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**HACIENDAS DE LA MANCHA OWNERS ASSOCIATION, INC.**

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*Amended  
as filed*



February 5, 2007

FLORIDA DEPARTMENT OF STATE

Division of Corporations

HACIENDAS DE LA MANCHA OWNERS ASSOCIATION, INC.  
1920 SE 145TH STREET  
SUMMERFIELD, FL 34491

SUBJECT: HACIENDAS DE LA MANCHA OWNERS ASSOCIATION, INC.  
REF: N0700000643

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

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Tracy Smith  
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**ARTICLES OF AMENDMENT  
OF  
HACIENDA DE LA MANCHA OWNERS ASSOCIATION, INC.**

Pursuant to authority granted by F.S. 607.1005 of the laws of the State of Florida, the following provisions of the Articles of Incorporation of HACIENDA DE LA MANCHA OWNERS ASSOCIATION, INC., a Florida Corporation, filed in Florida on January 19, 2007, be and they are hereby amended in the following particulars: I.

Articles of Incorporation are to be substituted with the attached:

**AMENDED AND RESTATED ARTICLES OF INCORPORATION OF  
HACIENDAS DE LA MANCHA OWNERS ASSOCIATION, INC.**

THE DATE THESE ARTICLES WERE ADAPTED WAS JANUARY 28, 2007

This amendment to substitute the Articles of Incorporation was approved by the sole incorporator which is sufficient for approval of the Amendment.

IN WITNESS WHEREOF, the undersigned organizer of the corporation has executed these Articles of Amendment this 28<sup>th</sup> day of January, 2007.

**HACIENDAS DE LA MANCHA OWNERS  
ASSOCIATION, INC., a Florida Corporation,**

By:   
VINCENTE RODRIQUEZ GARCIA,  
a/k/a VICENTE RODRIQUEZ GARCIA,  
As Organizer

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**AMENDED AND RESTATED ARTICLES OF INCORPORATION  
OF  
HACIENDAS de LA MANCHA  
OWNERS ASSOCIATION, INC.**

In compliance with the requirements of the laws of the State of Florida, the undersigned hereby associated themselves together for the purpose of forming a corporation not for profit under Chapter 617, Florida Statutes, 1991, as amended, and do hereby certify:

**ARTICLE I  
NAME**

The name of the Corporation is **HACIENDAS de LA MANCHA OWNERS ASSOCIATION, INC.**, hereinafter called the "Association".

**ARTICLE II  
REGISTERED AGENT/OFFICE**

The name of the Registered Agent is Javier Suarez and the principal office of the corporation is 1920 SE 145<sup>th</sup> Street, Summerfield, Florida 34491.

**ARTICLE III  
EXISTENCE AND DURATION**

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 in perpetuity.

**ARTICLE IV  
DEFINITIONS**

All definitions in the Declaration of Covenants and Restrictions for HACIENDAS DE LA MANCHA (The "Declaration") which are incorporated herein by reference and made a part hereof.

**ARTICLE V  
PURPOSE AND DEFINITIONS**

Section 1. **Purpose.** The primary purpose of this Association is to create an entity to provide a forum for discussion and communication among the Owners of property in HACIENDAS DE LA MANCHA, and to facilitate and assure the maintenance and operation of the property as may be subjected to the terms of the Declaration pursuant to its terms, including but not limited to the roadways and drainage facilities.

The Association shall operate, maintain and manage the surface water or stormwater management system(s) in a manner consistent with the St. Johns River Water Management District permit no. 42-083-107147-1 requirements and applicable District rules, and shall assist in the enforcement of the Declaration of Covenants and Restrictions which relate to the surface water or stormwater management system.

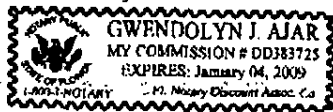
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STATE OF FLORIDA  
COUNTY OF MARION

Before me, personally appeared, **VINCENTE RODRIQUEZ GARCIA, a/k/a VICENTE RODRIQUEZ GARCIA**, as Manager of the company, to me well known and known to me to be the person described in and who executed the foregoing Articles of Amendment and acknowledged to and before me that he executed said instrument for the purposes therein expressed, and that he is personally known to me or has produced Driver's License as identification.

WITNESS my hand and official seal this 28th day of January, 2007.



*[Signature]*  
Notary Public, State of Florida

My Commission Expires:

Daniel Hicks, P.A.  
421 South Pine Avenue  
Ocala, Florida 34474-4175  
Telephone: (352) 351-3353  
Facsimile: (352) 351-8054  
Florida Bar No.: 0145139

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Section 2. Nonprofit Character of Association. The Association does not contemplate pecuniary gain or profit, direct or indirect, to its Members. The Association shall make no distributions of income to its Members, Directors or Officers.

Section 3. Definitions. "Developer" or "Declarant" shall mean HACIENDAS DE LA MANCHA, a FL corporation, and its successors in interest or assigns or all or, at the election of the Developer, substantially all of its interest in the Subject Property.

#### ARTICLE VI POWERS

The Association shall have all the powers and duties reasonably necessary to operate and maintain the Association including the following:

- (a) To exercise all the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Declaration as recorded in the Public Records of Marion County, Florida, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length.
- (b) To promulgate or enforce rules, regulations, bylaws, covenants, restrictions, or agreements to effectuate all of the purposes for which the Association is organized.
- (c) To have and to exercise any and all powers, rights and privileges which a non-profit corporation organized under the laws of the State of Florida may now or hereafter have or exercise.
- (d) To establish, collect, and disburse assessments to be used for the maintenance and operation of the surface water or storm water management system located within HACIENDAS DE LA MANCHA.
- (e) To manage, operate, maintain, repair and improve the roadways and water well facilities areas located within Haciendas de La Mancha, or any property owned by another third party for which the Association buy rule, regulation, Declaration or contract has a right or duty to provide such services.
- (f) To enforce covenants, conditions or restrictions affecting the Property to the extent the Association may be authorized to do so under any Declaration of the Bylaws.
- (g) Together into, make, perform or enforce contracts of every kind and description; and to all other acts necessary, appropriate or advisable in carrying out any purpose of the Association with or in association with any corporation or other entity or agency, public or private.
- (h) To levy and collect adequate assessments against members of the Association for the cost of maintenance and operation of the roadways and water well facility located within HACIENDAS DE LA MANCHA.

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**ARTICLE VII**  
**MEMBERSHIP**

The Developer and every Owner of a Lot as defined in the Declaration shall be a member of the Association. Except for the Developer, membership shall be appurtenant to and may not be separated from ownership of any Lot. All members agree to be bound by the terms and provisions of these Articles of Incorporation and such Bylaws and operating procedures as may be promulgated by the Association from time to time.

**ARTICLE VIII**  
**VOTING RIGHTS**

Section 1. Membership in Association. Every Owner of a Lot in the Property shall be a Member of the Association. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment.

Section 2. Voting rights in Association. The Association shall have one (1) class of Voting membership and the Owner of each Lot shall have one (1) vote per Lot.

**ARTICLE IX**  
**BOARD OF DIRECTORS**

The affairs of the Association shall be managed by a Board of Directors consisting of not less than three (3) nor more than five (5) five persons who need not be members of the Association. The first Board shall consist of three Directors. Thereafter, the number of Directors may be increased to a maximum of five (5) by a majority vote of the Board of Directors.

The first election of Directors shall be held within sixty (60) days after \_\_\_\_\_ at a meeting of the members called for that purpose. Three Directors shall be elected at this first election, one for a term of one year, one for a term of two years, and one for a term of three years. Said Board shall also determine the term for each new directorship so created. At each annual meeting thereafter a number of Directors equal to that of those whose terms have expired shall be elected for the term of three years. At the expiration of any term, any Director may be re-elected for one additional consecutive term. The Directors shall be elected by the vote of a majority of the Members entitled to vote thereon at a meeting at which a majority of the Members entitled to vote are present.

The Directors named in these Articles shall serve until the first election of Directors, and any vacancies in their number occurring before the first election shall be filled by the remaining Directors. The names and addresses of the member of the first Board of Directors who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

At any time a Lot in the Subject Property is owned by Declarant (or its specific assignee of the right granted herein) the Declarant shall be entitled to appoint one (1) member of the Board of Directors, the balance of the Board of Directors to be elected as noted above.

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ARTICLE X  
INCORPORATOR

The name and address of the Incorporator is as follows: De La Mancha Developers, L.L.C., 1920 SE 145<sup>th</sup> Street, Summerfield FL 34491.

ARTICLE XI  
ASSESSMENTS

The Directors shall establish a proposed annual assessment to be levied against each Lot sufficient to maintain, extend or improve, and for the express purpose of maintaining, extending or improving the Common Areas, any other areas which are maintained or partially maintained by the Association, or any surface water or storm water management systems located within the Subject Property. Notice of the proposed annual assessment for the next ensuing year shall be provided by the Association to all members not less than fourteen (14) days not more than sixty (60) days prior to an annual meeting of the members, which notice shall include the time and place for the proposed annual meeting [which shall be in Marion County, Florida.. At the annual meeting of the membership a proposed annual assessment (or any revised annual assessment provided that its total amount is not greater than the original proposed annual assessment included in the notice to the members) may be adopted by the affirmative vote of the Owners of not less than sixty percent (60%) of the Lots within the Subject Property. The assessment so established may be levied and collected annually, quarterly, or monthly, at the sole discretion of the Directors. If, after the first annual assessment is adopted, a revised annual budget is not adopted at the annual meeting of the members at which a proposed annual assessment is considered, the annual assessment for the following year shall be the prior year's annual assessment.

The Directors may, in their complete and sole discretion, propose a special assessment against the Lots for one time and/or extraordinary expenses associated with the maintenance and repair of the surface water or storm water management systems including, but not limited to, work within retention areas, drainage structures and drainage easements. The Directors shall give each member notification of the proposed Special Assessment, and the time and location for the meeting of the Directors and members for consideration of the special assessment (which shall be in Marion County, Florida) not less than fourteen (14) or greater than sixty (60) days prior to the scheduled special meeting of the members. At the special meeting the special assessment (or any revised special assessment provided that the total amount is not greater than the proposed special assessment sent with the notice of the meeting) may be adopted by an affirmative vote of the Owners of at least sixty percent (60%) of the Lot within the Subject Property.

The Directors shall establish a separate interest bearing account for the deposit of all funds collected pursuant to this Article, and shall not place any other funds, regardless of source, in said account. All funds so deposited shall be disbursed only for improvements to, and maintenance of, the Common Areas, roadways, and drainage retention areas within HACIENDAS DE LA MANCHA. The Directors shall keep separate records of all assessments made and collected pursuant to this Article, and all the monies deposited into, and disbursed from the account referred to above, and shall make said records available, at reasonable hours and in a reasonable manner, to any Member of the Association requesting access to same.

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The assessments collected by the Association in accordance with the provisions of this Article shall also be used, to the extent required, for the maintenance and repair of the surface water or storm water management systems, including but not limited to work within retention areas, drainage structures and drainage easements.

**ARTICLE XII**  
**SPECIAL DUTIES OF THE ASSOCIATION**

The Association shall:

A. Maintain the Common Areas and shall assume all of Declarant's responsibility to either the City or County, their governmental and quasi-governmental subdivisions and similar entities of any kind with respect to the Common Areas of the Property including, but not limited to, roads and water distribution systems, or any Surface Water, or Storm Water Management System, and shall indemnify and hold Declarant harmless with respect thereto.

B. Be responsible for the maintenance, operation and repair of the surface water or storm water management system. Maintenance of the surface water or storm water management system(s) shall mean the exercise of practices which allow the systems to provide drainage, water storage and conveyance or other surface water or storm water management capabilities as permitted by the St. Johns River Water Management District maintenance and operation. The association shall be responsible for such maintenance and operation. Any repair or reconstruction of the surface water or storm water management systems shall be as permitted, or as modified, or as approved by the Water Management District.

C. The Declarant shall cause to be constructed drainage swales and/or drainage berms upon units where shown on plans for the purpose of managing and containing the flow of excess surface water; if any, found upon such units from time to time. Each unit owner shall be responsible for the maintenance, operation and repair of the drainage swales or berms. Maintenance of the drainage swales and/or berms shall mean the exercise of practices, such as erosion repair, which allow the swales management capabilities as permitted by the St. Johns River Water Management District. Filling, excavation, removal, operation, repair and construction of fences or otherwise obstructing the surface water flow in the swales or along the berms is prohibited. No alteration of the drainage swales or berms shall be authorized and any damage to any drainage swales or berms, whether caused by natural or human induced phenomena, shall be repaired and the drainage swale or berm returned to its former condition as soon as possible by the Owner(s) of the Unit(s) upon which the drainage swales or berms are located.

The St. Johns River Water Management District shall have the right to enforce, by proceeding at law or in equity, the provisions contained in these Articles and the Declaration which relate to the maintenance and repair of the surface water or storm water management system.

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Any amendment which alters the surface water or storm water management system, beyond maintenance in its original condition, including the water management provisions of the Common Areas, must have the prior written approval of the Southwest Florida Water Maintenance District, notwithstanding any other provisions contained therein.

#### ARTICLE XIII DISSOLUTION

In the event of termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the surface water or storm water management system must be transferred to and accepted by an entity which would comply with Section 40C-42.027, F.A.C., and be approved by the St. John's River Water Management District prior to such termination, dissolution or liquidation.

Notwithstanding any other provisions contained within this Article, the Association may be dissolved only as provided in the Declaration, the Bylaws of the Association, and the laws of the State of Florida.

#### ARTICLE XIV AMENDMENTS

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

**Section 1. Notice of Amendment.** Notice of the subject matter of a proposed amendment shall be included in the written notice of any meeting at which a proposed amendment is considered.

**Section 2. Adoption of Resolution.** A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by twenty-five percent (25%) of the Members of the Association entitled to vote thereon.

**Section 3. Adoption of Amendment.** Adoption of the amendment will require the affirmative vote of three-fourths of the Members entitled to vote thereon.

#### ARTICLE XV SUBSCRIBERS

The names and street addresses of the subscribers and incorporators to these Articles of Incorporation is the same as listed in Article II hereof.

#### ARTICLE XVI OFFICERS

The Board of Directors shall elect the President, Secretary and Treasurer, and as many Vice Presidents, Assistant Secretaries and Assistant Treasurers as the Board of Directors shall from time to time determine.

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The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows: VINCENTE RODRIQUEZ GARCIA, a/k/a VICENTE RODRIQUEZ GARCIA - President & Secretary, 1920 SE 145<sup>th</sup> Street, Summerfield FL 34491.

ARTICLE XVII  
BYLAWS

The original Bylaws of the Association shall be adopted by a majority vote of the Directors. Thereafter, the Bylaws of the Association may be amended, altered or rescinded at a regular or special meeting of the Members by the majority vote of the Members otherwise entitled to vote thereon at a meeting at which a majority of the Members entitled to vote are present. Any amendments to Bylaws shall be binding on all members of the Association.

ARTICLE XVIII  
INDEMNIFICATION OF OFFICERS AND DIRECTORS

The Association shall and does hereby indemnify and hold harmless Developer and every Director and every officer their heirs, executors and administrators, against all loss, cost and expenses reasonably incurred in connection with any action, suit or proceeding to which he may be made a part by reason of his being or having been a Director or Officer of The Association, including reasonable counsel fees, except as to matters wherein he shall be finally adjudged in such action, suit or proceeding to be liable for or guilty of gross negligence or willful misconduct. The foregoing rights shall be in addition to, and not exclusive of, all other rights to which such Director or Officer may be entitled.

ARTICLE XIX  
TRANSACTION IN WHICH OFFICERS OR DIRECTORS ARE INTERESTED

No contract or transaction between the Association and one or more of the Directors or Officers, or between the Association and any other corporation, Developer, association, or other organization including without limitation, the Developer, or an affiliate of the Developer, or a corporation in which one or more of its Officers or Directors are Officers or Directors of This Association shall be invalid, void or voidable solely for this reason, or solely because the Officer or Director is present at, or participates in, meetings of the Board or committee thereof which authorized the contract or transaction, or solely because said Officers' or Directors' votes are counted for such purposes. No Director or Officer of the Association shall incur liability by reason of the fact that said Director or Officer may be interested in any such contract or transaction.

Interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee which authorized the contract or transaction.

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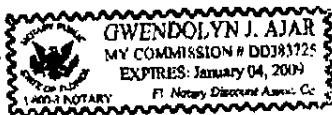
IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Florida, we, the undersigned, constituting the subscriber incorporator of this Association, have executed these Articles of Incorporation this 18th day of JANUARY, 2007.

  
VINCENTE RODRIQUEZ GARCIA,  
a/k/a VICENTE RODRIQUEZ GARCIA

STATE OF FLORIDA  
COUNTY OF MARION

The foregoing instrument was acknowledged before me, this 18 day of JANUARY 2007,  
by Vincente Rodriquez Garcia, who is

- (a)            personally known to me OR  
(b)            produced Driver License as identification:



  
Notary Public

My Commission Expires:                                 

CERTIFICATE OF ACCEPTANCE BY REGISTERED AGENT

Javier Suarez whose address is 1920 SE 145<sup>th</sup> Street, Summerfield, Florida 34491 is the registered agent named in the Articles of Incorporation to accept service of process for HACIENDAS de LA MANCHAS OWNERS ASSOCIATION, INC., organized under the laws of the State of Florida hereby accepts such appointment as registered agent at the place designated in this certificate.

Dated this 18 day of January, 2007

