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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
WESTBROOK HOMEOWNERS ASSOCIATION, INCORPORATED**

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STATE OF FLORIDA
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TALLAHASSEE, FLORIDA

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Amend

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION

WESTBROOK HOMEOWNERS ASSOCIATION, INC.

The corporation is filing these Articles of Amendment to Articles of Incorporation pursuant to Section 617.1006, Florida Statutes.

1. The name of the corporation is Westbrook Homeowners Association, Inc. ("Association").
2. The document number of the Association is N17000001389.
3. The amendments to the Articles of Incorporation attached hereto as Exhibit "A" were adopted on April 14, 2017.
4. There are no members or members entitled to vote on the amendments. The amendments were adopted by the Board of Directors pursuant to Article VIII(C) of the Articles of Incorporation.

In witness whereof, the undersigned President of the Association has executed these Articles of Amendment on the day and year set forth below.

WESTBROOK HOMEOWNERS ASSOCIATION, INC.

By: _____

Scott Brooks

Its: _____

President

Date: April 17, 2017

FILED
17 APR 18 AM 9:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EXHIBIT "A"**AMENDMENTS TO ARTICLES OF INCORPORATION****WESTBROOK HOMEOWNERS ASSOCIATION, INC.**

Additional language indicated by underlining.
Deleted language indicated by ~~hyphens~~.

Articles I, III and VII of the Articles of Incorporation are amended as follows:

ARTICLE I

NAME: The name of the corporation, herein called the "Association", is Westbrook Homeowners Association, Inc., and its address is c/o Pulte Home Company, LLC, Corporation, 24311 Walden Center Drive, Suite 300, Bonita Springs, FL 34134.

ARTICLE III

PURPOSE AND POWERS: The purpose for which the Association is organized is to provide an entity pursuant to the Florida Not-for-Profit Corporation Act and Chapter 720, Florida Statutes (the "Act") for the operation of a community to be known as "Westbrook", located in Lee County, Florida. The Association is organized and shall exist on a non-stock basis as a corporation not for profit under the laws of the State of Florida, and no portion of any earnings of the Association shall be distributed or inure to the private benefit of any Member, Director or officer. For the accomplishment of its purposes, the Association shall have all of the common law and statutory powers and duties of a corporation not for profit and of a homeowners' association under the laws of the State of Florida, except as expressly limited or modified by its Governing Documents; and it shall have all of the powers and duties reasonably necessary to operate Westbrook pursuant to the Governing Documents as they may hereafter be amended, including, but not limited to the following:

(A) To make and collect Assessments against the Members to defray the costs, expenses and losses of the Association, and to use the funds in the exercise of its powers and duties.

(B) To protect, maintain, repair, replace and operate the Common Area, including (i) rights-of-way, roads, street or access easements; (ii) utility easements/tracts or facilities; (iii) conservation or preservation easements/areas; (iv) common landscape areas; and (v) recreational areas

(C) To purchase insurance for the protection of the Common Area, the Association and the Members.

(D) To repair and reconstruct improvements after casualty, and to make further improvements to the Common Area.

(E) To make, amend and enforce Rules and Regulations as set forth in the Governing Documents.

(F) To approve or disapprove the transfer, leasing and occupancy of Parcels as may be provided in the Governing Documents.

(G) To enforce the provisions of the laws of the State of Florida that are applicable to Westbrook and the Governing Documents.

(H) To contract for the management and maintenance of Westbrook, and any property or easements and related improvements that are dedicated to the Association by plat or separate instrument, including any agreement or easement which imposes maintenance obligations on the Association, and to delegate any powers and duties of the Association in connection therewith except such as are specifically required by law or by the Governing Documents to be exercised by the Association's Board of Directors or the Members.

(I) To employ accountants, attorneys, architects, and other professionals to perform the services required for proper operation of Westbrook.

(J) To borrow money as necessary to perform its other functions hereunder.

(K) To grant, modify or move any easement.

(L) To acquire, own, lease and dispose of any real and personal property.

(M) To sue and be sued.

(N) To maintain and operate the Stormwater Management System, including dedicated lake tracts, lake maintenance or drainage easements and corresponding infrastructure.

All funds and the title to all property acquired by the Association shall be held for the benefit of the Members in accordance with the provisions of the Governing Documents. In the event of termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the Common Area and other property the Association is obligated to maintain pursuant to the Governing Documents, including any property or easements and related improvements that are dedicated to the Association by plat or separate instrument, including any agreement or easement which imposes maintenance obligations on the Association, shall be transferred to and accepted by an similar non-profit organization or entity that is acceptable to any applicable governmental authorities, prior to such termination, dissolution or liquidation. Annexation of additional properties, mergers and consolidations, mortgaging of Common Area and dissolution of the Association requires prior written approval of the Department of Housing and Urban Development and the Veterans Administration ("HUD/VA") as long as there is a Class "B" membership.

ARTICLE VII

DIRECTORS AND OFFICERS:

(A) The affairs of the Association shall be administered by a Board of Directors consisting of the number of Directors determined by the Association's Bylaws, but not less than three (3) Directors, and in the absence of such determination shall consist of three (3) Directors.

(B) Directors of the Association shall initially be appointed by and shall serve at the pleasure of the Developer, and on and following the Turnover Date, the Board of Directors shall be elected by the Members in the manner determined by the Association's Bylaws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the Association's Bylaws.

(C) The business of the Association shall be conducted by the officers designated in the Association's Bylaws. The officers shall be elected each year by the Board of Directors at its first meeting after the annual meeting of the Members, and they shall serve at the pleasure of the Board of Directors. The initial Directors are as follows:

Scott Brooks
c/o Pulte Home Company, LLC Corporation
24311 Walden Center Drive, Suite 300
Bonita Springs, FL 34134

Patrick Butler
c/o Pulte Home Company, LLC Corporation
24311 Walden Center Drive, Suite 300
Bonita Springs, FL 34134

Laura Ray
c/o Pulte Home Company, LLC Corporation
24311 Walden Center Drive, Suite 300
Bonita Springs, FL 34134

The initial Officers are as follows: Scott Brooks, President; Patrick Butler, Vice President; and Laura Ray, Secretary/Treasurer.