

N130000010621

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

8/12

Office Use Only



000432937290

07-12-2012 09:00:00

2024-12-01 15:00  
ALL INFORMATION CONTAINED  
HEREIN IS UNCLASSIFIED

SEP 20

S. PRATHER

Steven H. Mezer  
Shareholder  
Board Certified in Real Estate and  
Condominium Planned Development Law  
Phone: 813.527.3906 Fax: 813.286.7683  
smezer@beckerlawyers.com

**Becker**

Becker & Pollakoff  
1511 N. Westshore Blvd.  
Suite 1000  
Tampa, FL 33607

August 9, 2024

**VIA FEDEX # 278091428457**

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

Re: **Articles of Amended and Restated Articles of Incorporation – Southern Pines I  
Phase Condominium Association, Inc.**  
Document Number N13000010621  
Client/Matter No. S29072 - 407864

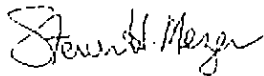
Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Amended and Restated Articles of Incorporation for the above-referenced Association. A check for \$35.00 was previously enclosed for the file fee and not returned with the enclosed letter from the Division.

**Please file and return the filed copy to my attention.** A self-addressed stamped envelope is enclosed for your convenience.

Please feel free to call me should you have any questions regarding this matter.

Sincerely,



Steven H. Mezer  
For the Firm

SHM/am  
Enclosures

**ARTICLES OF AMENDED AND RESTATED  
ARTICLES OF INCORPORATION**

Pursuant to the provision of Chapter 617, Florida Statutes, the undersigned corporation adopts the following Amendment to the Articles of Incorporation.

FIRST: The name of the corporation is Southern Pines I Phase Condominium Association, Inc.

SECOND: The attached Amended and Restated Articles of Incorporation were adopted by the Members.

THIRD: The attached Amended and Restated Articles of Incorporation were adopted by the required vote of the Members on the 21<sup>st</sup> day of May, 2024.

FOURTH: The number of votes cast were sufficient for approval.

WITNESSES:

(TWO)

Signature

Printed Name

Address:

Signature

Printed Name

Address:

SOUTHERN PINES I PHASE CONDOMINIUM  
ASSOCIATION, INC.

BY:

Paige Tilghman, Resident

Address: 4602 Southern Valley Loop  
Brooksville, FL 34601

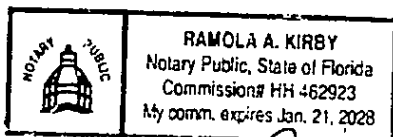
Date:

July 1, 2024

(CORPORATE SEAL)

STATE OF FLORIDA  
COUNTY OF HERNANDO

The foregoing instrument was acknowledged before me by means of ☒ physical presence or ☐ online notarization this 15<sup>th</sup> day of July, 2024, by Paige Tilghman as President of Southern Pines I Phase Condominium Association, Inc., a Florida Corporation, on behalf of the corporation. He is ☐ personally known to me or ☒ has produced Florida Driver License (type of identification) as identification.



Notary Public

Printed Name

My commission expires:

Jan 21, 2028

2024 JUL 12 PM 1:23  
ALL INFORMATION CONTAINED  
HEREIN IS UNCLASSIFIED

**AMENDED AND RESTATED**  
**ARTICLES OF INCORPORATION**  
**OF**  
**SOUTHERN PINES I PHASE CONDOMINIUM ASSOCIATION, INC.**

The undersigned hereby submits these Articles of Incorporation for the purpose of forming a not-for-profit corporation under the laws of the State of Florida pursuant to Chapter 617, Florida Statutes, and certifies the following:

**ARTICLE I**

**Name**

The name of the corporation shall be SOUTHERN PINES I PHASE CONDOMINIUM ASSOCIATION INC., which corporation shall herein be referred to as the "Association" or "Corporation" and whose principal place of business shall be 8014 SW 135<sup>th</sup> Street Road, Ocala, FL 34473.

**ARTICLE II**

**Purpose**

In accordance with the provisions of Chapter 718, Florida Statutes, the "Condominium Act", a condominium commonly to be known as Southern Pines I, a Phase Condominium will be created upon certain lands in Hernando County, Florida, according to the Declaration of Condominium. This Corporation is organized for the purpose of operating, governing, administering and managing the property and affairs of the Condominium and to exercise all powers and discharge all responsibilities granted to it as a corporation under the laws of the State of Florida, the Bylaws of the Corporation, these Articles, the Declaration and the Condominium Act, and to acquire, hold, convey and otherwise deal in and with real and personal property in this Corporation's capacity as a condominium association.

**ARTICLE III**

**Powers**

The powers of the Association shall be, in addition to the general powers afforded a corporation not-for-profit under the statutory laws of the State of Florida, all the powers reasonably necessary to implement the purposes of the Association, including, but not limited to, the following:

1. To operate and manage a condominium apartment building or buildings and the lands on which it is situated and the recreational land adjoining such building or buildings or situated in the Condominium, which land is owned or leased by this Association for the use and benefit of the condominium units.

2. To carry out all the powers and duties vested in the Association pursuant to the Declaration of Condominium and Bylaws, the Condominium Act and any rules and regulations of the Association, which shall include:

- (a) to make and collect assessments against members to defray the costs, expenses and losses of the Condominium;
- (b) to use the proceeds of assessment in the exercise of its powers and duties;
- (c) to maintain, repair, replace and operate the condominium property;
- (d) to reconstruct improvements after casualty and to further improve the property;
- (e) to make and amend regulations respecting the use of the property and the condominium;
- (f) to approve or disapprove purchases, leases and mortgages of condominium units;
- (g) to enforce by legal means the provisions of the condominium documents, these Articles, the Bylaws of the Association and the rules and regulations for the use of the property in the condominium; and
- (h) to contract for the management and maintenance of the condominium and to authorize a management agent to assist the Association in carrying out its powers and duties by performing such functions as the collection of assessments, preparation of records, enforcement of rules, and maintenance of the common elements. The Association shall, however, retain at all times the powers and duties granted them by the Condominium Act, including, but not limited to, the making of assessments, promulgation of rules and regulations and execution of contracts on behalf of the Association.

3. The Association shall be authorized to exercise and enjoy all the powers, rights and privileges granted to or conferred upon not-for-profit corporations of a similar character by the provisions of Chapter 617, Florida Statutes, entitled "Florida Corporations Not For Profit", now or hereafter in force and to do any and all things necessary to carry out this purposes.

4. The Association shall be authorized to exercise and enjoy all the powers , rights and privileges granted to or conferred corporations formed to operate condominiums buildings under the provisions of Chapter 718, Florida Statutes, now or hereafter in force.

5. No compensation shall be paid to Directors for their services as Directors. Compensation, however, may be paid to a Director in his or her capacity as an officer or employee or for other services rendered to the Association outside of his or her duties as a Director. In this case, compensation must be approved and advances by the Board of Directors and the Director receiving such compensation shall not be allowed to vote for said compensation. The Directors shall have the right to set and pay all salaries or compensation to be paid to officers, employees, attorneys or agents for services rendered to the Association.

6. All funds and the title to all properties acquired by this Association, and the proceeds thereof, shall be held for the owners of the condominium units in accordance with the provisions of the Declaration of Condominium and its supporting documents.

7. All of the powers of this Association shall be subject to and shall be exercised in accordance with the Declaration of Condominium together with its supporting documents, which govern the use of the owned and leased lands to be operated and administered by the Association.

#### **ARTICLE IV** **Membership**

The qualification of members, the manner of their admission and the voting by members shall be as follows:

1. This Corporation shall be organized without capital stock.

2. All owners of condominium units in SOUTHERN PINES I A PHASE CONDOMINIUM shall be members of the Association and no other persons or other entities shall be entitled to membership; provided, however, until such time as the Declaration of Condominium for SOUTHERN PINES I A PHASE CONDOMINIUM has been placed on record with the Clerk of the Court of Hernando County, Florida, the Developer shall be a member of the Association entitled to one (1) vote, after which time, unless the Developer is the owner of Condominium Units, its membership shall cease.

3. Other persons shall become members of the Association by the recording in the public records of Hernando County, Florida of a Deed establishing a change of record title to a condominium unit and the delivery to the Association of a certified copy of such Deed; the new owner(s) designated by such instrument, thereby becomes a member of the Association and the membership of the prior owner(s) shall at that time be terminated.

4. The interest of any member in any part of the real property or in the funds and assets of the Association cannot be conveyed, assigned, mortgaged, hypothecated or transferred in any manner, except as an appurtenance to the condominium unit.

5. Voting by the members of SOUTHERN PINES I PHASE CONDOMINIUM ASSOCIATION INC., in the affairs of this Association shall be one (1) vote per unit. Said vote may be exercised or cast by the owner of each unit in such manner as will be provided in the Declaration of Condominium and the Bylaws adopted by the Association. Should any member own more than one condominium unit such member shall be entitled to cast as many votes as he

owns condominium units in the manner provided herein and in said Bylaws and Declaration of Condominium.

**ARTICLE V**  
**Corporate Existence**

This Association shall continue to exist so long as the Condominium SOUTHERN PINES I A PHASE CONDOMINIUM shall be in existence.

**ARTICLE VI**  
**Directors**

1. The business of this Association shall be conducted by a Board of Directors, which shall have three (3) Directors.

2. The election of Directors, their removal or the filling of vacancies on the Board of Directors shall be in accordance with the Bylaws of the Association and the Condominium Act. Initially the Developer has the right to the members of the Board of Directors in accordance with the Condominium Act. Thereafter, Directors shall be elected at the annual meeting of the members of the Association by the Developer (if applicable) and by the members. Directors shall hold office for a one (1) year term or until there successors are duly elected. The Developer shall have the right to elect the majority of Directors until such time as it is required by the Condominium Act to transfer control of the Association to the unit owners other than the Developer in accordance with the Bylaws.

**ARTICLE VII**  
**Board of Directors**

The names and addresses of the Board of Directors are as follows:

| <u>Name</u>         | <u>Address</u>                                   |
|---------------------|--|
| Paige Tilghman      | 7960 Southern Pines Drive, Brooksville, FL 34601 |
| Andrew Carsell      | 8152 Southern Pines Drive, Brooksville, FL 34601 |
| Dr. Douglas F. Roth | 8184 Southern Pines Drive, Brooksville, FL 34601 |
| Patricia Dee        | 7956 Southern Pines Drive, Brooksville, FL 34601 |

**ARTICLE VIII**  
**Bylaws**

The Bylaws of the Association shall be adopted by the Board of Directors and recorded in the public records of Hernando County, Florida as an exhibit to the Declaration. The amendment, alteration or rescission of said Bylaws shall be in accordance with the provisions of said Bylaws.

**ARTICLE IX**  
**Amendments to Articles of Incorporation**

The provisions of the Declaration applicable to amendment of that instrument shall apply

to any amendment of the Bylaws or these Articles. A majority of the Board of Directors or a majority of the voting members may propose alterations, amendments to, or the rescission of these Articles, so long as the proposals do not conflict with the Condominium Act or the Declaration. Such proposals can be amended upon the affirmative or written consent, or any combination thereof of Owners of at least two-thirds (2/3) of the Units and the consent of the Developer, so long as Developer holds for sale any Unit in the Condominium. Amendments to the Declaration shall become effective upon recordation, unless a later effective date is specified therein. No provision of the Declaration which reserves or grants special rights to Developer and/or its affiliates shall be amended without the prior written consent of Developer and any affiliates affected by such amendment, so long as Developer and/or such affiliates, as the case may be, own any property for development of the Condominium or the sale of Units within the Condominium.

Any amendment which alters any provision relating to the surface water or stormwater management system, beyond maintenance in its original condition, including the water management portions of the common areas, must have the prior approval of the Developer and the Water Management District.

#### **ARTICLE X** **Indemnification of Officers and Directors**

Every Director and every Officer of the Corporation shall be indemnified by the Corporation against all expenses and liability, including attorneys' fees, 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 or Officer is adjudged guilty of willful misfeasance in the performance of his duties; provided that in the event of any claim for reimbursement or indemnification herein shall apply fully if the Board of Directors approves such settlement and reimbursement as being in the best interests of the Association. Such approval shall be made by a majority vote of a quorum consisting of Directors who were not parties to such proceedings. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights, which such Director or Officer may be entitled.

#### **ARTICLE XI** **Registered Agent**

The street address of the registered agent in the State of Florida shall be 1511 N. Westshore Blvd., Suite 1000, Tampa, FL 33607. The name of the registered agent shall be Becker & Poliakoff. The Board of Directors may from time to time move the registered office to any other address in the State of Florida, and select a new registered agent.