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FLORIDA PROFIT/NON PROFIT CORPORATION

Westlake Homeowners' Association of Manatee, Inc.

Certificate of Status	0
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**ARTICLES OF INCORPORATION FOR
WESTLAKE HOMEOWNERS' ASSOCIATION OF MANATEE, INC.**

The undersigned, being desirous of forming a corporation not-for-profit under the provisions of the statutes of the State of Florida, Chapter 617, states as follows.

ARTICLE I. NAME OF CORPORATION

The name of this corporation shall be WESTLAKE HOMEOWNERS' ASSOCIATION OF MANATEE, INC., hereinafter referred to as the "Association".

ARTICLE II. MAILING AND STREET ADDRESS

The initial mailing address and principal place of business of the corporation is 3102 43rd Street West, Bradenton, FL 34209, and may be changed from time to time as determined by the Board.

ARTICLE III. PURPOSE AND POWERS

This not-for-profit corporation is organized under the terms and provisions of Chapter 617, *Florida Statutes*, and is organized to provide the entity responsible for the administration of the Westlake Subdivision, pursuant to the Declaration of Covenants and Restrictions for Westlake, recorded in Official Record Book 1587, Page 7809 of the Public Records of Manatee County. The Plat for this subdivision was recoded in Plat Book 32, Page 175 of the Public Records of Manatee County.

The Association shall have all the powers set forth in the Declaration and the governing documents for the Association, all authority granted by Chapter 617, *Florida Statutes*, and other authority granted by applicable law necessary for the Association to perform its duties. Such powers shall include, but not be limited to:

- a. To make and collect regular and/or special Assessments and other charges against members.
- b. To buy, own, operate, lease, sell, and otherwise convey real and personal property as deemed necessary by the Board.
- c. To maintain portions of the community as may be required by the Declaration of Covenants for the community.
- d. To make and amend reasonable rules and regulations regarding use of the lots and common property owned by the Association, provided such rules and regulations are consistent with authority expressly provided or reasonably implied by the Declaration.
- e. To enforce the provisions of the Association's governing documents and take any action necessary for the purposes for which the Association is organized.
- f. To sue and/or be sued.
- g. To contract for services necessary to complete the Association's duties.
- h. To purchase and maintain casualty and/or liability insurance on Association-owned property, directors' and officers' insurance, and as may otherwise be permitted by the governing documents and Florida law or deemed necessary by the Board.
- i. To borrow money as determined necessary by the Board to fund items related to performing its duties.

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ARTICLE IV. MEMBERS

All persons owning a vested present interest in the fee title to any of the Lots or parcels in the Subdivision described in the Declaration, as evidenced by a duly recorded proper instrument in the public records of the county within which the Subdivision is located, shall be Members. Membership shall terminate automatically and immediately as a Member's vested interest in the fee title terminates.

ARTICLE V. VOTING RIGHTS

Each residential Lot or parcel in the subdivision shall be entitled to cast one (1) vote, to be cast in the manner set forth in the Association's Bylaws. There are six (6) such Lots or parcels in the subdivision at the time of the creation of the Association, and there are six (6) total votes that can be cast by members of the Association.

ARTICLE VI. INCOME DISTRIBUTION

No part of the income of this corporation shall be distributable to its Members.

ARTICLE VII. TERM OF EXISTENCE

This corporation shall exist perpetually, commencing on the date these Articles are filed with the Florida Department of State, unless dissolved according to law.

VIII. INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The Initial registered office of the corporation shall be at 1401 8th Avenue West, Bradenton, Florida, 34205, and the registered agent at such address shall be Najmy Thompson P. L.

ARTICLE IX. NUMBER OF DIRECTORS

The business of the corporation shall be conducted by a Board of Directors elected or appointed in accordance with the Association's Bylaws. The initial Board of Directors shall be elected by the membership. There shall be not less than three (3) Directors.

The initial directors and their offices shall be as follows:

<u>Name:</u>	<u>Title:</u>	<u>Address:</u>
Jessica Uglik	Director/President	3102 43 rd Street West, Bradenton, FL 34209
Brad Knapp	Director/Treasurer	3118 43 rd Street West, Bradenton, FL 34209
James Blunkall	Director/Secretary	3104 43 rd Street West, Bradenton, FL 34209

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ARTICLE X. INDEMNIFICATION OF OFFICERS AND DIRECTORS

All Officers and Directors shall be indemnified by the Association against all expenses and liabilities, including legal counsel fees (including but not limited to appellate proceedings) reasonably incurred in connection with any proceeding or settlement thereof in which they may become involved by reason of holding such office, except when (i) the Director or Officer is adjudged guilty of willful and wanton misfeasance or malfeasance in the performance of his or her duties and/or (ii) any proceeding is brought by another Director or Officer Against such Director or Officer relating to the performance of these duties and the Director or Officer bringing the action is the prevailing party in the same provided, that in the event of a settlement, the indemnification shall apply only when the Board approves the settlement as being in the best interest of the Association.

ARTICLE XI. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is as follows:

<u>Name</u>	<u>Address</u>
Richard A. Weller, Esq.	1401 8 th Avenue West, Bradenton, FL 34205


ARTICLE XII. AMENDMENTS

These Articles of Incorporation may be amended at a meeting of the membership or by written consent of a majority of the voting interests in the Association. The amendment shall be effective when filed with the Florida Division of corporations and recorded in the Public Records of Manatee County, Florida.

ARTICLE XIII. BYLAWS


The initial Bylaws of the Association shall be adopted by the Board of Directors. Thereafter, the Bylaws may be amended in the manner set forth in the Bylaws.

IN WITNESS WHEREOF, I, the undersigned incorporator of these Articles of Incorporation, have hereunto set my hand this 31st day of OCTOBER, 2022. I submit this document and affirm that the facts stated herein are true.


Richard A. Weller, Incorporator

ACCEPTANCE OF REGISTERED AGENT

The undersigned, Najmy Thompson PL, having been named as registered agent to accept services of process for the above stated corporation at the place designated in this certificate, I accept the appointment as registered agent and agree to act in this capacity, including the duties and obligations imposed by Section 617.0503, Florida Statutes, relative to the proper and complete performance of such duties.

Dated this 31st day of OCTOBER, 2022. Najmy Thompson PL
By: 
Richard A. Weller, Firm Principal

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