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Advanced Incorporating Service

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NAME OF ENTITY

*Pine Hollow II Property Owners
Association, Inc.*

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PICK ONE:

☐ CERTIFIED COPY ☒ PHOTOCOPY ☐ C.U.S.

FILING:

☐ CORPORATION ☐ LLC ☐ LIMITED PARTNERSHIP ☐ GENERAL PARTNERSHIP
☐ FICTITIOUS NAME ☐ SERVICEMARK/TRADEMARK ☒ AMENDMENT
☐ FOREIGN QUALIFICATION ☐ JUDGMENT LIEN
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RECORD AND RETURN TO:

Block & Scarpa
Attorneys-at-Law

1515 Indian River Boulevard, Suite A-220
Vero Beach, Florida 32960

CERTIFICATE OF AMENDMENT
FOR THE
ARTICLES OF INCORPORATION
OF
PINE HOLLOW II PROPERTY OWNERS ASSOCIATION, INC.
A NON-PROFIT CORPORATION

The Board of Directors of PINE HOLLOW II PROPERTY OWNERS ASSOCIATION, INC. hereby certifies that, at a duly called Board meeting held on July 29, 2021, the Board of Directors of the Association unanimously and affirmatively voted to amend the Articles of Incorporation, originally filed with the Florida Department of State on October 29, 2015, and adopted the Amended and Restated Articles of Incorporation as attached as Exhibit "A" hereto and incorporated herein by reference. The Board of Directors certifies that it had full authority to adopt the Amended and Restated Articles of Incorporation, and that there were no members of the corporation entitled to vote on such amendments at the time of their adoption.

Executed in Vero Beach, Indian River County, Florida, this 12 day of August, 2021.

Signed, sealed and delivered
in the presence of:

[Signature]

Witness

[Signature]

Witness

PINE HOLLOW II PROPERTY OWNERS ASSOCIATION,
INC., a Florida not-for-profit corporation

By [Signature]

Print Name: Sue Ellen Guethle

Title: President

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FLORIDA

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

I hereby certify that on this day, before me, an officer duly authorized appeared Sue Ellen Guethle, who provided [Signature], who acknowledge that he/she is the President of PINE HOLLOW II PROPERTY OWNERS ASSOCIATION, INC., and that he/she acknowledged executing the foregoing Amendment in the presence of two subscribing witnesses freely and voluntarily under authority duly vested in him/her by said Association, and that the seal affixed thereto is the true seal of said Association.

Witness my hand and official seal in the county and state last aforesaid this 12th day of August, 2021.

[Signature]

Printed name:

Notary Public



**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
PINE HOLLOW II PROPERTY OWNERS ASSOCIATION, INC.
A NON-PROFIT CORPORATION**

The Board of Directors for the corporation described herein does hereby adopt the following Amended and Restated Articles of Incorporation for such corporation:

ARTICLE I

Name

The name of the corporation (hereinafter the "Association") is Pine Hollow II Property Owners Association, Inc. The Association is a non-profit corporation.

ARTICLE II

Addresses

The business address and the mailing address of the association is 4401 Whiteaway Dairy Road, Fort Pierce, FL 34947.

ARTICLE III

Term

The existence of this Association commenced with the filing of the Articles of Incorporation with the Department of State, Tallahassee, Florida on October 29, 2015. The Association shall exist in perpetuity.

ARTICLE IV

Purposes

The purposes for which the Association is formed are to provide for maintenance, preservation, and architectural control, and services to the residential lots and improvements thereon, and common area, within a certain subdivided tract of real property described as PINE HOLLOW UNITS THREE AND FOUR, a Subdivision, according to the plat thereof filed in Public Records of St. Lucie County, Florida, to be known as "Pine Hollow II", and such additions thereto as may hereafter be brought within the jurisdiction of the Association for such purposes.

In furtherance of such purposes, the Association shall have the power to:

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TALLAHASSEE, FL

(a) Perform all of the duties and obligations of the Association as set forth in a certain Declaration of Covenants, Conditions, and Restrictions Of Pine Hollow II (the "Declaration") applicable to the subdivision and to be recorded in the public records of St. Lucie County, Florida;

(b) Affix, levy, and collect all charges and assessments pursuant to the terms of the Declaration and Bylaws, and enforce payment thereof by any lawful means, including foreclosure; and pay all expenses in connection therewith, and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes, or governmental charges levied or imposed on the property of the Association;

(c) Acquire (by gift, purchase, or otherwise), own, hold, improve, build on, operate, maintain, convey, sell, lease, transfer, dedicate to public use, or otherwise dispose of real and personal property in connection with the affairs of the Association;

(d) Borrow money, mortgage, pledge, convey by deed of trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) Dedicate, sell, or transfer all or any part of the Common Areas to any municipality, public agency, authority, or utility for such purposes and subject to such conditions as may be agreed upon by the members;

(f) Participate in mergers and consolidations with other nonprofit corporations organized for the same purposes, or annex additional property and common areas, provided that any merger, consolidation, or annexation shall have the consent by vote or written instrument of two-thirds of each class of members;

(g) Have and exercise any and all powers, rights, and privileges that a corporation organized under Chapter 617 and Chapter 720 of the Florida Statutes by law it may now or hereafter have or exercise; and

(h) The Association shall operate, maintain and manage the surface water or stormwater management system(s) in a manner consistent with the South Florida Water Management District Permit No. 56-00623-S requirements and applicable District rules, and shall assist in the enforcement of the Declaration provisions which relate to the surface water or stormwater management system(s). 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 stormwater management system(s).

The Association is organized and shall be operated exclusively for the aforementioned purposes. The activities of the Association shall be financed by assessments on members as provided in the Declaration, and no part of any net earnings shall inure to the benefit of any member.

ARTICLE V

Registered Agent

The street address of the initial registered office of the Association is 4401 Whiteway Dairy Road, Fort Pierce, FL 34947, and the name of its registered agent at such address is Darren Guettler, unless otherwise changed by the Board of Directors from time to time.

ARTICLE VI

Membership; Voting Rights

Every person or entity who is a record owner of a fee or undivided fee interest in any Unit that is subject to the Declaration, but excluding persons holding title merely as security for performance of an obligation, shall be a member of the Association, as further provided in the Declaration and Bylaws. Membership shall be appurtenant to and may not be separated from ownership of a lot which is subject to assessment by the Association. The voting rights in the Association are as provided in the Declaration and/or Bylaws.

ARTICLE VII

Board of Directors

The directors shall be elected, appointed and/or removed as stated in the Bylaws.

ARTICLE VIII

Officers

The affairs of the Association shall be administered by the officers designated in the Bylaws of the Association. Said officers shall be elected by the Board of Directors annually and shall serve at the pleasure of the Board of Directors.

ARTICLE IX

Bylaws

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

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ARTICLE X

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 stormwater management system must be transferred to and accepted by an entity which would comply with the legal operation and maintenance required pursuant to Section 40E of the Florida Administrative Code, and be approved by the South Florida Water Management District prior to such termination, dissolution or liquidation.

ARTICLE XI

Incorporator

The name and street address of the incorporator is:

<i>Name</i>	<i>Address</i>
Darren Guettler	4401 Whiteway Dairy Road Fort Pierce, FL 34947

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ARTICLE XII

Amendments

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

12.1 **Resolution.** A resolution proposing an amendment to these Articles may be proposed by either the Board of Directors of the Association acting upon a vote of the majority of the Directors, or by a majority of the Members of the Association, whether meeting as Members or by instrument in writing signed by them.

12.2 **Proposed Amendment Format.** Proposals to amend existing Articles shall contain the full text of the article to be amended. New words shall be underlined and words to be deleted shall be lined through with hyphens. If the proposed change is so extensive that this procedure would hinder rather than assist understanding, a notation must be inserted immediately preceding the proposed amendment substantially stating, "SUBSTANTIAL REWORDING OF ARTICLES. SEE ARTICLE NUMBER _____ FOR PRESENT TEXT."

12.3 **Notice.** The subject matter of proposed amendments shall be included in the notice of any meeting at which a proposed amendment is to be considered and provided to the Members in accordance with the notice requirements prescribed in these Articles, or in connection with documentation for action without a meeting.

12.4 **Approval And Certificate.** The amendment(s) proposed must be approved by an affirmative vote of two-thirds (2/3) of the eligible Members present, in person, by proxy or by electronic means as permitted by law, at a members' meeting at which a quorum is attained for such amendment(s) to become effective. If approved, such amendment(s) to the Articles shall be certified and executed with the same formalities as a deed by the Association as having been duly adopted and the amendment(s) so certified shall be recorded in the public records of the county in which the Property is located, and filed with the Florida Department of State, and such amendment(s) to specifically refer to the recording data of the Declaration. Within thirty (30) days after recording an amendment to the Articles, the Association shall provide copies of the amendment to the Members. However, if a copy of the proposed amendment is provided to the Members before they vote on the amendment and the proposed amendment is not changed before the vote, the Association, in lieu of providing a copy of the amendment, may provide notice to the Members that the amendment was adopted, identifying the official book and page number or instrument number of the recorded amendment and that a copy of the amendment is available at no charge to the member upon written request to the Association. However, the failure to timely provide notice of the recording of the amendment does not affect the validity or enforceability of the amendment.

12.5 **Effective Date.** An amendment when adopted shall become effective after being recorded in the St. Lucie County Public Records according to law. No amendment to the Articles will be valid or effective unless and until recorded with identification on the first page thereof of the book and page of the public records where the Declaration of the Association is recorded.

12.6 **Automatic Amendment.** These Articles shall be deemed amended, if necessary, so as to make the same consistent with the provisions of the Declaration. Whenever the Act, Chapter 617, Florida Statutes, or other applicable statutes or administrative regulations, as amended from time to time, are amended to impose procedural requirements less stringent than set forth in these Articles, the Board may operate the Association pursuant to the less stringent requirements.

The foregoing were adopted as the Amended and Restated Articles of Incorporation of **PINE HOLLOW II PROPERTY OWNERS ASSOCIATION, INC.**, a Florida not-for-profit corporation established under the laws of the State of Florida, at the first meeting of the Board of Directors on the 29 day of July, 2021.

PINE HOLLOW II PROPERTY OWNERS ASSOCIATION, INC., a Florida not-for-profit corporation

[Signature]
Sur. Frank Guetler, pres.
Print name and title

[Signature]
FRANK GUETLER, VP
Print name and title

STATE OF FLORIDA
COUNTY OF ST. LUCIE

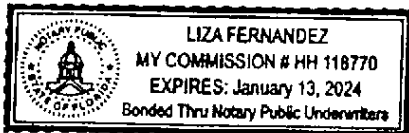
This instrument was acknowledged before me this 29th day of July, 2021 by Sue Ellen Guettler as President of PINE HOLLOW II PROPERTY OWNERS ASSOCIATION, INC., on behalf of the corporation, who is personally known to me or has produced _____ as identification.



Liza Fernandez
Notary Public, State of Florida
My Commission Expires: _____

STATE OF FLORIDA
COUNTY OF ST. LUCIE

This instrument was acknowledged before me this 29th day of July, 2021 by Francis Guettler, as Vice President of PINE HOLLOW II PROPERTY OWNERS ASSOCIATION, INC., on behalf of the corporation, who is personally known to me or has produced _____ as identification.



Liza Fernandez
Notary Public, State of Florida
My Commission Expires: _____

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ST. LUCIE COUNTY, FLORIDA

ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

PINE HOLLOW II PROPERTY OWNERS ASSOCIATION, INC., organized under the laws of the State of Florida with its principal office as designated in these Amended and Restated Articles of Incorporation, Fort Pierce, St. Lucie County, Florida, has named Darren Guettler, located at 4401 Whiteway Dairy Road, Fort Pierce, FL 34947, as its agent to accept service of process within this State. Having been named to accept service of process for the above stated Association, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

Darren Guettler
Darren Guettler
Registered Agent