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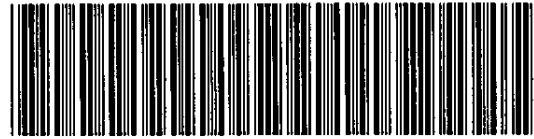
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TALLAHASSEE, FLORIDA

DPK
1/28/14

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Wolfbranch Meadows Homeowners' Association, Inc.

DOCUMENT NUMBER: N07000006874

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

Please return all correspondence concerning this matter to the following:

Paul L. Wean, Esquire

(Name of Contact Person)

WEAN & MALCHOW, P.A.

(Firm/ Company)

646 E. Colonial Drive

(Address)

Orlando, FL 32803

(City/ State and Zip Code)

Bill@BillSegal.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Paul L. Wean, Esquire at (407) 999-7780

(Name of Contact Person)

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input type="checkbox"/> \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is Enclosed) |
|---|--|---|--|

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

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

**ARTICLES OF AMENDMENT
TO
THE ARTICLES OF INCORPORATION
OF
WOLFBRANCH MEADOWS HOMEOWNERS' ASSOCIATION, INC.**

A Florida Corporation Not For Profit

FILED
2014 JAN 21 AM 10:24
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 617.1006, Florida Statutes, this **Florida Not For Profit Corporation** adopts the following amendments to its Articles of Incorporation:

The following replaces the original text in its entirety:

The undersigned Incorporator, a resident of the State of Florida and of full age, hereby makes, subscribes, acknowledges and files with the Department of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation not for profit under the laws of the State of Florida.

**ARTICLE I
NAME**

The name of this corporation is WOLFBRANCH MEADOWS HOMEOWNERS' ASSOCIATION, INC., a Florida corporation not for profit, (hereinafter called the "Association").

**ARTICLE II
OFFICE AND REGISTERED AGENT**

This Association's principal office is 1177 Louisiana Avenue, Suite 207, Winter Park, FL 32789, and its registered agent is William "Bill" Segal, who maintains a business office at 1177 Louisiana Avenue, Suite 207, Winter Park, FL 32789.

Both this Association's principal office and registered agent maybe 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 architectural control of all Areas of Common Responsibility, Common Property and Residential Parcels and the Dwelling thereon within that certain tract of property (hereinafter called the "Property") in Lake County, Florida, being more particularly described in Exhibit "A" attached hereto, and any other property brought within the jurisdiction of the Association pursuant to the Declaration, as hereinafter defined.

ARTICLE IV POWERS

Without limitation 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 and Restrictions for Wolfbranch Meadows (hereinafter called the "Declaration") applicable to the Property recorded in the Public Records of Lake 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 in full.

(b) Property. In any lawful manner to acquire, own, hold, improve, manage, operate, maintain, repair, replace, operate, insure, 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, subject to any limitations set forth in the Declaration and the Bylaws of the Association.

(c) Assessments. Fix, levy, collect, and enforce by any lawful means all charges or assessments, including fines and reserves for deferred maintenance, repair and replacement of capital assets, 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.

(e) Borrowing. Borrow money and, with the approval of a three-fourths of each class of members, mortgage, pledge, deed in trust, hypothecate, assign, grant security interests in, or otherwise transfer any or all of its Common Property as security for money borrowed, debts incurred, or any of its other obligations.

(f) Dedications. With the approval of two-thirds (2/3) of the members, dedicate, sell or transfer all or any part of its Property to any public agency, authority, or utility for such purposes, and subject to such conditions, as the members determine.

(g) Mergers. With the approval of two-thirds (2/3) of the members, participate in mergers and consolidations with other not for profit corporations organized for similar purposes. A merger or consolidation shall not be deemed to impair the voting rights of any member, nor shall a merger or consolidation be deemed to change the proportion or percentage by which the members share the common expenses.

(h) Rules. From time to time adopt, alter, amend, rescind, and enforce reasonable rules and regulations governing the use and appearance of the Parcels,

Common Property, Areas or Common Responsibility and any Association Property consistent with the rights and duties established by the Declaration and these Articles.

(i) General. Have and exercise all common law rights, powers, and privileges and those that a Florida homeowners association and 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.

(j) Insure. Insure the Common Property, the Areas of Common Responsibility and the Association Property against all hazards and liabilities and insure the corporation and its Officers and Directors against their errors and omissions and obtain fidelity bonding and such other coverage as maybe required by the Declaration or by the Board as being necessary and appropriate.

(k) Enforcement. Enforce by legal means the obligations of the Members of the corporation, the provisions of the Declaration, and the provisions of a dedication or conveyance of the Common Property to the corporation with respect to the use and maintenance thereof and the use and maintenance of the Parcels.

(l) Drainage System. Operate, maintain and manage the Surface Water or Storm Water Management System in a manner consistent with the St. Johns River Water Management District permit issued to the Association and the District's applicable requirements and rules, and the Association may collect reserves for deferred maintenance of the Surface Water Management System in the manner provided for in the Declaration and it shall assist in the enforcement of the Declaration of Covenants and Restrictions which relate to the Surface Water or Storm Water Management System. The Association shall levy and collect adequate assessments against members of the Association for the costs of maintenance and operation of the Surface Water or Storm Water Management System and the private roads.

(m) Private Water System. Operate, maintain, manage, repair and replace a private water distribution system to provide water to each residential parcel and to the Common Property. The Association shall levy and collect adequate assessments against members of the Association to install and connect meters on each parcel, to establish a capital water system account for the costs of maintenance, repair, replacement and operation of the private water system and to recover charges for waters usage.

(n) Observe and comply with the requirements for subdivisions imposed by Lake County.

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 Parcel and who has proven ownership of such interest by providing a copy of same to the Association as provided in Article 16.1 thereof, 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 Parcel merely as security for the performance of an obligation. An Owner of more than one Parcel is entitled to one Membership for each Parcel owned. Membership is appurtenant to, and may not be separated from ownership of at least one Parcel that is subject to the provisions of the Declaration, and membership may not be transferred other than by transfer of title to such Parcel. Each membership is transferred automatically by conveyance of title of a Parcel.

ARTICLE VI VOTING RIGHTS

The Association shall have two classes of voting membership:

Class "A". Class "A" Members shall be all Owners, with the exception of Declarant for so long as Declarant retains Class "B" voting rights. Each Class "A" Member shall have one (1) vote for each Parcel owned by that Member.

Class "B". The sole Class "B" Member shall be Declarant. Declarant shall be entitled to seven (7) votes for each Parcel in the Property owned by Declarant.

Termination of Class "B" Membership. As each Parcel in the Property is conveyed by Declarant to a Class "A" Member, Declarant's votes for that Parcel shall lapse. The Class "B" membership shall terminate and become converted to Class "A" membership upon the earlier of the following:

- (i) When the total outstanding Class "A" votes in the Association equals or exceeds the total outstanding Class "B" votes; or
- (ii) Ten (10) years from the date of recording of the Declaration; or
- (iii) At such earlier time as Declarant, in its sole discretion, may so elect.

ARTICLE VII BOARD OF DIRECTORS

Section 1. This Association's affairs are managed by a Board of Directors initially composed of three (3) Directors (the "Initial Directors"). Thereafter number of Directors from time to time may be changed in the manner provided by the

Association's By-Laws, but at all times it must be an odd number of at least three (3) or more but no more than nine (9) Directors. The Initial Directors named below shall serve until this Association's first annual meeting, the date for which shall be set by the Initial Directors. Except as otherwise provided in the Bylaws, the term of office for all Directors, with the exception of the Initial Directors, is one year. As long as there is a Class B member, all vacancies occurring on the Board of Directors shall be filled by the Declarant; thereafter any vacancies, if any, before an annual meeting will be filled by majority vote of the remaining Initial Directors, even if less than a quorum. Any Director may succeed himself or herself in office. After termination of the Class B membership all Directors will be elected by the membership using secret written ballot. Each member may cast as many votes for each vacancy as such member has; and the person receiving the largest number of votes cast for each vacancy shall be elected. Neither cumulative nor fractional voting is permitted. Except for the Initial Directors, Directors shall be Association members.

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

| | |
|----------------------|--|
| William "Bill" Segal | 1177 Louisiana Avenue, Suite 207, Winter Park, FL 32789 |
| John K. Keating | 250 East Colonial Drive, Suite 300, Orlando, FL 32801 |
| Jeff K. McFadden | 1177 Louisiana Avenue, Suite 207, Winter Park, FL 32789 |

Section 3. Every Director shall be indemnified by this Association against all expenses and liabilities, including attorney fees (at all trial and appellate levels) reasonably incurred by, asserted against, or imposed upon him in connection with any proceeding, litigation, or settlement in which he may become involved by reason of his being or having been a Director of this Association, or arising in connection with the performance of his duties as a Director. The foregoing provisions for indemnification shall apply whether or not he is a Director at the time such expenses are incurred.

Notwithstanding the above, in instances where a Director admits or is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties, or of any involving criminal liability, the indemnification provisions of these Articles shall not apply. Otherwise, the foregoing rights to indemnification shall be in addition to and not exclusive of any and all rights of indemnification to which a Director may be entitled whether by statute or common law.

ARTICLE VIII INCORPORATOR

The name and address of the incorporator is:

William "Bill" Segal 1177 Louisiana Avenue, Suite 207, Winter Park, FL 32789

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 affirmative vote or assent given in writing and signed by not less than two-thirds (2/3) of each class of members. 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. 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 approved by the St. Johns River Water Management District prior to such termination, dissolution or liquidation.

ARTICLE X DURATION

This Association exists perpetually.

ARTICLE XI BYLAWS

This Association's Bylaws initially will be adopted and amended by the Initial Directors. Thereafter, the Bylaws may be altered, amended, or rescinded by a vote of two-thirds (2/3) of the voting interests of the Association.

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 by affirmative vote or in writing of two-thirds (2/3) of all voting interests.

ARTICLE XIII INTERPRETATION

Express reference is made to the Declaration where necessary to interpret, construe, and clarify the provisions of the Articles. Without limitations, all terms defined in the Declaration have the same meaning where used in these Articles. By subscribing and filing these Articles, the incorporators intend 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.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, I, the undersigned, constituting the incorporator of this Association, have executed these Articles of Amendment this 3 day of

January, 2014

William "Bill" Segal
William "Bill" Segal, President

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 3rd day of January, 2014, by William "Bill" Segal, as President of Wolfbranch Meadows Homeowners' Association, Inc., who is personally known to me or has produced _____ as identification.



BETSY A. LABOY
MY COMMISSION # DD 969900
EXPIRES: April 23, 2014
Bonded Thru Budget Notary Services

Betsy A. Laboy
Notary Public
Print name: Betsy A. Laboy
My Commission Expires: _____

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA AND NAMING THE
REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED.**

WOLFBRANCH MEADOWS HOMEOWNERS' ASSOCIATION, INC., desiring to organize under the laws of the State of Florida, as a corporation not for profit with its principal office, as indicated in its Articles of Incorporation, at 1177 Louisiana Avenue, Suite 207, Winter Park, FL 32789, has named William "Bill" Segal, whose business office is 1177 Louisiana Avenue, Suite 207, Winter Park, FL 32789, as its registered agent to accept service of process within Florida.

ACCEPTANCE

Having been named to accept service of process for the foregoing corporation at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes, including the duties and obligations imposed by Section 607.0505, relative to the proper and complete performance of my duties.

Name: Bill Segal
Print Name: William "Bill" Segal
Title: Registered Agent
Date: January, 201⁴~~9~~

Exhibit "A"
Legal Description

THE SOUTH 1/4 OF THE SOUTHEAST 1/4 OF THE SOUTHWEST 1/4 OF SECTION 19, TOWNSHIP 19 SOUTH, RANGE 28 EAST, LAKE COUNTY, FLORIDA, LESS THE WEST 264 FEET THEREOF.

AND

THE NORTH 1/2 OF THE SOUTH 1/2 OF THE SOUTHEAST 1/4 OF THE SOUTHWEST 1/4 OF SECTION 19, TOWNSHIP 19 SOUTH, RANGE 28 EAST, LAKE COUNTY, FLORIDA, LESS THE SOUTH 150 FEET OF THE WEST 132 FEET THEREOF.

AND

THE SOUTH 1/2 OF THE NORTH 1/2 OF THE SOUTHEAST 1/4 OF THE SOUTHWEST 1/4 OF SECTION 19, TOWNSHIP 19 SOUTH, RANGE 28 EAST, LAKE COUNTY, FLORIDA.

LESS ROAD RIGHT OF WAY.

BEING ALSO DESCRIBED AS FOLLOWS:

BEGINNING AT THE NORTHWEST CORNER OF THE SOUTH ONE-HALF (S. 1/2) OF THE NORTH ONE-HALF (N. 1/2) OF THE SOUTHEAST ONE-QUARTER (S.E. 1/4) OF THE SOUTHWEST ONE-QUARTER (S.W. 1/4) OF SECTION 19, TOWNSHIP 19 SOUTH, RANGE 28 EAST, LAKE COUNTY, FLORIDA; THENCE NORTH 89°10' 40" EAST ALONG THE NORTH LINE OF THE SOUTH ONE-HALF (S. 1/2) OF THE NORTH ONE HALF (N. 1/2) OF THE SOUTHEAST ONE-QUARTER (S.E. 1/4) OF THE SOUTHWEST ONE-QUARTER (S.W. 1/4) OF SAID SECTION 19, A DISTANCE OF 1303.62 FEET TO A POINT OF THE WEST RIGHT OF WAY LINE OF "COUNTY ROAD 437"; THENCE SOUTH 00°16' 47" EAST ALONG SAID WEST RIGHT OF WAY LINE, A DISTANCE OF 60.67 FEET; THENCE SOUTH 00°16' 46" WEST CONTINUING ALONG SAID WEST RIGHT OF WAY LINE, A DISTANCE OF 542.78 FEET; THENCE SOUTH 01°15' 05" WEST CONTINUING ALONG SAID WEST RIGHT OF WAY LINE, A DISTANCE OF 383.96 FEET TO A POINT ON THE NORTH RIGHT OF WAY LINE OF "WOLFBRANCH ROAD"; THENCE SOUTH 89° 25' 48" WEST ALONG SAID NORTH RIGHT OF WAY LINE, A DISTANCE OF 1024.37 FEET TO A POINT ON THE EAST LINE OF THE WEST 264 FEET OF THE SOUTH ONE-QUARTER (S. 1/4) OF THE SOUTHEAST ONE-QUARTER (S.E. 1/4) OF THE SOUTHWEST ONE QUARTER (S.W. 1/4) OF SAID SECTION 19; THENCE NORTH 00°13' 30" WEST ALONG SAID EAST LINE, A DISTANCE OF 314.20 FEET TO A POINT ON THE SOUTH LINE OF THE NORTH ONE-HALF (N. 1/2) OF THE SOUTH ONE-HALF (S. 1/2) OF THE SOUTHEAST ONE-QUARTER (S.E. 1/4) OF THE SOUTHWEST ONE QUARTER (S.W. 1/4) OF SAID SECTION 19; THENCE SOUTH 89° 20' 46" WEST ALONG SAID SOUTH LINE, A DISTANCE OF 132.00 FEET TO A POINT ON THE EAST LINE OF THE WEST 132.00 FEET OF THE NORTH ONE-HALF (N. 1/2) OF THE SOUTH ONE-HALF (S. 1/2) OF THE SOUTHEAST ONE-QUARTER (S.E. 1/4) OF THE SOUTHWEST ONE-QUARTER (S.W. 1/4) OF SAID SECTION 19; THENCE NORTH 00° 13' 30" WEST ALONG SAID EAST LINE, A DISTANCE OF 150.00 FEET TO A POINT ON THE NORTH LINE OF THE SOUTH 150.00 FEET OF THE NORTH ONE-HALF (N. 1/2) OF THE SOUTH ONE-HALF (S. 1/2) OF THE SOUTHEAST ONE QUARTER (S.E. 1/4) OF THE

SOUTHWEST ONE-QUARTER (S.W. 1/4) OF SAID SECTION 19; THENCE SOUTH 89° 20' 46" WEST ALONG SAID NORTH LINE, A DISTANCE OF 132.00 FEET TO A POINT ON THE WEST LINE OF THE SOUTHEAST ONE-QUARTER (S.E. 1/4) OF THE SOUTHWEST ONE-QUARTER (S.W. 1/4) OF SAID SECTION 19; THENCE NORTH 00°13' 30" WEST ALONG SAID WEST LINE, A DISTANCE OF 517.62 FEET TO THE POINT OF BEGINNING.

SAID LANDS SITUATE IN LAKE COUNTY, FLORIDA AND CONTAINS 26.971 ACRES, MORE OF LESS.

The date of each amendment's adoption: November 20, 2013

Effective date if applicable: _____, 2013

Adoption of Amendments

There are no members or members entitled to vote on the amendments. The amendments were adopted by the board of directors.

Dated January 3, 2014

Signature 
William "Bill" Segal

President