

**1708066000994**

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

((H23000124680 3)))



H230001246803ABC-

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

**To:**

Division of Corporations  
Fax Number : (850)617-6380

**From:**

Account Name : SHUTTS & BOWEN LLP (ORLANDO)  
Account Number : I20030000004  
Phone : (407)835-6769  
Fax Number : (407)843-4076

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

Email Address: corpmail@shutts.com

**COR AMND/RESTATE/CORRECT OR O/D RESIGN  
MISSION VILLAGE TOWNHOMES ASSOCIATION, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	07
Estimated Charge	\$35.00

Electronic Filing Menu

Corporate Filing Menu

Help

2023 APR - 3 PM 3:51

(((H23000124680 3)))

\*\*\*

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF**

**MISSION VILLAGE TOWNHOMES ASSOCIATION, INC.**

**A Florida Corporation Not For Profit**

The undersigned incorporator, a resident of the State of Florida and of full age, hereby makes, subscribes, acknowledges and files with the Department of the State of Florida these Amended and Restated Articles of Incorporation with respect to Mission Village Townhomes Association, Inc., a Florida corporation not for profit. These Amended and Restated Articles of Incorporation shall amend and restate the Articles of Incorporation filed with the Florida Department of State on January 31, 2008. Capitalized terms used herein, but not defined herein, shall have the meaning given to such terms in the Declaration (as defined in Article IV below).

**ARTICLE I  
NAME**

The name of this corporation is Mission Village Townhomes Association, Inc., a Florida corporation not for profit, (hereinafter called the "Association" in these Articles )

**ARTICLE II  
OFFICE AND REGISTERED AGENT**

This Association's registered office is 2005 Pan Am Circle, Suite 300, Tampa, Florida 33607 Hillsborough County, Florida, and its registered agent is Andrea Cedres, who maintains a business office at 2005 Pan Am Circle, Suite 300, Tampa, Florida 33607. Both this Association's registered office and registered agent may be 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 maintenance, preservation and architectural control of all common areas and other residence lots within that certain tract or property in Hillsborough County, Florida which is legally described with specificity in the Declaration and commonly known as the Mission Village Townhomes (hereinafter called the "Property").

**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 Amended and Restated Declaration of Covenants, Conditions and Restrictions dated March 31, 2023 (the "Declaration") applicable to the Property and recorded or to be recorded in the Public Records of Hillsborough 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;

(((H23000124680 3)))

(((H23000124680 3)))

b. Property. In any lawful manner, acquire, own, hold, improve, manage, operate, maintain, repair, replace, operate, 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.

c. Assessments. Fix, levy, collect, and enforce by any lawful means all charged or assessments 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 charged levied or imposed against this Association's property; and contract for services, such as to provide for operation and maintenance of facilities.

e. Borrowing. Borrow money and, with approval of two-thirds (2/3) of each class of members, mortgage, pledge, deed in trust, hypothecate, assign, grant securities interests in, or otherwise transfer any or all of its property as security for money borrowed, debts incurred, or any of its other obligations.

f. Dedications. 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 may be determined pursuant to the Declaration.

g. Mergers. With the approval of two-thirds (2/3) of the members, participate in mergers and consolidations with other non-profit corporations organized for similar purposes.

h. Rules. From time to time adopt, alter, amend, rescind, and enforce reasonable rules and regulations governing the use of the Lots and Common Area consistent with the rights and duties established by the Declaration and these Articles and governing Members' responsibilities.

i. General. Have and exercise all common law rights, powers, and privileges and those that 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 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. Enforcement. To 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 property to the corporation with respect to the use and maintenance thereof; and to sue and be sued.

## ARTICLE V MEMBERSHIP

Every Owner of a Lot that 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 Lot merely as security for the performance of an obligation. An Owner of more than one Lot is entitled to one membership for each Lot owned. Membership is appurtenant to, and may not be separated from, ownership of at least one Lot that is subject to the provisions of the Declaration, and membership may not be transferred other than by transfer of title to such Lot. Each membership is transferred automatically by conveyance of title of a Lot.

## ARTICLE VI VOTING RIGHTS

Each Owner shall be entitled to one vote for each Lot owned unless otherwise specified in the Association Documents. If more than one (1) person owns an interest in any Lot, all such

(((H23000124680 3)))

(((H23000124680 3)))

persons are Members; but there may be only one (1) vote cast with respect to such Lot. Such vote may be exercised as the Owners determine among themselves; but no split vote is permitted. Declarant shall be entitled to have three votes for each Lot owned by the Declarant within the Property. At all times, unless prohibited by Florida statute, the Declarant shall be permitted to vote on behalf of Lots the Declarant owns.

#### ARTICLE VII BOARD OF DIRECTORS

Section 1. This Association's affairs are managed by a Board of Directors initially composed of three Directors. The number of Directors from time to time may be changed by amendment to this Association's By-Laws, but at all times it must be an odd number of three or more but not to exceed five (5). The initial Directors named below shall serve until the Association's next meeting to approve new director(s). If the initial Directors shall resign, replacement Directors shall be approved at the Association's next meeting. The term of office for all Directors is three years unless modified by the Board. Before any such meeting to vote for Directors, all vacancies occurring on the Board of Directors, if any, will be filled by majority vote of the remaining Directors, even if less than a quorum. Any Director may succeed himself or herself in office. All Directors will be elected by ballot of the Members. 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 is elected. Cumulative voting is not permitted. Directors need not be 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:

Name: Steven Samaha, Wayne Moseley and Andrea Cedres  
Address: 2005 Pan Am Circle, Suite 300, Tampa, Florida 33607

#### ARTICLE VIII INCORPORATOR

The name and address of the person signing these Amended and Restated Articles of Incorporation is:

Name: Steven M. Samaha  
Address: 2005 Pan Am Circle, Suite 300, Tampa, Florida 33607

#### 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 assent given in writing and signed by not less than two-thirds (2/3) of the Members. Upon dissolution of this Association in any manner other than incident to merger or consolidation, all of this Association's assets must be dedicated to an appropriate entity 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.

#### ARTICLE X DURATION

(((H23000124680 3)))

(((H23000124680 3)))

This Association exists perpetually.

**ARTICLE XI  
BY-LAWS**

This Association's By-Laws will be adopted by the Board of Directors. Thereafter, the By-Laws may be altered, amended, or rescinded with the approval of a majority of Members, except to the extent a higher proportion of Members is required by the By-Laws or the Declaration in which case those provisions shall control such Amendments.

**ARTICLE XII  
AMENDMENTS**

Amendments to these Articles may be proposed and adopted in the same manner as amendments to the Declaration.

RECEIVED  
MAR 10 2023  
11:01 AM

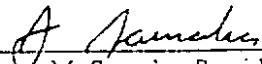
(((H23000124680 3)))

(((H23000124680 3)))

**ARTICLE XIII  
INTERPRETATION**

Express reference is made to the Declaration where necessary to interpret, construe, and clarify the provisions of the 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 the event of any inconsistency, then Declaration shall control.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, I, the undersigned, constituting the President of this Association, have executed these Amended and Restated Articles of Incorporation this 20th day of March 2023.

  
Steven M. Samaha, President

2023/03/23 PM 11

(((H23000124680 3)))

(((H23000124680 3)))

**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.**

Mission Village Townhomes 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 2005 Pan Am Circle, Suite 300, Tampa, Florida 33607, County of Hillsborough, State of Florida, has named Andrea Cedres whose business offices is 2005 Pan Am Circle, Suite 300, Tampa, Florida 33607, 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 617.0503, Florida Statutes, relative to the proper and complete performance of my duties.

Andrea Cedres.  
Andrea Cedres

AB

Date: March 30, 2023

11:01:11

(((H23000124680 3)))