

N07000001886

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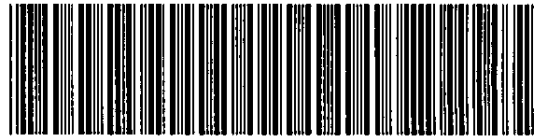
(Business Entity Name)

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05/05/09--01048--012 **43.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
09 JUN 17 AM 11:32

Ameri
C.COULLIETTE

JUN 18 2009

EXAMINER

SHELLY MAY JOHNSON, P.A.
ATTORNEY AT LAW

8726 Old C.R. 54, Suite D, New Port Richey, Florida 34653
Telephone: (727) 376-7300 Fax: (727) 376-7337

SENT VIA FEDEX NEXT DAY

May 4, 2009

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

COVER LETTER

NAME OF CORPORATION: ALSACE HOMEOWNERS ASSOCIATIONS, INC.

DOCUMENT NUMBER: N07000001886

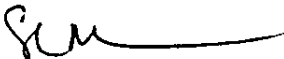
The enclosed Articles of Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Shelly Johnson, Esq.
Shelly May Johnson, PA
8726 Old C.R. 54, Suite D
New Port Richey, FL 34653
[Office] (727) 376-7300
[Contact Person] Sunny Moody

Enclosed is a check payable to Department of State in the amount of \$43.75 for:
\$35.00 Filing Fee
\$ 8.75 Certified Copy (additional copy enclosed)

Thank you,



SUNNY L. MOODY
Legal Assistant

Copy to: Lawrence Falls

SHELLY MAY JOHNSON, P.A.
ATTORNEY AT LAW

8726 Old C.R. 54, Suite D, New Port Richey, Florida 34653
Telephone: (727) 376-7300 Fax: (727) 376-7337

SENT VIA CERTIFIED MAIL

May 18, 2009

Cheryl Coulliette
Regulatory Specialist II
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

2009 MAY 27 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

NAME OF CORPORATION: ALSACE HOMEOWNERS ASSOCIATIONS, INC.

DOCUMENT NUMBER: N07000001886

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Please return all correspondence concerning this matter to the following:

Shelly Johnson, Esq.
Shelly May Johnson, PA
8726 Old C.R. 54, Suite D
New Port Richey, FL 34653
[Office] (727) 376-7300
[Contact Person] Sunny Moody

Pursuant to your enclosed correspondence (Letter Number 709A00016019), please find a revised amendment document for the above-identified corporation.

Thank you,



SUNNY L. MOODY
Legal Assistant

Copy to: Lawrence Falls



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 27, 2009

SHELLY MAY JOHNSON, P.A.
8726 OLD CR 54
STE D
NEW PORT RICHEY, FL 34653

SUBJECT: ALSACE HOMEOWNERS ASSOCIATION, INC.
Ref. Number: N07000001886

We have received your document for ALSACE HOMEOWNERS ASSOCIATION, INC. and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Nonprofit corporations do not have shareholders. Please remove any reference to shareholders from the document.

The document must state that there are no members or members entitled to vote.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6903.

Cheryl Coulliette
Regulatory Specialist II

Letter Number: 609A00017752



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 12, 2009

SHELLY MAY JOHNSON, P.A.
8726 OLD CR 54
STE D
NEW PORT RICHEY, FL 34653

SUBJECT: ALSACE HOMEOWNERS ASSOCIATION, INC.
Ref. Number: N07000001886

We have received your document for ALSACE HOMEOWNERS ASSOCIATION, INC. and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The date of adoption/authorization of this document must be a date on or prior to submitting the document to this office, and this date must be specifically stated in the document. If you wish to have a future effective date, you must include the date of adoption/authorization and the effective date. The date of adoption/authorization is the date the document was approved.

You need to provide the manner of adoption for this amendment filing. You will need to also remove the verbage about "forming this corporation" in the last paragraph of this document and the "Incorporator" cannot amend anything or sign as signing officer on a nonprofit if officers have been elected.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6903.

Cheryl Coulliette
Regulatory Specialist II

Letter Number: 709A00016019

SHELLY MAY JOHNSON, P.A.
ATTORNEY AT LAW

8726 Old C.R. 54, Suite D, New Port Richey, Florida 34653
Telephone: (727) 376-7300 Fax: (727) 376-7337

SENT VIA CERTIFIED MAIL

June 12, 2009

Cheryl Coulliette
Regulatory Specialist II
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RECEIVED
2009 JUN 17 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

NAME OF CORPORATION: ALSACE HOMEOWNERS ASSOCIATIONS, INC.

DOCUMENT NUMBER: N07000001886

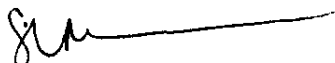
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Shelly Johnson, Esq.
Shelly May Johnson, PA
8726 Old C.R. 54, Suite D
New Port Richey, FL 34653
[Office] (727) 376-7300
[Contact Person] Sunny Moody

Pursuant to your enclosed correspondence (Letter Number 609A00017752), please find a revised amendment document for the above-identified corporation.

Thank you,



SUNNY L. MOODY
Legal Assistant

Copy to: Lawrence Falls

**ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION
OF
ALSACE HOMEOWNERS ASSOCIATION, INC.
Document Number N07000001886**

FILED STATE
SECRETARY OF CORPORATIONS
09 JUN 17 AM 11:51

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida Not For Profit Corporation adopts the following amendments to its Articles of Incorporation:

ARTICLE I

The name of the corporation is:
Alsace Homeowners Association, Inc. (hereinafter referred to as the "Association").

ARTICLE II

The purposes and objects of the Association shall be as follows:

1. To promote the health, safety, and general welfare of the Members and the Owners of Lots in the development established by L.R. Falls Development, L.L.C. (hereinafter referred to as the "Declarant") and known as Alsace, in Pasco County, Florida.

2. To exercise all of the powers and privileges and to perform all of the duties and obligations of the Association arising from or set forth in the "Declaration of Covenants, Conditions and Restrictions for Alsace" (the "Declaration"), as amended and supplemented from time to time, now or hereafter recorded in the Public Records of Pasco County, Florida. The definitions contained in the Declaration are incorporated by reference herein. In the event of any conflict between the terms of the Declaration and these Articles, the provisions of the Declaration shall control.

3. To acquire, own, control, operate, manage, maintain, insure, and repair any portion or portions of the land comprising Alsace, and any personal property appurtenant thereto, as Common Property for the common use and benefit of all Members, Owners or Lots in Alsace, and certain other persons entitled to use the Common Property as more particularly provided in the Declaration.

4. To perform Maintenance for Alsace as set forth in the Declaration, and any amendments or supplements thereto that may now or hereafter be recorded in the Public Records of Pasco County, Florida.

5. To perform all of the duties and obligations of the Association as set forth in and accordance with the terms, provisions, conditions, and authorizations contained in these Articles of Incorporation and the Declaration, and any amendments or supplements thereto with respect to all or any portion of the Property that may now or hereafter be recorded in the Public Records of Pasco County, Florida.

The Association shall be conducted as a non-profit organization for the benefit of its Members, and the Association shall make no distributions of income to its Members, Directors, or Officers.

ARTICLE III

The Association shall have the following powers:

1. The Association shall have all of the powers and privileges granted to Corporations Not for Profit under the law pursuant to which this corporation is chartered and not in conflict with these Articles of Incorporation or the Declaration.

2. The Association shall have all of the powers and duties set forth in the Declaration and any amendments or supplements thereto that may now or hereafter be recorded in the Public Records or Pasco County, Florida.

3. The Association shall have all of the powers reasonably necessary to implement and effectuate the purposes of the Association, including but not limited to the following:

a) To acquire (by gift, purchase, or otherwise), own, control, operate, manage, maintain, and repair the Common Property of Alsace.

b) To contract for the management of the Common Property and to delegate to the party with whom such contract has been entered into the appropriate powers and duties of the Association, except those requiring specific action by or approval of the Board of Directors or the Members of the Association.

c) To fix, collect, levy, and enforce payment by any lawful means of all charges and Assessments against Members of the Association in accordance with the By-Laws of the Association and the Declaration to defray all costs and expenses incident to the conduct of the business of the Association and the operation of the Common Property including, without limitation, all licenses, taxes, assessments or other governmental charges levied or imposed against the Common Property, all fees and charges for Maintenance, and reasonable costs of administration.

d) To adopt, alter, amend, and rescind By-Laws for the operation of the Association not inconsistent with the law pursuant to which the Association is chartered and these Articles of Incorporation, and to adopt, alter, amend, and rescind reasonable rules and regulations governing the use of the Common Property.

e) To enforce in its own name the provisions of these Articles of Incorporation and the By-Laws of the Association that may now or hereafter be adopted, any rules or regulations that may now or hereafter be adopted by the Association, and the provisions of the Declaration, and any amendments or supplements thereto that may now or hereafter be recorded in the Public Records of Pasco County, Florida.

f) To participate in mergers and consolidations with other non-profit corporations organized for similar purposes, provided that any such merger or consolidation is approved by Members entitled to cast two-thirds (2/3) of the aggregate number of votes entitled to be cast by all Members at a duly noticed and convened annual or special meeting of the Association.

g) To dedicate, release, alienate, sell or transfer all or any portion of the Common Property to any public agency, authority, or utility for such purposes and subject to such conditions as are agreed to by the Members of the Association; provided, however, no such dedication, sale, or transfer shall be effective until and unless the same shall have been approved by Members entitled to cast two-thirds (2/3) of the aggregate number of votes entitled to be cast by all Members. No action authorized hereunder shall be taken without the prior written consent of Declarant as long as Declarant holds any Lot, or other portion of the property for sale in the ordinary course of Declarant's business.

h) To pay all costs, expenses, and obligations lawfully incurred in connection with the Association's affairs including, without limitation, all licenses, taxes, assessments, or other governmental charges levied or imposed against the Common Property, all charges for Maintenance, and reasonable costs of administration.

i) To buy, sell, lease, mortgage, or otherwise deal with any and all property of the Association, whether real or personal.

j) To perform all the Maintenance functions set forth in the Declaration.

ARTICLE X

The first By-Laws of the Association shall be adopted by the Board of Directors and may be altered, amended, or rescinded in the manner provided by the By-Laws.

ARTICLE XI

A) Every director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including fees of legal counsel reasonably incurred by or imposed upon him in connection with any proceeding to which he may be a party, or in which he may become involved, by reason of his being or having been a director or officer at the time such expenses are incurred, except in such cases wherein the director is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that, in the event of any claim for reimbursement or indemnification herein the right of indemnification shall only apply if the Board of Directors approves such settlement and reimbursement as being in the best interests of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such directors or officers may be entitled.

B) The Board of Directors may, and shall if the same is reasonably available, purchase liability insurance to insure all directors, officers or agents, past and present, against all expenses and liabilities as set forth in paragraph (a) above. The premiums for such insurance shall be paid by the Members of the Association as a common expense of the Association in accordance with the By-Laws of the Association.

ARTICLE XII

An amendment or amendments to these Articles of Incorporation may be proposed by the adoption by the Board of Directors, acting upon a vote of the majority of the directors, of a resolution setting forth the proposed amendment. The Members shall not amend these Articles without such a resolution by the Board of Directors. Written notice setting forth the proposed amendment or amendments shall be given to each Member within the time and in the manner required in the By-Laws for the giving of notice of meetings of the Members. If the meeting is an annual meeting, the proposed amendment or amendments may be included in the notice of such annual meeting. Each amendment must be approved at a duly noticed and convened annual or special meeting of the Members by a majority of the votes entitled to be cast by all the Members. Thereupon, each such approved amendment shall be transcribed and executed in such form as may be necessary to register the same in the Office of the Secretary of State of the State of Florida. Notwithstanding anything to the contrary contained herein, no amendment shall be effective without the prior written consent of Declarant so long as Declarant holds any Lot or other portion of the Property for sale in the ordinary course of business.

ARTICLE XIII

In the absence of fraud or breach of fiduciary duty, no contract or other transaction between the Association and any other person, firm, corporation, or partnership shall be affected or invalidated by reason of the fact that any director or officer of the Association is pecuniarily or otherwise interested therein.

ARTICLE XIV

The name and address of the Incorporator of the Association is as follows:

Name
Jerry D. Siebel

Address
25352 Wesley Chapel Blvd, Lutz, FL 33559

ARTICLE IV

The classes of membership and the Members of the Association shall be set forth and defined in the By-Laws of the Association and the Declaration.

ARTICLE V

The voting rights of the Members of the Association shall be set forth in the By-Laws of the Association and the Declaration.

ARTICLE VI

The Association shall have perpetual existence.

ARTICLE VII

The principal office of the Association shall be located at 25352 Wesley Chapel Blvd. in Lutz, Florida, 33559, but the Association may maintain offices and transact business in such other places within or outside the State of Florida as may from time to time be designated by the Board of Directors. Furthermore, the Board of Directors may from time to time relocate the aforesaid principal office.

ARTICLE VIII

1. The affairs of the Association shall be managed by a Board of Directors. The Board of Directors initially shall be composed of three (3) directors, and shall not be fewer than three (3) and not more than seven (7) directors, but shall always be an odd number. The term of office for all directors shall be one (1) year, and any director may succeed himself or herself in office. The number of such directors and the commencement and expiration of their term in office may be increased or decreased as provided in the By-Laws.

2. All directors shall be elected by secret written ballot at the annual meeting of the Members. Each Member shall be entitled to cast as many votes for each director's position as such Member has under the provisions of Article V hereof; and the person receiving the largest number of votes cast by all Members for each director's position shall be elected. Cumulative voting shall not be permitted.

3. The names and addresses of the members of the Board of Directors of the Association who shall hold office until their successors have been duly elected and qualify, or until removed, are as follows:

<u>Name</u>	<u>Address</u>
Lawrence R. Falls	25352 Wesley Chapel Blvd, Lutz, FL 33559
Jerry D. Siebel	25352 Wesley Chapel Blvd, Lutz, FL 33559

ARTICLE IX

The affairs of the Association shall be administered by the officers in accordance with the By-Laws. The President, Vice-President, Secretary, Treasurer, and such Assistant Secretaries and Assistant Treasurer as the Board of Directors may from time to time designate, shall constitute the officers of the Association. The officers of the Association shall be elected annually by the Board of Directors at its first meeting following the annual meeting of the Members of the Association, and shall serve at the pleasure of the Board of Directors. The name and address of the President who shall serve until his successor is designated by the Board of Directors is Lawrence R. Falls, 25352 Wesley Chapel Blvd, Lutz, Florida 33559.

ARTICLE XV

The street address of the Association's initial registered office is 25352 Wesley Chapel Blvd., Lutz, Florida 33559, and the name of its initial registered agent at such address is Jerry D. Siebel. This corporation shall have the right to change such registered agent and office from time to time, as provided by law.


There are no members or members entitled to vote on the amendments. The amendments were adopted by the Board of Directors on the 5th day of June, 2009.


Lawrence R. Falls, Director

ACKNOWLEDGMENT

STATE OF FLORIDA
COUNTY OF PASCO

The foregoing instrument was acknowledged before me this 5th day of June, 2009, by LAWRENCE R. FALLS, who is ☒ personally known to me ☐ or who has produced _____ as identification.


Notary Public

