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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. LEMUEUX

MAR 27 2019

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: The Treetops at Ranger Point Homeowners' Association, Inc.

DOCUMENT NUMBER: N19217

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

Please return all correspondence concerning this matter to the following:

Ernest W. Sturges, Jr., Esq.

(Name of Contact Person)

Goldman, Tiseo & Sturges, P.A.

(Firm/ Company)

701 JC Center Court, Suite 3

(Address)

Port Charlotte Florida 33954

(City/ State and Zip Code)

esturges@gtslawfirm.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Ernest W. Sturges, Jr., Esq.

941

623-6666

at

(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:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is
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

**CERTIFICATE OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
THE TREETOPS AT RANGER POINT HOMEOWNERS' ASSOCIATION, INC.**

FILED

2019 MAR 18 A 11: 58

THIS CERTIFICATE is made to reflect and document an Amendment, Restatement and Modification of the Articles of Incorporation of The Treetops at Ranger Point Homeowners' Association, Inc. The Articles of Incorporation of The Treetops at Ranger Point Homeowners' Association, Inc. have been recorded in the Public Records of Charlotte County as follows:

<u>Instrument and Date</u>	<u>O.R. Book/Page(s)</u>
a. Articles of Incorporation of The Treetops at Ranger Point Homeowners' Association, Inc. Recorded: January 10, 1989 Filed: February 12, 1987	1015/1222 <i>et seq.</i>
b. Amendments to Articles of Incorporation of The Treetops at Ranger Point Homeowners' Association, Inc. Recorded: May 10, 2005 Filed: May 13, 2005	2701/1523 <i>et seq.</i>

The undersigned officers of the Board of Directors of The Treetops at Ranger Point Homeowners' Association, Inc., a Florida not-for-profit corporation, hereby certify as follows:

1. The Articles of Incorporation of The Treetops at Ranger Point Homeowners' Association, Inc. is hereby amended in accordance with Exhibit "1" attached hereto and entitled Amended and Restated Articles of Incorporation.

2. The amendment was adopted by the Members of the Association and the number of votes cast for the amendment was sufficient for approval at a duly noticed meeting held on February 19, 2019.

Executed this 26th day of February, 2019, at Port Charlotte, Florida.

THE TREETOPS AT RANGER POINT HOMEOWNERS'
ASSOCIATION, INC., a Florida not-for-profit corporation

By:

Name:

Its:

Jerry Hite
Jerry Hite
President



**SECOND AMENDED AND RESTATED
ARTICLES OF INCORPORATION**

OF

THE TREETOPS AT RANGER POINT HOMEOWNERS' ASSOCIATION, INC.

***SUBSTANTIAL REWORDING OF ARTICLES OF INCORPORATION -
SEE CURRENT ARTICLES OF INCORPORATION FOR CURRENT TEXT***

These are the Second Amended and Restated Articles of Incorporation for The Treetops at Ranger Point Homeowners' Association, Inc. originally filed with the Florida Department of State on or about January 10, 1989 under Chapter Number 720. Matters of only historical interest have been omitted. Amendments included have been added pursuant to Chapter §617 and §720, Florida Statutes (2018).

1. Name. The name of the corporation shall be THE TREETOPS AT RANGER POINT HOMEOWNERS' ASSOCIATION, INC. For convenience, the corporation shall be referred to in this instrument as the "Association," the Second Amended and Restated Declaration of Covenants and Restrictions as "Declaration," these Second Amended and Restated Articles of Incorporation as the "Articles," and the Second Amended and Restated Bylaws of the Association as the "Bylaws."

2. Purpose. To promote the health, safety and social welfare of the owners of property located within "The Treetops at Ranger Point", a residential subdivision in Charlotte County, Florida, and within such other property as may be later plotted and made subject to the Declaration identified subdivisions in Paragraph 2.1 hereof. The term "Lot" shall include lots shown on all subdivision plats now or later becoming subject to the said Declaration.

2.1. To provide security and maintain and replace and operate roadways and any sanitary sewer system, and all services as delegated to the Association in the Declaration of Covenants and Restrictions of The Treetops at Ranger Point ("Declaration") recorded in the Public Records of Charlotte County, Florida.

2.2. To enforce the said Declaration and to adopt reasonable and necessary rules and regulations necessary to promote the health, safety and well-being of the people and property in the subdivision.

2.3. To levy maintenance assessments and to impose fines for violations of rules and regulations and to enforce the collection thereof as contemplated by the said Declaration.

2.4. To purchase, acquire, replace, improve, maintain and repair such buildings, structures, and equipment related to the health, safety and social welfare of the members of the Corporation as the Board of Directors of the Corporation, in its discretion, determines to be necessary or advisable.

2.5. To carry out all of the duties and obligations assigned to it as a neighborhood property owners' association under the terms of the Declaration.

2.6. To operate without profit distributable to its members, directors, or officers.

2.7. To operate for the sole and exclusive benefit of its members.

2.8. To sell, convey, mortgage, pledge, lease, exchange, transfer, or otherwise dispose of all or any part of its property and assets.

3. Powers. The powers of the Association shall include and be governed by the following powers:

3.1. General. The Association shall have all of the common-law and statutory powers of a corporation not for profit under the Laws of Florida that are not in conflict with the provisions of these Articles or of the Act.

3.2. Enumeration. The Association shall have all the powers and duties set forth in the Act except as limited by these Articles (as they may be amended from time to time), the Bylaws (as they may be amended from time to time), and all of the powers and duties reasonably necessary to operate the Subdivision pursuant to the Declaration and as it may be amended from time to time including but not limited to the following:

3.2.1. To make and collect Assessments and other Charges against members as Lot Owners, and to use the proceeds thereof in the exercise of its powers and duties.

3.2.2. To buy, own, operate, lease, sell, and trade both real and personal property as may be necessary or convenient in the administration of the Subdivision.

3.2.3. To maintain, repair, replace, reconstruct, add to, and operate the Subdivision Property and other property acquired or leased by the Association for use by Lot Owners.

3.2.4. To purchase insurance upon the Subdivision Property and insurance for the protection of the Association, its officers, Directors, and members as Lot Owners.

3.2.5. To make and amend reasonable rules and regulations for the maintenance, conservation and use of the Subdivision Property and for the health, comfort, safety, and welfare of the Lot Owners.

3.2.6. To approve or disapprove the leasing, transfer, ownership, and possession of Lots as may be provided by the Declaration.

3.2.7. To enforce by legal means the provisions of the Act, the Declaration, these Articles, the Bylaws, and the Rules and Regulations for the use of the Subdivision Property.

3.2.8. To contract for the management of the Subdivision and any facilities used by the Lot Owners, and to delegate to the party with whom such contract has been entered into all of the powers and duties of the Association except those which require specific approval of the Board of Directors or the membership of the Association.

3.2.9. To employ personnel to perform the services required for proper operation of the Subdivision.

3.2.10. Make contracts and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage and pledge of all or any of its property, franchises, or income.

3.3. Distribution of Income. The Association shall make no distribution of income to its members, Directors or officers.

4. Limitation. The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the Declaration and the Bylaws.

5. Members. The members of the Association shall consist of all of the record Owners of Lots in the Subdivision, and after termination of the Subdivision shall consist of those who were members at the time of the termination and their successors and assigns.

6. Assignment. The share of a member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner except as an appurtenance to the Lot for which that share is held.

7. Voting. On all matters upon which the membership shall be entitled to vote, there shall be only one vote for each Lot, which vote shall be exercised or cast in the manner provided by the Declaration and Bylaws. Any person or entity owning more than one Lot shall be entitled to one vote for each Lot owned.

8. Meetings. The Bylaws shall provide for an annual meeting of members, and may make provision for regular and special meetings of members other than the annual meeting.

9. Term of Existence. The Association shall have perpetual existence.

10. Officers. The affairs of the Association shall be administered by the officers designated in the Bylaws. The officers shall be elected by the Board of Directors of the Association at its first meeting following the annual meeting of the members of the Association and shall serve at the pleasure of the Board of Directors. The Bylaws may provide for the removal from office of officers, for filling vacancies, and for the duties of the officers.

11. Directors.

11.1. Number and Qualification. The property, business and affairs of the Association shall be managed by a Board consisting of the number of Directors determined by the Bylaws, but which shall consist of not less than three (3) Directors. Directors must be members or the spouse of a member of the Association.

11.2. Duties and Powers. All of the duties and powers of the Association existing under the Act, the Declaration, these Articles, and the Bylaws shall be exercised exclusively by the Board of Directors, its agents, contractors, or employees, subject only to approval by Lot Owners when such approval is specifically required.

11.3. Election; Removal. Directors of the Association shall be elected at the annual meeting of the members in the manner determined by the Bylaws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the Bylaws.

12. Bylaws. The Bylaws of this Corporation may be altered, amended, or repealed in the manner provided in the Bylaws.

13. Amendments. These Articles may be amended in the following manner:

13.1. Proposal of Amendments. An amendment may be proposed by a majority of Directors, or by twenty-five percent (25%) of the entire voting interests.

13.2. Proposed Amendment Format. Proposals to amend existing Articles of Incorporation 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 saying, "SUBSTANTIAL REWORDING OF ARTICLE. SEE ARTICLE NUMBER ____ FOR PRESENT TEXT."

13.3. Notice. Copies of proposed amendments shall be included in the notice of any meeting at which a proposed amendment is to be considered or in connection with documentation for action without a meeting.

13.4. Adoption of Amendments. A resolution for the adoption of a proposed amendment may be adopted by a vote of two-thirds (2/3rds) of the voting interests of the Association present (in person or by proxy) and voting at a duly noticed meeting at which a quorum is present, or by the written agreement of two-thirds (2/3rds) of the entire voting interests. Amendments correcting errors, omissions or scrivener's errors may be executed by the officers of the Association, upon Board approval, without need for Association membership vote.

13.5. Effective Date. An amendment when adopted shall become effective after being recorded in the Charlotte County Public Records according to law and filed with the Secretary of State according to law.

13.6. Automatic Amendment. These Articles shall be deemed amended, if necessary, so as to make the same consistent with the provisions of the Declaration of Subdivision. Whenever Chapter 720, Florida Statutes (2018) Chapter 617, Florida Statutes (2018) 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 Board of Directors without a vote of the Owners, may adopt by majority vote, amendments to these Articles of Incorporation as the Board deems necessary to comply with such operational changes as may be enacted by future amendments to Chapters 607, 617, and 720 of the Florida Statutes (2018), or such other statutes or administrative regulations as required for the operation of the Association, all as amended from time to time.

13.7. Proviso. Provided, however, that no amendment shall change the configuration of any Lot or the share in the Common Elements appurtenant to it, or increase the Owner's share of the Common expenses, or change in any manner the qualifications for Membership nor the voting rights of Members unless the Record Owner of the Lot concerned and all record Owners of the mortgages of such apartment shall join in the execution of the Amendment, and all of the Lot Owners approve the amendment.

14. Registered Office Address and Name of Registered Agent. The registered office address and the name of the registered agent of the corporation shall be as determined by the Board of Directors from time to time.