

N16263

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TALLAHASSEE, FLORIDA

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NOV 22 2016

C. CARROTHERS

November 15, 2016

BY REGULAR U.S. MAIL

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

RE: Articles of Amendment – Sutton Court Homeowners Association, Inc.

Dear Sir or Madam:

Enclosed please find the Articles of Amendment to the Amended and Restated Articles of Incorporation of Sutton Court Homeowners Association, Inc., along with a check for filing, in the amount of \$35.00. The document number of the corporation is N16263. The amendments were adopted at a membership meeting on October 28, 2016. The amendments were adopted by the members, and the number of votes cast for the amendments was sufficient for approval.

Please return the filed Articles of Amendment to my attention. Thank you.

Very truly yours,



Anne M. Hathorn, Esq.
For the Firm

AMH

Enclosures

Prepared By and Return to:
Anne M. Hathorn, Esquire
Anne Hathorn Legal Services, LLC
150 2nd Ave. N., Suite 1270
St. Petersburg, FL 33701

2016 NOV 17 AM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

**ARTICLES OF AMENDMENT TO THE AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
SUTTON COURT HOMEOWNERS ASSOCIATION, INC.**

This is to certify that by approval of the members of Sutton Court Homeowners Association, Inc. (the "Association"), in accordance with the requirements of the applicable Florida Statutes and the documents governing the Association and its members, the Amended and Restated Articles of Incorporation of Sutton Court Homeowners Association, Inc., attached hereto, were duly adopted at a membership meeting held on October 28, 2016. The amendments were adopted with requisite membership approval.

IN WITNESS WHEREOF, SUTTON COURT HOMEOWNERS ASSOCIATION, INC. has caused this instrument to be signed by its duly authorized officer on the 10th day of NOVEMBER, 2016.

SUTTON COURT
HOMEOWNERS ASSOCIATION, INC.

John Chambers
Signature of Witness #1
JOHN CHAMBERS
Printed Name of Witness #1

By: Frederick R. Lambrecht
Signature
FREDERICK R. LAMBRECHT
Printed Name and Title

Robert J. McCauley
Signature of Witness #2
ROBERT J. MCCAULEY
Printed Name of Witness #2

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 10th day of November, 2016 by Frederick Lambrecht, as President of SUTTON COURT HOMEOWNERS ASSOCIATION, INC., on behalf of the corporation. He/She acknowledged that he/she executed this document on behalf of the corporation. He/She is personally known to me or has produced Drivers License as identification.



MICHAEL BROADUS
MY COMMISSION # FF 988105
EXPIRES: May 17, 2020
Bonded Thru Budget Notary Services

Michael Broadus
Notary Public
Michael Broadus
Printed Name

AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
SUTTON COURT HOMEOWNERS ASSOCIATION, INC.

In compliance with the requirements of Florida Statute 617, the undersigned, all of whom are residents of the State of Florida, and all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify

ARTICLE I

NAME

The name of the corporation is SUTTON COURT HOMEOWNERS ASSOCIATION, INC., hereafter called the "Association".

ARTICLE II

ADDRESS

The address of the Association is 35595 U.S. Highway 19 North, PMB #50, Palm Harbor, Florida, 34684.

ARTICLE III

REGISTERED AGENT

Brian Loftus, whose address is 10720 Tonapa Loop, Port Richey, Florida 33568, is hereby appointed the initial registered agent of this Association.

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

The Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation and

architectural control of the residence Lots and Common Area within that certain tract of property more particularly described on Exhibit A to the Amended, Restated and Consolidated Declaration of Covenants, Conditions and Restrictions for SUTTON COURT and to promote the health, safety and welfare of the residents within the above described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

(a) exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Amended, Restated and Consolidated Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the Public Records of Pinellas 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 at length;

(b) fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to 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 against the property of the Association;

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

(d) contract with a third party for the management of the Property and to delegate to the Contractor all powers and duties of this corporation except such as are specifically required by the Declaration and/or the By-Laws to have the approval of the Board of Directors or the membership of the corporation;

(e) dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by a majority of the Board of Directors agreeing to such dedication, sale or transfer;

(f) participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of members;

(g) have and exercise any and all powers, rights and privileges which a corporation organized under the Non-profit Corporation Law of the State of Florida by law may now or hereafter have or exercise.

ARTICLE V

MEMBERSHIP

Every person or entity who is a record Owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to, and may not be separated from, ownership of any Lot which is subject to assessment by the Association.

ARTICLE VI
VOTING RIGHTS

Members shall be all Owners and shall be entitled to one (1) vote for each Lot owned. When more than one (1) person holds an interest in any Lots, all such persons shall be members. The vote for such Lot shall be exercised as they determine, but in no event shall more than one (1) vote be cast with respect to any Lot.

ARTICLE VII
BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of Directors composed of three (3) Directors or five (5) Directors, who must be members of the Association. The term of office for all Directors shall be year staggered, with approximately one-half of the total number of Directors being elected each year for two (2) year terms. The odd number of Directors shall be elected in the odd numbered year, and the even number of Directors shall be elected in the even numbered year.

ARTICLE VIII
OFFICERS

The affairs of the Association shall be administered by the officers designated by the By-Laws. The officers shall be elected 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 members of the Board of Directors.

The names and addresses of the first officers who shall serve until their successors are designated by the Board of Directors are as follows:

<u>Name</u>	<u>Address</u>
Brian Loftus President	10720 Tonapa Loop Port Richey, FL 33568
Robert F. Fertig Vice President	10720 Tonapa Loop Port Richey, FL 33368
John J. Lukaszewski, Jr. Secretary/Treasurer	10720 Tonapa Loop Port Richey, FL 33568

ARTICLE IX

BY-LAWS

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 X

INDEMNIFICATION

The Association shall, and does hereby, indemnify any person ("Indemnitees") for any and all liability arising from his official capacity or from any acts committed or failure to act by him in his official capacity as an Officer or Director of the Association, including acts which are adjudged by a court of law to have constituted negligence or misconduct in the performance of his duty to the Association, and resulting from judgments, fines, or amounts paid in settlement which are incurred in any action, suit or proceeding, whether civil, criminal, administrative or investigative, and whether such action, suit or proceeding is brought by or in the right of the Association, or other parties, and whether such action, suit or proceeding is commenced during or subsequent to his tenure as an Officer or Director of the Association ("Actions").

The Association will reimburse Indemnitees for any and all actual and reasonable expenses, including, without limitation, attorneys' fees and court costs ("Expenses"), as Expenses are incurred by Indemnitees in Actions. Notwithstanding anything to the contrary herein, the

Association will not indemnify Indemnitees for any liability or expenses incurred for actions which constitute gross negligence or willful misconduct, as such terms are used in Chapters 607 and/or 617 of the Florida Statutes, as amended or renumbered from time to time, except where such actions are undertaken at the request of the Association. The indemnification provided in this Article shall be in addition to and shall not limit or modify any other rights to indemnity to which Indemnitees are entitled, including, without limitation, those conferred by the Florida Statutes or the By-Laws, Articles of Incorporation, or any agreement executed by the Association.

ARTICLE XI

DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes.

ARTICLE XII

DURATION

The corporation shall exist perpetually.

ARTICLE XIII

AMENDMENTS

Amendment of these Articles shall require the assent of members representing seventy-five percent (75%) of the votes cast, at a meeting where a quorum is present, either in person or by proxy.

ARTICLE XIV

SUBSCRIBER

The name and address of the subscriber of these Articles of Incorporation are as follows:

<u>Name</u>	<u>Address</u>
U.S. Home Corporation	10720 Tonapa Loop Port Richey, FL 33568

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, the undersigned, constituting the subscriber of this Association, has caused these Articles of Incorporation to be executed this ____ day of _____.