

N230000007124

(Requestor's Name)

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(City/State/Zip/Phone #)

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PICK-UP

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MAIL

(Business Entity Name)

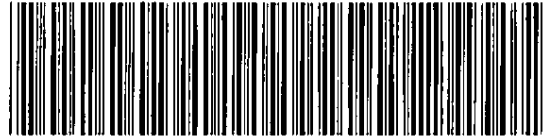
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer: 11/13/23

Restated
Amend

Office Use Only



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S CHATHAM
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2023 NOV 13 PM 4:07
SECRETARY OF STATE
TALLAHASSEE, FL

COVER LETTER

Department of State
Amendment Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Philip's Landing Homeowners Association, Inc.

CORPORATE NAME

Enclosed are an original and one (1) copy of the restated articles of incorporation and a check for:

☐ \$35.00 ☐ \$43.75
Filing Fee Filing Fee
 & Certificate of Status

☒ \$43.75 ☐ \$52.50
Filing Fee Filing Fee,
& Certified Copy Certified Copy
 & Certificate of
 Status

ADDITIONAL COPY REQUIRED

FROM: Marilys O'Dell

Name (Printed or typed)

11552 Osprey Pointe Blvd.

Address

Clermont, FL 34711

City, State & Zip

409-594-7634

Daytime Telephone number

mary.trilogyhomes@gmail.com

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

NOTE: Please provide the original and one copy of the document.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 25, 2023

MARILYS O'DELL
11552 OSPREY POINTE BLVD
CLERMONT, FL 34711 US

SUBJECT: PHILIP'S LANDING HOMEOWNERS ASSOCIATION, INC.
Ref. Number: N23000007124

We have received your document for and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(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.

If you have any further questions concerning your document, please call (850) 245-6000.

Summer Chatham
Regulatory Specialist III
Director's Office

Letter Number: 423A00024793

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**SECRETARY OF STATE
TALLAHASSEE, FL.**

RESTATED ARTICLES OF INCORPORATION
of
PHILIP'S LANDING HOMEOWNERS ASSOCIATION, INC.
(a Florida Corporation Not-for-Profit)

The undersigned, acting as incorporators of a nonprofit corporation under Chapter 617 of the Florida Statutes, do hereby adopt the following articles of incorporation for such corporation.

ARTICLE I
NAME

The name of the corporation is PHILIP'S LANDING HOMEOWNERS ASSOCIATION, INC., hereinafter referred to as the "Association".

ARTICLE II
ADDRESS

The street address of the initial principal office and the mailing address are the same as follows:

11552 Osprey Pointe Blvd
Clermont, FL 34711

ARTICLE III
PURPOSE AND POWERS OF THE ASSOCIATION

The Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purpose for which it is formed are to provide for maintenance, preservation and architectural control of the residences and (Common Area) within that certain tract of property described as:

Philip's Landing, a Sumter County Subdivision, according to the Plat thereof
recorded in the Public Records of Sumter County, Florida.

and to promote the health, safety, and welfare of the residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

A. Exercise all the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called "Declaration" applicable to the property and recorded, or to be recorded, in the Office of the Clerk of the Circuit Court, Sumter County, Florida, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein

B. Fix, levy, collect and enforce payment by any lawful means, of all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incidental to the conduct of business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

C. The Association shall operate, maintain, and manage the surface water or storm water management system(s) in a manner consistent with the Southwest Florida Water Management District Permit requirements and applicable District rules, and shall assist in the enforcement of the Declaration of Covenants and Restrictions which relate to the surface water or storm water management system.

The Association shall levy and collect adequate assessments against members of the Association for the cost of maintenance and operation of the surface water or storm water management system.

D. Have and to exercise any and all powers, rights and privileges which a corporation organized under the Not-for-Profit Corporation Law of the State of Florida may now or hereafter have or exercise.

ARTICLE IV **VOTING RIGHTS**

The Association shall have two classes of voting membership as follows:

CLASS A The CLASS "A" MEMBER(S) shall be all Owners and shall be entitled to one vote for each lot owned. When more than one person holds an interest in any residence, all such persons shall be members. The vote for such lot shall be exercised as the multiple owners may determine, but in no event shall more than one (1) vote be cast with respect to any one lot.

CLASS B The CLASS "B" MEMBER(S) shall be the Developer. The Class "B" member shall be entitled to exercise total voting control until the annual meeting after ninety-five percent (95% of the total number of lots in the subdivision are owned by individuals other than the Developer, his agents, or associates. When ninety-five percent (95%) of said lots are owned by individuals, then Class "A" members may exercise voting rights. No lot owned by the Developer, his agents, or associates, shall be subject to any assessment until the annual meeting following this event.

ARTICLE V **BOARD OF DIRECTORS**

The affairs of the Association will be managed by a Board consisting of not less than three (3), no more than five (5) directors. The number of directors may be changed by amendment of the Bylaws of the Association. The names and address of the persons who are to act in the capacity of directors until the selection of their successors are:

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CLERK OF STATE
TREASURY OF STATE
TALLAHASSEE, FL

Name

Address

Adam Edgington

11552 Osprey Pointe Blvd
Clermont, FL 34711

Marilys O'Dell

11552 Osprey Pointe Blvd
Clermont, FL 34711

Anne Gibbs

11552 Osprey Pointe Blvd
Clermont, FL 34711

At the first annual meeting and each meeting thereafter the members shall elect three (3) directors for a term of one (1) year each.

ARTICLE VI
ADDRESS OF INITIAL REGISTERED OFFICE AND NAME
OF INITIAL REGISTERED AGENT

The address of this Association's initial registered office in the State of Florida is 11552 Osprey Pointe Blvd, Clermont, FL 34711. The name of this Association's initial registered agent at the above address is Adam Edgington.

ARTICLE VII
OFFICERS

The initial officers of the Association shall be a president, vice president and secretary/treasurer. Such officers shall be elected or appointed at the first meeting of the Board of Directors following each Annual meeting of members.

The names of the officers who are to serve until the first election or appointment are:

Adam Edgington, President
Marilys O'Dell, Vice President
Anne Gibbs, Secretary/Treasurer

ARTICLE VIII
INCORPORATORS

The name and addressee of the incorporator of these Articles of Incorporation are as follows:

Adam Edgington
11552 Osprey Pointe Blvd
Clermont, FL 34711

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TALLAHASSEE, FL

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IX **BYLAWS**

The ByLaws of the Association shall be adopted by the Board of Directors, and may be altered, amended or rescinded at any annual meeting of the association, or any special meeting duly called for such purpose by a vote of a majority of a quorum of voting members present in person or by proxy, except that the initial ByLaws of the Association shall be made and adopted by the Board of Directors.

ARTICLE X **EXISTENCE AND DURATION**

Existence of the Association shall commence June 12, 2023, with the filing of these Articles of Incorporation with the Secretary of State, Tallahassee, Florida. The Association shall exist in perpetuity.

ARTICLE XI **AMENDMENTS**

Amendments to the Articles of Incorporation may be proposed by any member of the Association. Those at any annual meeting of the Association or any special meeting duly called and held for such purpose on the affirmative vote of at least three-fourths (3/4) of the members eligible to vote. These restated articles of incorporation supersede the original articles of incorporation and were adopted by the board of directors on June 12, 2023. The number of votes cast for the amendment was sufficient for approval.

ARTICLE XII **DISSOLUTION**

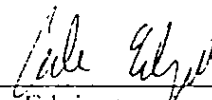
In the event of termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the surface water or storm water management system must be transferred to and accepted by an entity which would comply with Section 40C-42.027, F.A.C., and be approved by the Southwest Florida Water Management District prior to such termination, dissolution, or liquidation.

The Association may be dissolved with the assent given in writing and signed by not less than three-fourths (3/4) of each Class of members. Upon dissolution of the Association, other than incidental to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed, and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes. This procedure shall be subject to court approval on dissolution pursuant to Section 617.05, Florida Statutes.

2023 NOV 13
SECRETARY
TALLAHASSEE

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IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Florida, we, the undersigned, constituting the incorporators of this Association, have executed these Articles of Incorporation on this June 12, 2023.

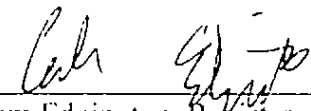


Adam Edgington, Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent, I hereby accept such appointment and am familiar with and accept the duties and responsibilities as registered agent for the corporation.

Date: June 12, 2023



Adam Edgington, Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FL