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*Amend.*  
C. Coulllette NOV 16 2006

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November 13, 2006

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**VIA FEDERAL EXPRESS**

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


Re: Whispering Pines  
Department of State Document Number N06000008271

To Whom It May Concern:

Enclosed please find this firm's check in the amount of \$43.75 (Filing Fee and Certified Copy) for filing the enclosed Articles of Amendment to Articles of Incorporation of Whispering Pines of Polk Homeowner's Association, Inc.

Should you have any questions regarding the above, please do not hesitate to contact either myself, or my secretary, Susan Clauss, at the number listed above.

Sincerely,

  
Anita R. Geraci

ARG/sc

Enclosure

Prepared by and Return to:  
Anita R. Geraci, Esq.  
GrayRobinson, P.A.  
1635 E. Hwy 50, Suite 300  
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FILED  
2006 NOV 14 PM 1:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
WHISPERING PINES OF POLK  
HOMEOWNER'S ASSOCIATION, INC.**

Pursuant to the provisions of Section 617.1001, Florida Statutes, the undersigned, Cataldo "Carl" Cerilli, President of Whispering Pines of Polk Homeowner's Association, Inc. (the "Corporation"), for and on behalf of the Corporation, upon a unanimous vote of the directors, hereby adopts the following amendments to its Articles of Incorporation:

1. The name of the Corporation is Whispering Pines of Polk Homeowner's Association, Inc., whose document number is N06000008271.
2. Article IV entitled Purposes is deleted in its entirety and the following is inserted in its place:

**Article IV  
PURPOSES**

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

1. To enforce the Declaration of Covenants, Conditions, Restrictions and Easements for Whispering Pines (the "Declaration"), consisting of homesites in Polk County, Florida, to be the Association referred to in said Declaration, and to assess Owners in accordance with said Declaration, and levy and collect adequate assessments against its management system as well as any other costs provided for in the Declaration.
2. Operate and maintain the surface water or stormwater management system facilities, 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 in a manner consistent with the Southwest Florida Water Management District permit No. 4427974.000 requirements and applicable District rules, and shall assist in the enforcement of the Declaration that relate to the surface water or stormwater management system.

3. The Association shall levy, collect and enforce adequate assessments against members of the Association for the costs of maintenance and operation of the surface water or stormwater management system.

4. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including without limiting the generality of the foregoing, to acquire and own by bequest, devise, gift, purchase, lease or otherwise any property of any sort or use, apply, employ, sell, convey, expend, disburse, lease, mortgage, manage, option, donate or for any of the purposes set forth herein.

5. Establish rules and regulations.

6. Sue and be sued.

7. Contract for services to provide for operation and maintenance of the surface water management system facilities if the association contemplates employing a maintenance company.

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

3. Article VI entitled Dissolution is deleted in its entirety and the following is inserted in its place:

## **Article VI DISSOLUTION**

In the event of termination, dissolution or final liquidation of the Corporation, the responsibility for the operation and maintenance of the surface water or stormwater management system and control or right of access to the property containing the surface water management system facilities must be transferred to and accepted by an entity that would comply with Section 40D-4, F.A.C. and be approved by the Southwest Florida Water Management District prior to such termination, dissolution or liquidation.

4. The Amendment to the Articles of Incorporation reflected above was duly approved and adopted by the board of directors of the Corporation on November 8<sup>th</sup>, 2006, as there are no members entitled to vote. The number of votes cast for the amendment by the directors was sufficient for approval.

5. The effective date of these Articles of Amendment to the Articles of Incorporation shall be upon the filing thereof with the Florida Department of State, Division of Corporations.

• In Witness Whereof, the undersigned has signed these Articles of Amendment to the Articles of Incorporation on this 8<sup>th</sup> day of November, 2006.

  
CATALDO "CARL" CERILLI