

N29556

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

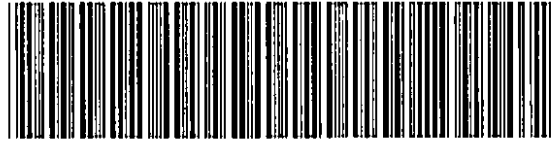
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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Restated
Articles

03/05/21--01019--013 **35.00

FILED
2021 MAR -5 AM 9:40

JUN 1 2021
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*00789, 01069, 00707, 00524, 00671

COVER LETTER

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

SUBJECT: WILLOW GATE 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
Filing Fee

☐ \$43.75
Filing Fee
& Certificate of Status

☐ \$43.75
Filing Fee
& Certified Copy

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

ADDITIONAL COPY REQUIRED

FROM: JONATHAN P. WHITNEY
Name (Printed or typed)

2 N. TAMIAMI TRAIL, SUITE 500
Address

SARASOTA, FL 34236
City, State & Zip

941-951-1800
Daytime Telephone number

JWHITNEY@LUTZBOBO.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

May 12, 2021

JONATHAN P. WHITNEY
2 N. TAMIAMI TRAIL
SUITE 500
SARASOTA, FL 34236

SUBJECT: WILLOW GATE HOMEOWNERS' ASSOCIATION, INC.
Ref. Number: N29556

We have received your document for WILLOW GATE HOMEOWNERS' ASSOCIATION, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document you submitted has been prepared pursuant to profit statutes (chapter 607, Florida Statutes). As the entity was originally filed as a nonprofit corporation, this document should be filed pursuant to chapter 617, Florida Statutes.

We are enclosing the proper form(s) with instructions for your convenience.

Please include your restated articles when you resubmit the document. Article II states that the restated articles were attached but they were not included.

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) 245-6907.

Annette Ramsey
OPS

Letter Number: 021A00009960

2021 MAY 20 PM 12:04
WILLOW GATE HOMEOWNERS' ASSOCIATION, INC.
N29556

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 & Certificate of Status

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

ADDITIONAL COPY REQUIRED

FROM: Jonathan P. Whitney
Name (Printed or typed)

2 N. Tamiami Trail, Suite 500
Address

Sarasota, FL 34236
City, State & Zip

941-951-1800
Daytime Telephone number

jwhitney@lutzbo.com
E-mail address: (to be used for future annual report notification)

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

RESTATED ARTICLES OF INCORPORATION

In compliance with Chapter 617, F.S. (Not for Profit)

ARTICLE I NAME

The name of the corporation is: WILLOW GATE HOMEOWNERS' ASSOCIATION, INC.

ARTICLE II RESTATED ARTICLES

The text of the Restated Articles is as follows: **SEE ATTACHED**

ARTICLE III OFFICERS AND/OR DIRECTORS (optional)

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change. Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

☒ Change PT John Doe

☒ Remove V Mike Jones

☒ Add SV Sally Smith

Type of Action (Check One)	Title	Name	Address
1) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
3) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
4) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
5) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
6) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Name: _____

Address: _____

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Required Signature/Registered Agent

Date

ARTICLE VI ARTICLE CONSOLIDATION

These adopted restated articles of incorporation supersede the original articles of incorporation and all amendments to them.

ARTICLE VII REQUIRED ADOPTION INFORMATION

Adoption of Amendment(s) (CHECK ONE)

☐ These restated articles of incorporation contain an amendment to the articles of incorporation which required member approval. The date of adoption of the amendments was _____, and the votes cast were sufficient for approval

☒ These restated articles of incorporation were adopted by the board of directors.

ARTICLE VIII EFFECTIVE DATE:

Effective date, if other than the date of filing: _____ (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than 90 days after the filing.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Dated: March 2, 2021

Signature: Marvin P. Fischel

(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee or other court appointed fiduciary by that fiduciary)

MARVIN P. FISCHEL

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)

**RESTATED
ARTICLES OF INCORPORATION
OF
WILLOW GATE HOMEOWNERS' ASSOCIATION, INC.**

The undersigned hereby certify and acknowledge that these amended and restated Articles of Incorporation for WILLOW GATE HOMEOWNERS' ASSOCIATION, INC., a not-for-profit corporation organized under and by virtue of the laws of the State of Florida as contained in Chapter 617 and Chapter 720, Florida Statutes, as amended (the "Acts") and originally filed with the Secretary of State on December 5, 1988 was duly adopted by the Board of Directors on 11th day of February, 2020 without member approval nor is member approval required. Any amendments included herein have been adopted pursuant to Florida Statutes Sections 617.1007 and 720.303, and there is no discrepancy between the Corporation's Articles of Incorporation as heretofore amended and the provisions of the Restated Articles of Incorporation other than the inclusion of all amendments into this document and the omission of matters of historical interest.

ARTICLE 1. NAME

The name and address of the corporation is as originally stated.

ARTICLE 2. DURATION

The date of commencement of corporation existence shall be the date the Articles were originally filed with the Department of State and the period of duration of the corporation shall be perpetual.

ARTICLE 3. PURPOSE AND POWERS

The general purpose for which the Corporation is organized is to engage in, conduct and carry on the business of operation of a home owners association pursuant to F.S. Chapter 720; and to engage in activities which are necessary, suitable or convenient for the accomplishment of that purpose, or which are incidental thereto or connected therewith; and to transact any or all lawful business for which corporations may be incorporated under the Acts. Additionally, the Corporation reserves the right to acquire additional lands; whereupon the Corporation shall have all the powers necessary and/or convenient for the operation and management of such property.

ARTICLE 4. MEMBERSHIP

Membership in this corporation shall be mandatory and limited to lot owners of WILLOW GATE, a Subdivision, who have purchased a lot in the Subdivision. Upon the conveyance of a lot in the subdivision, either voluntarily, or by operation of law, the transferee shall become a member of the Corporation if all the requirements for membership have been met.

ARTICLE 5. REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1554 Willow Dale, Sebring, FL 33872; and the name of the registered agent of the corporation is DOLORES VANDERBERG.

ARTICLE 6. DIRECTORS

The Board of Directors shall consist of not less than three or more than five (5) members who are elected or appointed pursuant to the bylaws of the corporation. The names and address of the persons who are currently serving as directors until their successors are elected and qualified, or until their earlier resignation, removal from office or death, are as follows:

<u>Name</u>	<u>Address</u>
William L. Trombly	1527 Willow Dale, Sebring, Florida 33872
Melvin Fischer	1524 Willow Dale, Sebring, Florida 33872
Marcia Walters	1555 Willow Dale, Sebring, Florida 33872
Dolores Vanderburg	4416 Willow Trail, Sebring, Florida 33872
Jeannette Eckman	1558 Willow Dale, Sebring, Florida 33872

ARTICLE 7. INCORPORATORS

The names and addresses of the original incorporators of the corporation are as set forth in the original Articles on December 5, 1988.

ARTICLE 8. PROVISIONS FOR THE REGULATION OF THE BUSINESS AND FOR THE CONDUCT OF THE AFFAIRS OF THE CORPORATION

8.1 Meetings of Members and Directors. Meeting of the members and directors of the Corporation may be held within the State of Florida at such place or places as may from time to time be designated in the Bylaws or by resolution of the directors.

8.2 Bylaws. The power to amend or repeal the Bylaws or to adopt new Bylaws shall be in the members, but the affirmative vote of two-thirds (2/3) of the members present at a

properly noticed meeting of the members shall be necessary to exercise that power. The Bylaws may contain any provisions for the regulation and management of the Corporation which are consistent with the Acts and these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned, being the President and Secretary of the corporation, executed these Restated Articles of Incorporation and certified to the truth of the fact herein stated this 26th day of February 2021.

WILLOW GATE HOMEOWNERS' ASSOCIATION,
INC.

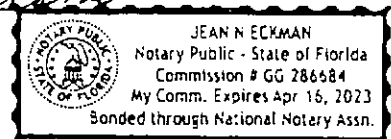
By: *Marvin Fischer*
MARVIN FISCHER, President

By: *Marcia Walters Secretary*
MARCIA WALTERS, Secretary

STATE OF FLORIDA
COUNTY OF HIGHLANDS

THIS instrument was acknowledged before me by ☒ physical presence or ☐ online notarization on February 26th 2021, by Marvin Fischer, as President of WILLOW GATE HOMEOWNER'S ASSOCIATION, INC., who is personally known to me or produced _____ as identification.

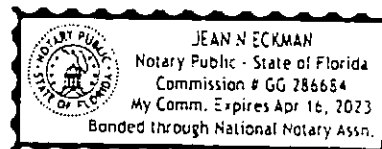
Jean N. Eckman
Notary Public



STATE OF FLORIDA
COUNTY OF HIGHLANDS

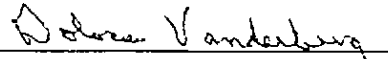
THIS instrument was acknowledged before me by ☒ physical presence or ☐ online notarization on February 26th 2021, by Marcia Walters, as Secretary of WILLOW GATE HOMEOWNER'S ASSOCIATION, INC., who is personally known to me or produced _____ as identification.

Jean N. Eckman



ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for this corporation at the place designated above, the undersigned states that he is familiar with and accepts obligations of the position, accepts the appointment as registered agent, and agrees to act in this capacity.



Dolores Vanderberg
Registered Agent