

# N21000009363

(Requestor's Name)

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(City/State/Zip/Phone #)

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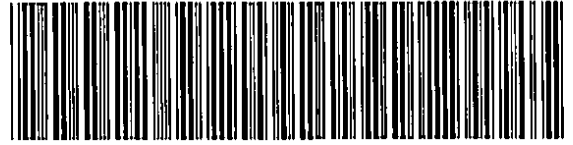
(Business Entity Name)

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12/07/21--01015--003 \*\*35.00

2021 DEC -7 11:23

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DEC 10 2021  
ALBRITTON

FILED  
TALLAHASSEE, FLORIDA

2021 DEC -7 AM 11:30

REC-11

**CORPORATE  
ACCESS,  
INC.**

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- ☐ **CERTIFIED COPY** \_\_\_\_\_
- xx** **PHOTOCOPY** \_\_\_\_\_
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- xx** **FILING** AMEND \_\_\_\_\_

1. **ASHLEY LAKES COMMERCIAL PROPERTY OWNER'S ASSOCIATION,  
INC**

\_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)

2. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)

3. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)

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(CORPORATE NAME AND DOCUMENT #)

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(CORPORATE NAME AND DOCUMENT #)

6. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)

**SPECIAL INSTRUCTIONS:**

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FLORIDA DEPARTMENT OF STATE  
Division of Corporations

RECEIVED  
2021 DEC -9 PM 3:44  
TALLAHASSEE, FL

December 8, 2021

CORPORATE ACCESS, INC.

SUBJECT: ASHLEY LAKES COMMERCIAL PROPERTY OWNER'S  
ASSOCIATION, INC.  
Ref. Number: N21000009363

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):

The date of adoption of each amendment must be included in the document.

A certificate must accompany the Restated Articles of Incorporation setting forth one of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendments requiring member approval; OR (2) If the restatement contains an amendment requiring member approval, the date of adoption of the amendment by the members and a statement that the number of votes cast for the amendment was sufficient for approval.

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.

Irene Albritton  
Regulatory Specialist III

Letter Number: 421A00029512

*Corrected*

**AMENDED AND RESTATED ARTICLES OF INCORPORATION OF  
ASHLEY LAKES COMMERCIAL  
PROPERTY OWNERS' ASSOCIATION, INC.**

THESE AMENDED AND RESTATED ARTICLES OF INCORPORATION FOR ASHLEY LAKES COMMERCIAL PROPERTY OWNERS' ASSOCIATION, INC. ("ASSOCIATION"), ADOPTED AS OF DECEMBER 6, 2021, AMEND AND RESTATE IN THEIR ENTIRETY THE ARTICLES OF INCORPORATION FILED FOR THE ASSOCIATION WITH THE FLORIDA DIVISION OF CORPORATIONS ON AUGUST 5, 2021, UNDER DOCUMENT NUMBER N21000009363, AND SUPERSEDE AND REPLACE SAID PRIOR FILED ARTICLES IN ALL RESPECTS.

In compliance with the requirements of Chapter 617 of the Florida Statutes, the undersigned, all of whom are residents of Florida and all of whom are of full age, have corporation not for profit and do hereby certify:

**ARTICLE I**

**NAME**

The name of the corporation is Ashley Lakes Commercial Property Owners' Association, Inc., hereinafter called the "Association."

**ARTICLE II**

**OFFICE**

The principal office of the Association is located at 255 Capri Circle North, Ste. 35, Treasure Island, Florida 33706.

**ARTICLE III**

**REGISTERED AGENT**

David Owen, whose address is 255 Capri Circle North, Ste. 35, Treasure Island, Florida 33706, is hereby appointed the initial registered agent of the Association.

**ARTICLE IV**

**PURPOSE AND POWERS OF THE ASSOCIATION**

The Association does not contemplate pecuniary gain or profit to its members. The specific purposes for which it is formed are to provide for the ownership of certain Common Areas and Wetland Tract and the preservation, and to a limited extent, maintenance, of the Common Areas and Wetland Tract within the Property (as such terms "Common Areas", "Wetland Tract" and "Property" are defined in the Declaration), and to promote the health, safety and welfare of the owners and occupants of and invitees to the Property, and any additions thereto as may hereafter

be brought within the jurisdiction of this Association. In furtherance of these purposes, the Association consistent with the terms of the Declaration is empowered 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 the By-Laws and in that certain Declaration of Covenants, Conditions and Restrictions for Ashley Lakes Commercial, hereinafter called the "Declaration," applicable to the Property and recorded or to be recorded in the Public Records of Pasco 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. Enforce the provisions of the Declaration in its name;

c. Fix, levy, collect, and enforce by any lawful means payment of all charges or assessments pursuant to the terms of the Declaration; and 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;

d. Borrow money, and with the assent of a majority of each class of Members, mortgage, pledge, deed in trust, hypothecate, assign, grant security interests in or otherwise transfer any or all of the real or personal property owned by the Association as security for money borrowed, debts incurred, or any of its other obligations;

e. Sell, transfer or dedicate all or any part of any property owned by the Association 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 of dedication or transfer has been signed by a majority of the votes of each class of Members, with the formalities from time to time required for a deed under the laws of the State of Florida;

f. From time to time adopt, alter, amend, rescind and enforce reasonable rules and regulations governing the use of the Parcels and the Common Areas, consistent with the terms of the Declaration and these Articles;

g. Have and exercise any and all powers, rights and privileges which a corporation not for profit organized under the laws of the State of Florida may now or hereafter have or exercise, consistent with the terms of the Declaration and these Articles, including but not limited to the power to sue and be sued.

## ARTICLE V

### MEMBERSHIP

Unless otherwise provided to the contrary in the Declaration, every person or entity who is a record owner of a fee or undivided fee interest in any Parcel which is subject to the Declaration (or a ground lessee of such record owner, where applicable) shall be a Member of the Association ("Member"). The foregoing is not intended to include persons or entities who hold an interest

merely as security for the performance of an obligation. In the event of multiple Owners of a single Parcel(s), such Owners shall designate by a separate writing ("Voting Certificate"), one among them, or a person by proxy, to cast the votes of their Parcel. Membership shall be appurtenant to and may not be separated from ownership of any Parcel which is subject to assessment by the Association, and is transferred only and automatically by conveyance of title to a Parcel; however, the foregoing shall not be construed to prohibit assignment of membership and voting rights by an Owner who is a contract seller to his vendee in possession.

## ARTICLE VI

### VOTING RIGHTS

The Association shall have two classes of voting membership:

Class A. So long as Class B membership exists, Class A Members shall be all Owners (or an Occupant under a ground lease, where applicable), with the exception of the Developer. Class A Members shall be entitled to one vote for each Parcel owned within the Property. If more than one person holds an interest in any Parcel, all such persons shall be Members, and the vote for such Parcel shall be exercised as they determine in accordance with Article IIIV, but in no event shall more than the total number of votes allocated to the Parcel be cast with respect to any Parcel. Prior to any meeting at which a vote is to be taken, each co-Owner must file a Voting Certificate designating the name of the voting co-Owner or other person by proxy with the Secretary of the Association.

Class B. The Class B Member shall be the Developer. The Class B Member shall be entitled to three (3) votes for each Parcel owned within the Property. The Class B membership shall cease at the time provided in the Declaration.

## ARTICLE VII

### BOARD OF DIRECTORS

Until such time as the construction of the Common Area improvements has been completed, the affairs of this Association shall be managed by a Board of one (1) Director; thereafter, the affairs of this Association shall be managed by a Board of three (3) Directors, who need not be Members of the Association. The number of Directors may be changed by amendment of the Bylaws of the Association. Any Director may succeed himself in office. At the first annual meeting, the Members shall elect one Director for a term of one year, one Director for a term of two years, and one Director for a term of three years. At each annual meeting thereafter, the Members shall elect one Director for a term of three years. The name and address of the person who is to serve as the initial Director until the selection of additional Directors and their successors takes place is:

NAME

ADDRESS

David Owen

255 Capri Circle North, Ste. 35  
Treasure Island, Florida 33706

ARTICLE VIII

OFFICERS

The affairs of the Association shall be administered by a President, a Vice President, a Secretary, a Treasurer and such other officers as may be designated by the Bylaws, and at the times and in the manner prescribed in the Bylaws. The names and addresses of the initial officers who shall serve until their death, resignation, removal or until successors are designated are as follows:

David Owen

President

David Owen

Vice President

David Owen

Secretary and Treasurer

ARTICLE IX

INDEMNIFICATION

The Association shall, and does hereby, indemnify any person ("Indemnitee") for any and all liability arising from his official capacity or from any acts committed or failure to act by him which are made in good faith 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 ("Proceedings"). This indemnity shall not extend to those acts or failure to act which are determined to have been gross negligence, wanton or willful.

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 Proceedings. Notwithstanding anything to the contrary herein, the Association will not indemnify Indemnitees for any liability or expenses for actions which constitute gross negligence or willful misconduct, 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 under Florida law or the Bylaws, Articles or any agreement executed by the Association.

## ARTICLE X

### DISSOLUTION; MERGER; CONSOLIDATION

The Association may be merged or consolidated with another association not for profit, or may be dissolved, with the assent given in writing and signed by the holders of at least fifty-one percent (51%) of the voting interests of the Members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to the purposes of the Association set forth herein and in the Declaration.

## ARTICLE XI

### DURATION

The corporation shall exist perpetually.

In the event the Association is dissolved, the property consisting of the Common Areas (as such term is used in the Declaration), to the extent such property is owned in fee by the Association, shall be conveyed to an appropriate governmental agency and if such agency does not accept the Common Areas, then the Common Areas shall be dedicated to a similar non-profit corporation for management.

## ARTICLE XII

### AMENDMENTS

Subject to any provisions in the Declaration which require the consent/approval of certain designated parties to any amendment to these Articles (which provisions in the Declaration shall control), amendment of these Articles shall require the assent by vote of the holders of at least (51%) percent of the voting interests of the Members. Amendments may be proposed by a majority of the Board of Directors or by the holders of at least fifty-one percent (51%) of the voting interests of the Members.

***THESE AMENDED AND RESTATED ARTICLES OF INCORPORATION WERE ADOPTED BY THE BOARD OF DIRECTORS AND DO NOT CONTAIN ANY AMENDMENTS REQUIRING MEMBER APPROVAL.***

## ARTICLE XIII

### INTERPRETATION

Express reference is made to the terms and provisions of the Declaration where necessary to interpret, construe and clarify the provisions of these Articles. All terms defined in the Declaration shall have the same meaning where used herein. To the extent possible, these Articles shall be construed, interpreted and applied in a manner consistent and not in conflict with the terms and application of the Declaration.



ARTICLE XIV

SUBSCRIBERS

The name and residence of the subscriber of these Articles is as follows:

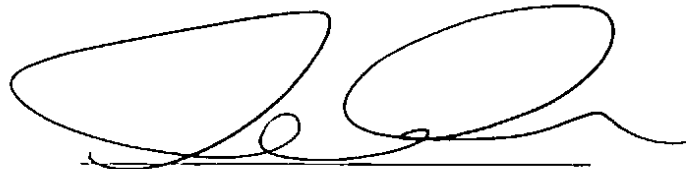
NAME

ADDRESS

David Owen

255 Capri Circle North, Ste. 35  
Treasure Island, Florida 33706

IN WITNESS WHEREOF, the subscriber has affixed his signatures this 6th day of December, 2021.

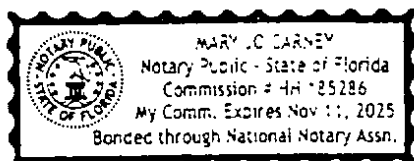


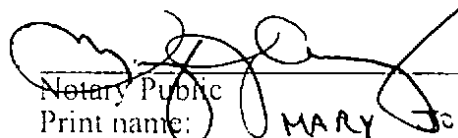
David Owen

STATE OF FLORIDA      )

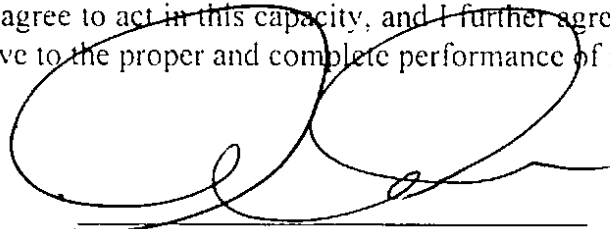
COUNTY OF PINELLAS    )

The foregoing instrument was acknowledged before me by means of ☒ physical presence or ☐ online notarization this 6th day of December, 2021, by David Owen, who ☒ is personally known to me or ☐ has produced \_\_\_\_\_ as identification.



  
Notary Public  
Print name: MARY JO CARNEY  
My commission expires: 11/11/2025

Having been named to accept Service of Process for the Association, 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 relative to the proper and complete performance of my duties.

A large, stylized handwritten signature in black ink, consisting of several loops and a long horizontal stroke at the end.

David Owen  
Registered Agent

Date: December 15, 2021