

N3/225

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

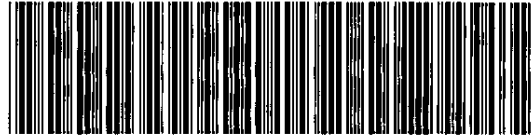
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



000181466130

06/01/10--01017--010 **35.00

FILED

2010 JUN -1 AM 11:26

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amended & Restated

TB

JUN - 4 2010



Park Place
311 Park Place Blvd, Suite 250
Clearwater, Florida 33759
Phone: (727) 712-4000 Fax: (727) 796-1484

ADMINISTRATIVE OFFICE

3111 STIRLING ROAD
FORT LAUDERDALE, FL 33312
954-987-7550

WWW.BECKER-POLIAKOFF.COM
BP@BECKER-POLIAKOFF.COM

May 28, 2010

Reply To:
Tampa Bay
Ellen Hirsch de Haan, J.D.
Direct dial: (727) 712-4000
EdeHaan@becker-poliakoff.com

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

Re: Amended and Restated Articles of Incorporation

Dear Sir/Madam:

Enclosed please find the original Amended and Restated Articles of Incorporation of Heather Lakes at Brandon Community Association, Inc., and a copy of same to be stamped and returned to this office. Please also find a check in the amount of \$35.00, your recording fee, and a return envelope for our copy of the document.

If you should have any questions, please do not hesitate to contact this office.

Very truly yours,

Ellen Hirsch de Haan, J.D.
For the Firm

EHD/sk
Enclosures (as stated)

ACTIVE: H10244/108025:2988132_1

FLORIDA OFFICES
BOCA RATON
FORT MYERS
FORT WALTON BEACH
HOLLYWOOD
HOMESTEAD
MELBOURNE *
MIAMI
NAPLES
ORLANDO
PORT ST. LUCIE
SARASOTA
TALLAHASSEE
TAMPA BAY
WEST PALM BEACH

U.S. & GLOBAL OFFICES

BAHAMAS
NEW JERSEY
NEW YORK CITY
PARIS *
PRAGUE
TEL AVIV *

* by appointment only

AMENDED AND RESTATED ARTICLES OF INCORPORATION OF
HEATHER LAKES AT BRANDON COMMUNITY ASSOCIATION, INC.

Document No. N31225

FILED
2010 JUN -1 AM 11:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 617.1007, Florida Statutes, the undersigned Florida nonprofit corporation adopts the attached Amended and Restated Articles of Incorporation.

All amendments to the original Articles of Incorporation have been incorporated into the attached Restated Articles of Incorporation. The amendments were previously adopted by the Members as required by the Governing Documents and previously filed with the Florida Division of Corporations as required by Florida Statutes Section 617.01201, 617.1002 and 617.1006.

(SEAL)

HEATHER LAKES AT BRANDON
COMMUNITY ASSOCIATION, INC.

BY: Heather Costa
President

Name Printed: Heather Costa

DATED April 30th, 2010

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

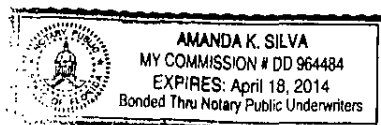
BEFORE ME, the undersigned authority, personally appeared Heather Costa, to me known to be the President of Heather Lakes of Brandon Community Association, Inc., and he/she acknowledged before me that he/she freely and voluntarily executed the same as such authorized agent, under authority vested in him/her by said corporation. He/She is personally known to me or has produced personally known (type of identification) as identification and did (did not) take an oath.

WITNESS my hand and official seal in the County and State last aforesaid, this
30th day of April, 2010.

[Signature]
Notary Public

Printed Name: _____

My commission expires:



AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF

HEATHER LAKES AT BRANDON COMMUNITY ASSOCIATION, INC.

In compliance with the requirements of Florida Statute 617, the undersigned, all of whom are residents of the State of Florida, and all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I

NAME

The name of the corporation is HEATHER LAKES AT BRANDON COMMUNITY ASSOCIATION, INC., hereafter called the "Association".

ARTICLE II

ADDRESS

The principal office of the Association is located at 311 Park Place, Suite 600, Clearwater, Florida 34619.

ARTICLE III

REGISTERED AGENT

R. Timothy Peters, whose address is 587 South Duncan Avenue, Clearwater, Florida 34616, is hereby appointed the initial registered agent of this Association.

Agency Accepted:

Signature
R. Timothy Peters

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

The Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the residence Lots, Common Area and other areas within that certain tract of property more particularly described on Exhibit A to the Declaration of Covenants, Conditions and Restrictions for HEATHER LAKES AT BRANDON, 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 of 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 the "Declaration", applicable to the property and recorded or to be recorded in the Public Records of Hillsborough 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) fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; 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;

(c) acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;

(d) contract with a third party for the management of the Property and to delegate to the Contractor all powers and duties of this corporation except such as are specifically required by the Declaration and/or the By-Laws to have the approval of the Board of Directors or the membership of the corporation;

(e) dedicate, sell or transfer all or any part of the Common Area 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 has been signed by a majority of the Board of Directors agreeing to such dedication, sale or transfer;

(f) participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members;

(g) to participate in and perform all acts necessary or convenient for the establishment of a special taxing district;

(h) have and exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Florida by law may now or hereafter have or exercise.

ARTICLE V

MEMBERSHIP

Every person or entity who is a record Owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to, and may not be separated from, ownership of any Lot which is subject to assessment by the Association.

ARTICLE VI

VOTING RIGHTS

The Association shall have two (2) classes of voting membership:

Class A. Class A members shall be all Owners whose homes are encumbered by the Declaration, with the exception of the Declarant, and shall be entitled to one (1) vote for each Lot owned. When more than one (1) person holds an interest in any Lots, all such persons shall be members. The vote for such Lot shall be exercised as they determine, but in no event shall more than one (1) vote be cast with respect to any Lot.

Class B. Class B members shall be all Owners whose homes are not encumbered by the Declaration and who voluntarily join this Corporation, with the exception of the Declarant, and shall be entitled to one (1) vote for each Lot owned. When more than one (1) person holds an interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they determine, but in no event shall more than one (1) vote be cast with respect to any Lot. Class B membership shall continue for so long as the Class B member pays all assessments on a timely basis and otherwise complies with all requirements of membership.

Class C. The Class C member shall be the Declarant (as defined in the Declaration), and shall be entitled to three (3) votes for each Lot owned. The Class C membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

- (a) when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class C membership; or
- (b) on December 31, 1999; or
- (c) when Declarant waives in writing its right to Class C membership.

ARTICLE VII

BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of Directors initially composed of three (3) Directors, who need not be members of the Association. The number of Directors may be changed by amendment to the By-Laws of this Association, but shall never be less than three (3) nor more than nine (9). The Directors shall be divided into three (3) classes: Class A, Class B and Class C. The term of office for all Directors shall be three (3) years, except that the term of office of the initial Class A Director shall expire at the first annual meeting of the members, the term of office of the initial Class B Director shall expire at the annual meeting one (1) year thereafter, and the term of office of the initial Class C director shall expire at the annual meeting two (2) years thereafter. The names and addresses of the persons who are to act in the capacity of Directors until their successors are elected and qualify, unless they sooner shall die, resign, or are removed are:

Name

Address

CLASS A DIRECTOR

Jonathan Goings

311 Park Place, Suite 600
Clearwater, Florida 34619

CLASS B DIRECTOR

Carole Deklerow

311 Park Place, Suite 600
Clearwater, Florida 34619

CLASS C DIRECTOR

Francine Miller

311 Park Place, Suite 600
Clearwater, Florida 34619

ARTICLE VIII

OFFICERS

The affairs of the Association shall be administered by the officers designated by the By-Laws. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Association and shall serve at the pleasure of the members of the Board of Directors.

The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

<u>Name</u>	<u>Address</u>
Jonathan Goings President	311 Park Place, Suite 600 Clearwater, Florida 34619
Carole Deklerow Vice President	311 Park Place, Suite 600 Clearwater, Florida 34619
Francine Miller Secretary/Treasurer	311 Park Place, Suite 600 Clearwater, Florida 34619

ARTICLE IX

BY-LAWS

The first By-Laws of the Association shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the By-Laws.

ARTICLE X

INDEMNIFICATION

Every Director and every Officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding or any settlement of any proceeding to which he may be a part or to which he may become involved by reason of his being or having been a Director or Officer of the Association, whether or not he is a Director or Officer at the time such expenses are incurred. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or Officer may be entitled.

ARTICLE XI

DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than fifty-one percent (51%) of each class of members. Upon dissolution of the Association, other than incident 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 it 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.

ARTICLE XII

DURATION

The corporation shall exist perpetually

ARTICLE XIII

AMENDMENTS

Amendment of these Articles shall require the assent of seventy-five percent (75%) of the entire membership.

ARTICLE XIV

SUBSCRIBER

The name and address of the subscriber of these Articles of Incorporation are as follows:

<u>Name</u>	<u>Address</u>
U. S. Home Corporation	311 Park Place, Suite 600 Clearwater, Florida 34619

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, the undersigned, constituting the subscriber of this Association, has caused these Articles of Incorporation to be executed this 1st day of March, 1989.

U. S. HOME CORPORATION

By: _____ /s/
Gene Lanton
Division Chairman

STATE OF FLORIDA

COUNTY OF PINELLAS

BEFORE ME, a Notary Public in and for the State and County aforesaid, duly authorized to take acknowledgements, personally appeared GENE LANTON as Division Chairman of U. S. HOME CORPORATION, to me well known, and he acknowledged before me that he executed, sealed and delivered the foregoing Articles of Incorporation for the uses and purposes therein expressed, as such officer, by authority and on behalf of said corporation, as the free act and deed of said corporation.

WITNESS my hand and official seal in the County and State first aforesaid this 1st day of March, 1989.

_____/s/
Notary Public

My Commission Expires: