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(Requestor's Name)

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(City/State/Zip/Phone #)

☐ PICK-UP

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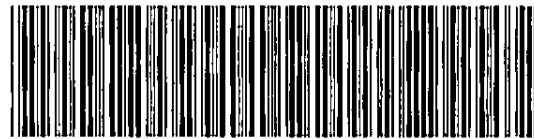
(Business Entity Name)

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18 NOV -7 AM 12:19

*Amend*



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

September 28, 2018

DAVID PLANTE  
THE PLANTE LAW GROUP, PLC  
806 N ARMENIA AVE  
TAMPA, FL 33609

SUBJECT: EMPEDRADO PALMS NON-PROFIT HOA, INC.  
Ref. Number: N18000009816

We have received your document and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

The capacity of the officer/director signing should be indicated: ~~Ex.~~ President, Vice President, Chairman of the Board, etc.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Musan Tallent  
Regulatory Specialist II

Letter Number: 918A00020249.

RECEIVED  
2018 NOV 7 AM 9:19  
SECRETARY OF STATE  
TALLAHASSEE

COVER LETTER

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: Empedrado Palms Non-Profit HOA, Inc

DOCUMENT NUMBER: N 18000009816

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

David Plante  
(Name of Contact Person)

The Plante Law Group, PLLC  
(Firm/ Company)

806 N Armenia Ave  
(Address)

Tampa, FL 33609  
(City/ State and Zip Code)

David@theplantelawgroup.com ✓  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

David Plante at 813- 875- 5297  
(Name of Contact Person) (Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- |                                                     |                                                                        |                                                                                                     |                                                                                                                            |
|-----------------------------------------------------|------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy is<br>Enclosed) |
|-----------------------------------------------------|------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------|

Mailing Address  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Street Address  
Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

AMENDED ARTICLES OF INCORPORATION  
OF  
EMPEDRADO PALMS NON-PROFIT HOA, INC.  
(A Florida Not for Profit Corporation)

FILED  
18 NOV -7 AM 11:19  
CLERK OF CIRCUIT COURT  
HILLSBOROUGH COUNTY, FLORIDA

The undersigned registered agent, 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 Articles of Incorporation for the purpose of forming a not for profit corporation under the laws of the State of Florida.

**ARTICLE I – NAME**

The name is EMPEDRADO PALMS NON-PROFIT HOA, INC., a Florida Not for Profit Corporation, (hereinafter called the "Association" in these Articles.)

**ARTICLE II – OFFICE AND REGISTERED AGENT**

This Association's registered office is 5032 Tampa West Boulevard, Tampa, Hillsborough County, Florida, and its registered agent is David J. Plante, who maintains a business office at 806 N. Armenia Avenue, Tampa, FL 33609. The Board of Directors as provided by law may change both this Association's registered office and registered agent from time to time.

**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 govern the maintenance, preservation and architectural control of all common areas and other residence lots within that certain tract property located at 3218, 3220, 3222, 3224 and 3226 W. Empedrado Street (hereinafter called the Property) in Hillsborough County, Florida and commonly referred to as Empedrado Palms.

**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 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 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;

(b) Property. In any lawful manner, acquire, own, hold, improve, manage, operate, maintain, repair, replace, 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, specifically including the surface water management system facilities, including

all inlets, ditches, swales, culverts, water control structures, retention and detention areas, ponds, lakes, flood plain compensation areas, wetlands and any associated buffer areas, and wetland mitigation areas.

(c) Assessments. Fix, levy, collect, and enforce by any lawful means all charges 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 charges levied or imposed against this Association's property; and contract for services, such as to provide for operation and maintenance of facilities including surface water management system facilities.

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

(f) Dedications. With the approval of three-fourths of the members, 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 seventy-five percent (75%) of the members determine.

(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, alter, amend, rescind and enforce reasonable rules and regulations governing the use of the Lots, Common Area, and Corporate Property consistent with the rights and duties established by the Declaration of 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, power and privileges reasonably to be implied from the existence of any right, power, or privilege 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. 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 the Corporate Property to the corporation with respect to the use and maintenance thereof; to sue and be sued.

(k) Surface Water. Operate and maintain (or contract with a maintenance service to provide for the operation and maintenance of) the surface water management system facilities including all inlets, ditches, swales, culverts, water control structures, retention and detention areas, ponds, lakes, floodplain compensation areas, wetlands and any associated buffer areas, and wetland mitigation areas.

#### **ARTICLE V – MEMBERSHIP**

Every person who from time to time holds the record fee simple title to, or any undivided fee simple interest in, any 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**

The Association shall have two classes of voting memberships:

Class A: Class A members shall be all Owners, with the exception of the Declarant (as defined in the Declaration), and shall be entitled to one vote for each Lot owned. When more than one person holds an interest in any Lot, 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 vote be cast with respect to any Lot.

Class B: The Class B member shall be the Declarant, and shall be entitled to three (3) votes for each lot owned. The Class B membership shall cease and be converted to Class A membership on the happening of the following events, whichever occurs earlier:

(a) when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership; or

(b) on the anniversary date five years from the date when the first Lot is conveyed to an individual purchaser.

#### **ARTICLE VII – BOARD OF DIRECTORS**

Section 1. A Board of Directors initially composed of three Directors manages this Association's affairs. 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 this Association's first annual meeting. The term of office for all Directors is one year. Before any such annual meeting, 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. 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 shall be Association 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:

Michael B Whitt, President/Director  
5032 Tampa West Boulevard  
Tampa, FL 33634

Gary Kelly, Vice President/Director  
5032 Tampa West Boulevard  
Tampa, FL 33634

Joseph Alexander, Secretary/Director  
3110 Lake Street  
Eustis, FL 33634

#### **ARTICLE VIII – INCORPORATOR**

The name and residence of the incorporator is:

David J. Plante  
806 N. Armenia Avenue  
Tampa, FL 33609

#### **ARTICLE IX – DISSOLUTION**

This Association may be dissolved in the manner from time to time provided by the laws of the State of Florida with the assent given in writing and signed by not less than two-thirds (2/3) of each class of members. Upon dissolution of this Association in any manner other than incident to a merger or consolidation, all of this Association's assets including the control or right of access to the property containing the surface water management systems facilities, must be dedicated to an appropriate public agency 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**

This Association exists perpetually.

#### **ARTICLE XI – BY-LAWS**

The Board of Directors initially will adopt this Association's By-Laws. Thereafter, the By-Laws may be altered, amended, or rescinded with the approval of a majority in each class of members, except as to those provisions for Amendment to the By-Laws that are provided in the Declaration or any Supplemental Declaration in which case those provisions shall control such Amendments.

#### **ARTICLE XII – AMENDMENTS**

Amendments to these Articles may be proposed and adopted in the manner from time to time provided by the laws of the State of Florida, provided that each such amendment must have the approval in writing of fifty (50%) of the entire membership, except as to those provisions for Amendment to the By Laws which are provided in the Declaration or any Supplemental Declaration in which case those provisions shall control such Amendments.

#### **ARTICLE XIII – INTERPRETATION**

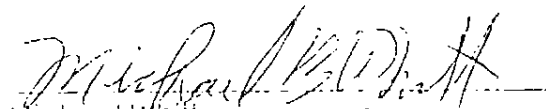
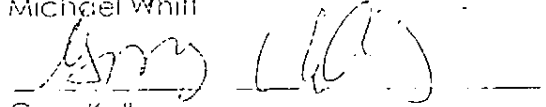
Express reference is made to the Declaration where necessary to interpret, construe, and clarify the provisions of the Articles. Without limitation, all terms defined in the Declaration have the same meaning where used in these Articles. By subscribing and filing these Articles, the incorporators intend 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.

#### **ARTICLE XIV – FHA/VA APPROVAL**

As long as there is a Class B membership, the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration: annexation of additional properties, mergers and consolidations, mortgaging of Common Area, dedication of Common Area, dissolution and amendment of these Articles.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, I, the undersigned, constituting the incorporator of this Association, have executed these Articles of Incorporation this 10th day of September, 2018.

David J. Plante


  
Michael Whitt  
  
Gary Kelly

**CERTIFICATE DESIGNATED 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.**

EMPEDRADO PALMS NON-PROFIT HOA, INC., desiring to organize under the laws of the State of Florida, as a not for profit corporation with its principal office, as indicated in its Articles of Organization, at 5032 West Tampa Boulevard, Tampa, Florida 33634, County of Hillsborough, State of Florida, has named David J. Plante, whose business office is 806 N. Armenia Avenue, Tampa, Florida 33609, as its registered agent to accept service of process within the State of 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 607.325, relative to the proper and complete performance of my duties.

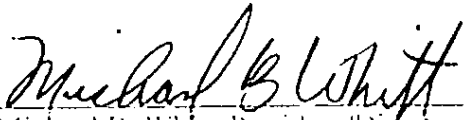
  
\_\_\_\_\_  
David J. Plante  
Date: 9/10/2018

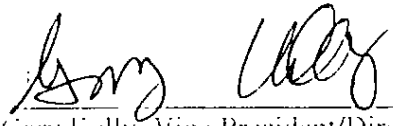
**Certificate of Member Approval**

This Amendment was adopted by unanimous vote of all members on October 23, 2018, which three votes are sufficient for approval. (See Attached)

### CORPORATE RESOLUTION

The undersigned members and directors of the Empedrado Palms Non-Profit HOA, Inc. hereby adopt by unanimous vote the attached By-Laws and Amended Articles of Incorporation as the governing documents of the Empedrado Palms Non-Profit HOA, Inc. The undersigned hereby waive any required notice of a meeting to take the action stated herein.

  
\_\_\_\_\_  
Michael B. Whitt, President/Director

  
\_\_\_\_\_  
Gary Kelly, Vice President/Director

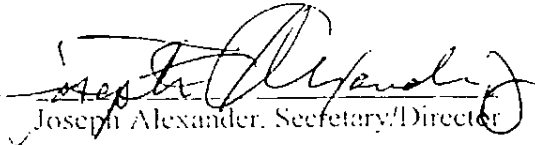
\_\_\_\_\_  
Joseph Alexander, Secretary/Director

### CORPORATE RESOLUTION

The undersigned members and directors of the Empedrado Palms Non-Profit HOA, Inc. hereby adopt by unanimous vote the attached By-Laws and Amended Articles of Incorporation as the governing documents of the Empedrado Palms Non-Profit HOA, Inc. The undersigned hereby waive any required notice of a meeting to take the action stated herein.

\_\_\_\_\_  
Michael B. Whitt, President/Director

\_\_\_\_\_  
Gary Kelly, Vice President/Director

  
\_\_\_\_\_  
Joseph Alexander, Secretary/Director