration and these Articles;

(i) Levy/Collect Assessments. 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) Operate/Maintain. To operation, maintain, and manage conservation areas and the surface water and stormwater management system, including all lakes, retention areas, culverts, and related appurtenances, in a manner consistent with the Southwest Florida Water Management District permit requirements and applicable District rules, and assist in the enforcement of the restrictions and covenants contained therein.

(k) General. Have and exercise all common law rights, powers, and privileges and those that a corporation not for profit may now or hereafter have or exercise under the laws of the State of Florida, together with all other rights, powers, and privileges reasonably to be implied from the existence of any right, power, or privilege so granted, or granted by the Declaration or these Articles, or reasonably necessary to effectuate the exercise of any right, power, or privilege so granted;

(l) Enforcement. To enforce by legal means the obligations of the members of this Association and the provisions of the Declaration;

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(m) Litigation. To sue or be sued; provided, however, that this Association's right to sue any third party is limited in the manner described in the Declaration;

(n) Other. Engage in all lawful acts permitted or authorized by Section 617.0302, Fla. Stat.;

(o) The SouthWest Florida Water Management District [the "District"] has the right to take enforcement measures, including a civil action for injunction and/or penalties against the Association to compel it to correct any outstanding problems with the surface water management system facilities;

(p) Any amendment of the Declaration of protective covenants, deed restrictions, or declaration of condominium affecting the surface water management system facilities shall have the prior written approval of the District;

(q) If the Association ceases to exist, all of the lot owners, parcel owners or unit owners shall be jointly and severally responsible for operation and maintenance of the surface water management system facilities in accordance with the requirements of the Environmental Resource Permit, unless and until an alternate entity assumes responsibility for such operation and maintenance; and

(r) For projects which have on-site wetland mitigation which requires ongoing monitoring and maintenance, the Association shall allocate sufficient funds in its budget for monitoring and maintenance of the wetland mitigation area(s) each year until the District determines that such monitoring and maintenance is no longer necessary to comply with the Environmental Resource Permit.

ARTICLE V **MEMBERSHIP**

Every person who from time to time holds the record fee simple title to, or any undivided fee simple interest in, any Lot that is subject to the provisions of the Declaration is a member of this Association, including contract sellers, but excluding all other persons who hold any interest in any Lot merely as security for the performance of an obligation. An Owner of more than one Lot is entitled to one membership for each Lot owned. Membership is appurtenant to, and may not be separated from, ownership of at least one Lot that is subject to the provisions of the Declaration, and membership may not be transferred other than by transfer of title to such Lot. Each membership is transferred automatically by record conveyance or other transfer of title of a Lot.

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ARTICLE VI

VOTING AND VOTING RIGHTS

Section 1. This Association shall have one class of membership. The voting rights of the membership shall be appurtenant to the Ownership of the Lot. Each Owner shall be entitled to one vote for each square foot of the office building located on each Lot owned. When more than one person holds an interest in any Lot, all such persons shall be members. The votes for such Lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to each square foot of any office building located on each Lot. The votes allowed for each lot is as follows:

Lot 1- 2,000	Lot 5- 2,622
Lot 2- 2,500	Lot 6- 2,850
Lot 3- 2,000	Lot 7- 2,850
Lot 4- 2,500	Lot 8- 2,850

Section 2. Any Member who is 90 days or more delinquent in the payment of any charges duly levied by the Association against a Lot owned by such Member shall not be entitled to vote until all such charges, together with such reasonable penalties as the Board of Directors of the Association may impose, have been paid.

Section 3. Voting on all matters except the election of directors shall be by voiced vote or by show of hands unless a majority of the Members of each Class present at the meeting shall, prior to voting on any matter, demand a ballot vote on that particular matter. Where directors or Officers are to be elected by the Members, the solicitation of proxies for such elections may be conducted by mail.

ARTICLE VII

BOARD OF DIRECTORS

Section 1. This Association's affairs are managed by a Board of Directors. The number of Directors, from time to time, may be changed by amendment to this Association's By-Laws, but at all times there must be at least three (3) members. The Directors named below shall serve until this Association's next annual meeting. The term of office for all Directors is one year. Before any such annual meeting, all vacancies occurring on the Board of Directors, if any, will be filled by majority vote of the remaining Directors, even if less than a quorum. Any Director may succeed himself or herself in office. All Directors will be elected by majority Membership vote by written ballot or by written action approved

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by a majority of the Membership vote. Each member may vote for each vacancy; however, cumulative voting is not permitted. Directors need not be Association members.

Section 2. The names and addresses of the persons who will serve as Officers and Directors until their successors have been duly appointed or elected and qualify, unless they sooner die, resign, or are removed, are:

John H. Meek III	President/Director	1180 Ponce de Leon Blvd., # 501, Clearwater, FL 33756
Linda Chamberlain	Vice President & Director	500 Park Avenue, Belleair, FL 33756
Robin Lally	Treasurer, Director	1180 Ponce de Leon Blvd., #201, Clearwater, FL 33756
Jody Shirley	Secretary, Director	1180 Ponce de Leon Blvd., #801, Clearwater, FL 33756
Michael Lally	Director	1180 Ponce de Leon Blvd., #301, Clearwater, FL 33756

ARTICLE VIII INCORPORATOR

The name and business office of the incorporator was Greg A. Novak, whose address was 6654 78th Avenue North, Pinellas Park, FL 33781.

ARTICLE IX DISSOLUTION

This Association may be dissolved in the manner from time to time provided by the laws of the State of Florida and with the assent given in writing and signed by not less than eighty (80%) percent of the membership interest. Upon dissolution of this Association in any manner other than incident to a merger or consolidation, all of this Association's assets must be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. If dedication is refused, such assets must be granted, conveyed, and assigned to any nonprofit corporation, association, trust, or other organization to be devoted to such similar purposes. In no event, however, may any assets inure to the benefit of any member or other private individual.

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

ARTICLE X
DURATION

This Association exists perpetually.

ARTICLE XI
BY-LAWS

This Association's By-Laws initially will be adopted by the Board of Directors. Thereafter, the By-Laws may be altered amended, or rescinded with the approval of the majority of the Board of Directors, except as to those provisions for amendment to the By-Laws which are provided in the Declaration or any future supplemental declaration in which case those provisions shall control such amendment.

ARTICLE XII
AMENDMENTS

Amendments to these Articles may be proposed and adopted in the manner from time to time provided by the laws of the State of Florida, provided that each such amendment must have the approval in writing of eighty (80%) percent of the entire membership interest, except as to those provisions for amendment to these Articles which are provided in the Declaration or any supplemental declaration in which case those provisions shall control such Amendments, or if the provision to be amended requires a higher percentage for a specified action, such provisions may not be amended except by the percentage vote specified therein.

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ARTICLE XIII
INTERPRETATION

Express reference is made to the Declaration where necessary to interpret, construe, and clarify the provisions of these Articles. Without limitation, all terms defined in the Declaration have the same meaning where used in these Articles. By subscribing and filing these Articles, the incorporator intends for its provisions to be consistent with the provisions of the Declaration and to be interpreted, construed, and applied with those of the Declaration to avoid inconsistencies or conflicting results.

ARTICLE XIV
INDEMNIFICATION

The corporation shall indemnify any individual who was or is a party to any proceeding (other than an action by, or in the right of, the corporation), by reason of the fact that such individual is or was a director, officer, employee, or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against liability incurred in connection with such proceedings, including any appeal thereof, including gross negligence, to the full extent as authorized by law, said indemnity to include but not be limited to expenses and amounts paid in settlement, expenses of liabilities incurred as a result of such individual serving as a director, officer, employee or agent as hereinabove provided, or as otherwise contemplated and included within applicable law. Indemnification and advancement of expenses as provided herein shall continue as to an individual who has ceased to be a director, officer, employee or agent, and shall enure to the benefit of the heirs, executors and administrators of such an individual, and any amendment or changes to this indemnification provision shall be prospective only and as to individuals who shall serve as a director, officer, employee or agent after the effective date of such amendment, and such amendment shall not otherwise affect the rights of indemnification for any individual who has theretofore served as a director, officer, employee or agent.

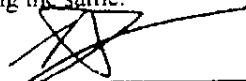
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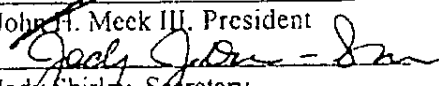
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IN WITNESS WHEREOF, for the purpose of amending the Articles of Incorporation of this corporation under the laws of the State of Florida, we, the undersigned, President and Secretary, respectively, of this corporation have executed these Restated Articles of Incorporation, this 21 day of February 2024, after vote of the Membership authorizing the same.



John H. Meek III, President

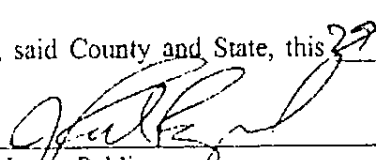


Jody Shirley, Secretary

STATE OF FLORIDA
COUNTY OF PINELLAS

I HEREBY CERTIFY, that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, John H. Meek III, President and Jody Shirley, Secretary, personally known to be the individuals described in and who executed the foregoing instrument and who did take an oath and acknowledged before me that each executed the same for the purposes therein expressed and in the capacity so stated.

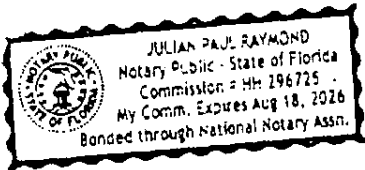
WITNESS my hand and official seal at Clearwater, said County and State, this 21st day of February 2024.



Notary Public

Print Name: _____

My Commission Expires: _____



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