

N28606

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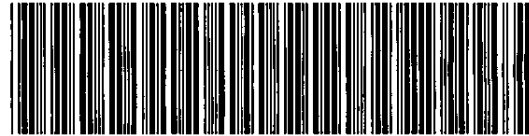
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C. CARROTHERS

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Brandon Forest Homeowners Association, Inc.

DOCUMENT NUMBER: N28606

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

Please return all correspondence concerning this matter to the following:

Rory B. Weiner, Esq.

(Name of Contact Person)

Rory B. Weiner, P.A.

(Firm/ Company)

671 W. Lumsden Rd

(Address)

Brandon, FL 33511

(City/ State and Zip Code)

rweiner@roryweiner.com

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

For further information concerning this matter, please call:

Rory Weiner

(Name of Contact Person)

at (813) 681-3300

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

AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

BRANDON FOREST HOMEOWNERS ASSOCIATION, INC.

(A CORPORATION NOT-FOR-PROFIT)

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**RECEIVED
TALLAHASSEE, FLORIDA**

In order to form a corporation not-for-profit under and in accordance with the provisions of Chapter 617 of the Florida Statutes (2009), the undersigned hereby incorporate, by the Articles of Incorporation of **BRANDON FOREST HOMEOWNERS ASSOCIATION, INC.** (the Articles), this corporation not-for-profit for the purposes and with the powers set forth herein. The undersigned, for the above-stated purposes, certify as follows:

ARTICLE I. DEFINITIONS

A. All terms which are defined in the Declaration of Protective Covenants for Brandon Forest Subdivision, recorded at OR BK 20831, PG 1478-1486, Hillsborough County, Florida ("Declaration") and that certain "Brandon Forest Subdivision Maintenance Agreement Clause Included in 'Covenants, Conditions and Restrictions'" recorded at OR BK 20831, PG 1478-1486, Hillsborough County, Florida ("Maintenance Agreement"), shall be used herein with the same meanings as defined in said Declaration.

B. Corporation as used herein shall mean **Brandon Forest Homeowners Association, Inc.**, a Florida corporation not-for-profit, the corporation formed by these Articles, its successors or assigns. The Corporation is NOT a condominium association.

ARTICLE II. NAME

The name of this Corporation shall be **BRANDON FOREST HOMEOWNERS ASSOCIATION, INC.** (Hereinafter referred as the "Corporation" or "HOA"), whose present address is P.O. Box 1504, Seffner, Florida 33583.

ARTICLE III. PURPOSES

The purposes for which this Corporation is organized are to enforce the Declarations and the Maintenance Agreement; and to conduct any lawful business permitted under the laws of the State of Florida for corporations not-for-profit in order to carry out the covenants and enforce the provisions of any of the Corporation's documents.

ARTICLE IV. POWERS

The Corporation shall have the following powers and shall be governed by the following provisions:

A. The Corporation shall have all of the common-law and statutory powers of a corporation not-for-profit which are not in conflict with the terms of the Corporation's Documents.

B. The Corporation shall have all of the powers reasonably necessary to implement the purposes of the Corporation, including but not limited to the following:

1. To perform any act required or contemplated by it under the Declaration, any Supplement or any other Corporation Documents.

ARTICLE VI. TERM

The term for which this Corporation is to exist shall be perpetual unless terminated by its members pursuant to Florida Statute.

ARTICLE VII. INCORPORATORS

The name and street address of the Incorporators and Current Directors of the Corporation is as follows:

<u>Name</u>	<u>Address</u>
<i>Joan I Miller, President</i>	<i>2941 Forest Circle, Seffner, FL 33584</i>
<i>Gwen Gideons, Vice President</i>	<i>2953 Forest Circle, Seffner, FL 33584</i>
<i>Pam Flora, Treasurer</i>	<i>2943 Forest Circle, Seffner, FL 33584</i>

The rights and interests of the Incorporators shall automatically terminate when these Articles are filed with the Secretary of State of the State of Florida.

ARTICLE VIII. OFFICERS

A. The affairs of the Corporation shall be managed by the President of the Corporation, assisted by one (1) or more Vice Presidents, a Secretary and a Treasurer and, if elected by the Board, one (1) or more Assistant Secretaries and one (1) or more Assistant Treasurers, which officers shall be subject to the direction of the Board.

B. Directors shall be elected in the manner provided in the Bylaws.

C. The Board shall elect as many Vice Presidents, Assistant Secretaries and Assistant Treasurers as the Board shall, from time to time, determine appropriate. Such officers shall be elected annually by the Board at the first meeting of the Board; provided, however, that such officers may be removed by the Board and other persons may be elected by the Board as such officers in the manner provided in the Bylaws. The President may be a member of the Board, but no other officer need be a member of the Board. The same person may hold two (2) offices, the duties of which are not incompatible; provided, however, the offices of President and Vice President shall not be held by the same person, nor shall the offices of President and Secretary or Assistant Secretary be held by the same person.

ARTICLE IX. BOARD OF DIRECTORS

A. The number of members of the Board of Directors (Current Board) shall be three (3). Thereafter, the number of members of the Board shall be as provided in Paragraph C of this Article IX.

B. The names and street addresses of the persons who are to serve as the Current Board are as follows:

<u>Name</u>	<u>Address</u>
<i>Joan I Miller, President</i>	<i>2941 Forest Circle, Seffner, FL 33584</i>
<i>Gwen Gideons, Vice President</i>	<i>2953 Forest Circle, Seffner, FL 33584</i>
<i>Pam Flora, Treasurer</i>	<i>2943 Forest Circle, Seffner, FL 33584</i>

The Board shall be the Current Board of the Corporation until the next Annual Members' Meeting.

C.

The Board shall be composed of no fewer than three (3) and not more than nine (9) Directors.

D.

1. At the next Annual Members' Meeting, and at all Annual Members' Meetings thereafter, the Members shall elect no less than three (3) Board members.

2. The three (3) Board members shall serve for a period (Initial Term) of one (1) year, commencing with the first Meeting of the Directors.

3. Thereafter, at the termination of each Initial Term, each Director elected at an Annual Members' Meeting shall thereafter serve for a period of one (1) year.

ARTICLE X. INDEMNIFICATION

Every Director and every officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including attorney's fees through all trial and appellate levels, reasonably incurred by or imposed upon him or her in connection with any proceeding, arbitration or settlement to which he or she may be a party, or in which he or she may become involved, by reason of him or her being or having been a Director or officer of the Corporation, whether or not he or she is a Director or officer at the time such expenses are incurred. Notwithstanding the foregoing, in the event of a settlement, the indemnification provisions herein shall not be automatic and shall apply only when the Board approves such settlement. Notwithstanding anything contained herein to the contrary, in instances where the Director or officer admits or is adjudged guilty of willful malfeasance in the performance of his or her duties, the indemnification provisions contained herein shall not apply. Otherwise, the foregoing right of indemnification shall be in addition to and not exclusive of any and all right of indemnification to which such Director or officer may be entitled by common law or statute.

ARTICLE XI. BY-LAWS

Bylaws of the Corporation shall be adopted by the first Board and thereafter may be altered, amended, or rescinded in the manner provided for in the Bylaws. In the event of a conflict between the provisions of these Articles and the provisions of the Bylaws, the provisions of these Articles shall control.

ARTICLE XII. AMENDMENTS

A. These Articles may be amended by the following methods:

1.

(a) The Board shall adopt a resolution setting forth the proposed amendment and directing that it be submitted to a vote at a meeting of Members, which may be either the Annual Members' meeting or a special meeting. Any number of proposed amendments may be submitted to the Members and voted upon by them at one meeting.

(b) Written notice setting forth the proposed amendment or a summary of the changes to be effected thereby shall be given to each Member within the time and in the manner provided in the Bylaws for the giving of notice of meetings of Members (Required Notice).

(c) At such meeting a vote of the Members shall be taken on the proposed amendment(s). The proposed amendment shall be adopted upon receiving the affirmative vote of a majority of all Members entitled to vote thereon.

2. An amendment may be adopted by a written statement (in lieu of a meeting) signed by all Directors and all Members setting forth their intention that an amendment to these Articles be adopted.

B. No amendment may be made to these Articles which shall in any manner reduce, amend, affect or modify the terms, conditions, provisions, rights and obligations set forth in the Declaration or Florida Statutes.

C. A certified copy of each such amendment shall be attached to any certified copy of these Articles and shall be part of such Articles and an exhibit to the Declaration upon the recording of the Declaration; or, in lieu thereof, Restated Articles (as hereinafter described) may be adopted and a certified copy thereof shall be attached as an exhibit to the Declaration upon recordation thereof.

ARTICLE XIV. SUCCESSOR ENTITIES

In the event of the dissolution of the Corporation, or any successor entity thereto, any property dedicated or conveyed to the Corporation shall be transferred to either a successor entity or an appropriate governmental agency or public body to be maintained for the purposes for which, the Corporation, or a successor thereto, was maintaining such property in accordance with the terms and provisions under which such property was being held by this Corporation, or such successor.

ARTICLE XV. RESTATEMENT OF ARTICLES

A. All provisions contained within these Articles plus any amendments thereto may at any time be integrated into a single instrument as Restated Articles and adopted by the Board. Such Restated Articles shall be specifically designated as such and shall state, either in the heading or in the introductory paragraph, the Corporation's name and, if it has been changed, the name under which it was originally incorporated and the date of filing of the original Articles or any restatements thereof in the Office of the Secretary of State of the State of Florida. Such Restated Articles shall also state that they were duly adopted by the Board and that such Restated Articles only restate and integrate and do not further amend the provisions of these Articles as theretofore amended, or that any amendment included therein has been adopted pursuant to Article XIII hereof and that there is no discrepancy between these Articles as theretofore amended and provisions of the Restated Articles other than the inclusion of the properly adopted amendments.

B. Upon the filing of Restated Articles by the Secretary of State of Florida, the original Articles, as theretofore amended, shall be superseded, and thenceforth the Restated Articles shall be these Articles of Incorporation of the Corporation.

C. Amendments may be made simultaneously with restatement of these Articles if the requirements of Article XIII are complied with. In such event, the Articles of Incorporation shall be specifically designated as such.

CERTIFICATE OF ADOPTION

This restatement was adopted pursuant to Article XII herein requiring member approval. The date of adoption of the amendment was May 1, 2014 and the number of votes cast was sufficient for approval

ARTICLE XVI. REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Corporation is 671 W. Lumsden Rd, Brandon, FL 33511 and the initial Registered Agent of the Corporation at that address shall be Rory B. Weiner, P.A.

IN WITNESS WHEREOF, we, Joan I Miller, Gwen Gideons, and Pam Flora, the Incorporators of The Brandon Forest Homeowners Association, Inc. have hereunto affixed our signatures this , 2014.

Joan I. Miller
Joan I. Miller, President

Gwen Gideons
Gwen Gideons, Vice President

Pam Flora
Pam Flora, Treasurer

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

Sworn to or affirmed and signed before me on May 9, 2014, by Joan I. Miller, the President, Gwen Gideons, Vice President and Pam Flora, Treasurer, of the Brandon Forest Homeowners Association.

Franklin D. Kiser

NOTARY PUBLIC or DEPUTY CLERK



[Print, type or stamp commissioned name of notary or deputy clerk.]

☐ Personally known

☒ Produced identification

Type of identification produced Florida Driver Licenses

The undersigned hereby accepts the designation of Registered Agent of The Brandon Forest Homeowners Association, Inc., as set forth in Article XV of these Articles.

Rory B. Weiner, P.A.
Rory B. Weiner, Esq.
For the Firm