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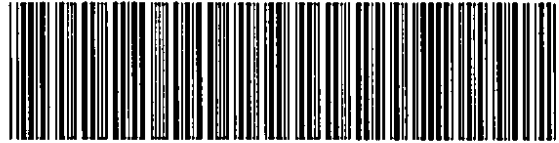
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**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
HARBOR PLACE PROPERTY OWNER'S ASSOCIATION, INC.
(Document Number N06000004982)**

WHEREAS, the Articles of Incorporation of Harbor Place Property Owner's Association, Inc. were recorded at Official Records Book 23163, Page 884, of the Public Records of Palm Beach County, Florida (referred to herein as the "Articles"); and

WHEREAS, the Articles provide for amendments, as set forth herein; and

NOW THEREFORE, the Articles are hereby amended as follows:

1. It is hereby certified that the attached Amended and Restated Articles of Incorporation of Harbor Place Property Owner's Association, Inc. were approved by not less than fifty-one percent (51%) of the Board of Directors and not less than fifty-one percent (51%) of the votes of the membership of Harbor Place Property Owner's Association, Inc. at a duly noticed membership meeting on the 6th day of May, 2020, pursuant to Article IX of the Articles of Incorporation.

2. The Amended and Restated Articles of Incorporation of Harbor Place Property Owner's Association, Inc. are hereby filed and shall replace and supersede the prior version of the Articles. Said Amended and Restated Articles of Incorporation of Harbor Place Property Owner's Association, Inc. shall run with the real property subject to the Declaration for Harbor Place Property Owner's Association, Inc., and shall be binding on all parties having any right, title or interest in the said real property or any part thereof, their heirs, successors, and assigns, and shall inure to the benefit and burden of each owner and occupant thereof, subject to any amendments recorded hereafter.

[The remainder of this page intentionally left blank
Signatures and notarizations appear on following pages]

RECORDED
20 APR 29 AM 11:12
Palm Beach County
Florida

HARBOR PLACE PROPERTY OWNER'S
ASSOCIATION, INC., a Florida not-for-profit
corporation

[Signature]
Witness Signature
Christina Renfrow
Printed Name

[Signature]
Witness Signature

Martin L'st
Printed Name

By: [Signature]
Scott M. Rocklage President

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 10th day of June, 2020,
by Scott Rocklage, as President of Harbor Place Property Owner's Association,
Inc., a Florida Not For Profit Corporation, on behalf of the corporation. Scott Rocklage
personally known to me or has produced _____ as identification.
If no type of identification is indicated, the above-named person is personally known to me.

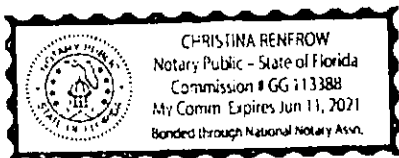
Physical Presence: x

OR

Online Notarization: _____

[Signature]
Notary Public
Printed Name Christina Renfrow
State of Florida

My Commission Expires:



HARBOR PLACE PROPERTY OWNER'S
ASSOCIATION, INC., a Florida not-for-profit
corporation

Christina Renfrow
Witness Signature

Christina Renfrow
Printed Name

[Signature]
Witness Signature

MARTIN LISA
Printed Name

Attest:

[Signature]
RUSSEY SEBER, Secretary

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 10th day of June, 2020,
by Russ Seger, as Secretary of Harbor Place Property Owner's Association,
Inc., a Florida Not For Profit Corporation, on behalf of the corporation. Russ Seger is
personally known to me or has produced _____ as identification.
If no type of identification is indicated, the above-named person is personally known to me.

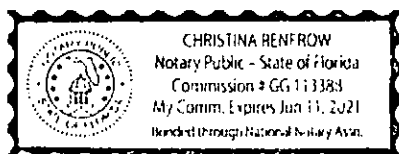
Physical Presence: x

OR

Online Notarization: _____

Christina Renfrow
Notary Public
Printed Name Christina Renfrow
State of Florida

My Commission Expires:



**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF**

HARBOR PLACE PROPERTY OWNERS' ASSOCIATION, INC.

These are the Amended and Restated Articles of Incorporation of Harbor Place Property Owners' Association, Inc., formed pursuant to the Florida Not For Profit Corporation Act.

**ARTICLE I
NAME**

The name of the corporation is **Harbor Place Property Owners' Association, Inc.** For convenience, the corporation shall be referred to in these Articles as the "Association."

**ARTICLE II
PURPOSE**

(A) The purposes for which the Association is organized includes to administer the Harbor Place community as provided in the Declaration of Covenants and Restrictions of Harbor Place, recorded April 7, 2009 in Official Records Book 23163, at Page 0849 of the Public Records of Palm Beach County, as has been and may be amended from time to time, including but not limited to the operation of Common Areas. (the "Original Declaration").

(B) The Association shall make no distribution of income to its Members, Directors or Officers.

(C) The definitions of terms in the Declaration apply to capitalized terms in these Articles.

**ARTICLE III
POWERS AND DUTIES**

The powers of the Association shall include and be governed by the following provisions:

(A) All of the common law and statutory powers of a corporation not for profit which are not in conflict with the terms of these Articles or with the terms of the Declaration.

(B) The Association shall have all of the powers and duties set forth in the Declaration and the Association's By-Laws, except as limited by these Articles, and shall have all of the powers and duties reasonably necessary to operate and administer the Association property including, but not limited to, the following:

(1) To make and collect Assessments against members to defray the costs and expenses of the Association property and the Association's expenses.

(2) To use the proceeds of Assessments in the exercise of its powers and duties, including, but not limited to:

(a) To maintain, repair, replace, and operate the Property as provided in the Declaration.

(b) To purchase insurance upon the Common Area and insurance for the protection of the Association, Members and the Board as determined by the Board.

(c) To dedicate or to transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be approved by not less than fifty-one percent (51%) of the membership of the Association, and approved by not less than fifty percent (50%) of the Institutional Mortgagees.

(d) To reconstruct the improvements to the Common Area after casualty, and to further improve the Common Area as provided in the Declaration.

(3) To make and amend Rules regarding the use of the Property.

(4) To contract for management and to delegate to such contractors all powers and duties of the Association, except such as are specifically required by the Declaration to have the approval of the Board or the Members. Any such contract may not exceed three (3) years, and must provide for termination by either party without cause and without payment of a termination fee on sixty (60) days written notice.

(5) To employ personnel for reasonable compensation to perform the services required for proper operation and administration of the Association.

(6) To enforce by legal means the provisions of the Governing Documents, including but not limited to fining and suspension of use rights.

(7) To pay taxes and assessments which are liens against any part of the Common Area.

(8) To pay the costs of all power, data, water, sewer and other utility services rendered to the Association property, which are not billed to owners of Lots.

To do such other things as may be necessary in order to perform the duties and to exercise the powers provided for the Association in the Governing Documents.

(C) The Association shall not have the power to purchase any Lot, except at sales in foreclosures of liens for Assessments, at which sales the Association shall bid not more than the amount secured by the Association's lien.

(D) All funds and the titles to all properties acquired by the Association and their proceeds shall be held in trust for the Members in accordance with the Governing Documents.

(E) The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the Declaration.

ARTICLE IV **MEMBERS**

(A) Every record title owner of a Lot shall be a Member of the Association; membership shall be appurtenant to and may not be separated from ownership of the Lot.

(B) Members shall be entitled to one (1) vote for each Lot owned. When more than one person holds record title to a Lot, all such persons shall be Members and the vote for such Lot shall be exercised as they may determine among themselves. In no event shall more than one vote be cast with respect to any Lot owned by a Member.

(C) Change of membership in the Association shall be established by recording in the Public Records a deed or other instrument establishing a record title to a Lot. The owner designated by such deed or instrument becomes a Member and the membership of the proper owner is terminated as of the date of execution of such deed or instrument.

(D) The share of a Member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner, except upon transfer of and together with the title to such Member's Lot; however, the Association shall not be prohibited from assigning assets to an Institutional lender as security for a loan to the Association.

(E) Except as otherwise expressly provided in these Articles, the exact number of votes to be cast by Members and the manner of exercising voting rights shall be determined by the By-laws, subject, however, to the terms and conditions of the Declaration.

ARTICLE V **DIRECTORS**

(A) The affairs of the Association are managed by a Board consisting of three (3) Directors.

(B) Directors of the Association shall be elected at the annual meeting of the Members in the manner determined by the By-Laws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the By-Laws.

ARTICLE VI **OFFICERS**

The affairs of the Association shall be administered by the Officers designated in the By-Laws. The Officers shall be selected by the Board of Directors as provided in the By-Laws.

ARTICLE VII

INDEMNIFICATION

Every Director and every Officer of the Association shall be indemnified by the Association against all expenses and liabilities including, but not limited to, counsel fees, reasonably incurred by or imposed upon such person in connection with any proceeding or any settlement of any proceeding to which such person may be a party or in which such person may become involved by reason of being or having been a Director or Officer of the Association, whether or not such person is a Director or Officer at the time such expenses are incurred, except when the Director or Officer is adjudged guilty of willful misfeasance or malfeasance in the performance of such person's duties; provided that, in the event of a settlement, the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interest of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of any other rights to which such Director or Officer may be entitled.

ARTICLE VIII

BY-LAWS

The By-Laws may be altered, amended, or rescinded in the manner provided by the By-Laws.

ARTICLE IX

AMENDMENTS

Amendments to these Articles shall be proposed and adopted in the following manner:

A. Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment will be considered.

B. A resolution approving a proposed amendment may be proposed either by the Board or by the Members. Directors and Members not present in person or by proxy at the meeting considering the amendment may consent in writing, providing such approval is delivered to the Secretary at or prior to the meeting. Except as elsewhere provided, an approval shall be:

1. By not less than a majority of the entire membership of the Board and by the consent of those holding not less than a majority of the voting interests of the Members; or,

2. By the consent of those holding not less than sixty percent (60%) of the voting interests of the Members.

Provided, however, that no amendment shall make any changes in the qualifications for membership or in the voting rights of Members without approval in writing by all Members and joinder of all record owners of Mortgages upon the Lots; and no amendment shall be made that is in conflict with the Governing Documents or the laws of the State of Florida.

C. An amendment to these Articles shall be effective upon being filed with the State of Florida as required by law and upon the recordation amongst the Public Records of a

Certificate stating the amendment text and the recording book and page of the Original Declaration.

ARTICLE X

TERM

The term of the Association shall be perpetual.

ARTICLE XI

DISSOLUTION

In the event of dissolution or final liquidation of the Association, the assets both real and personal of the Association shall be dedicated to a Florida not-for-profit successor corporation operating the Common Area, an appropriate public agency or utility, or be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the Association. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization, to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the Association. No such disposition of Association properties shall be effective to divest or diminish any right or title of any Member vested in such member under the Declaration or recorded deeds, unless made in accordance with the provisions of the Declaration or recorded deeds.

ARTICLE XII

INCORPORATOR

The name and address of the incorporator of the original Articles of Incorporation is as follows:

Raynor Law Firm, P.A.

14241 U.S. Highway One
Juno Beach, FL 33408

ARTICLE XIII

PRINCIPAL OFFICE

The principal office of the corporation shall be located at c/o The List Companies, 340 Royal Poinciana Way, Suite 317 PMB 378, Palm Beach, Florida 33480, or at such other location as may be designated from time to time by the Board of Directors.

ARTICLE XIV
REGISTERED OFFICE AND AGENT

The registered office of the Association is at 2425 Embassy Dr., West Palm Beach, Florida 33401. The Registered Agent at said address is Martin List. The Registered office and Registered Agent of the corporation may be changed from time to time by the Board of Directors.

* * *

I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as Registered Agent.



Martin List

6/18/2020

Date