N44772

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Special Instructions to Filing Officer:

PER KAY GINNIE WIH THE OFFICE
OF ERNEST W. STURGES, JR. ESQ.,
ALL VOTING INTEREST MEANS
"MEMBERS OF THE CORPORATION"
DARLENE CONNELL 03/20/17

200296044182

03/06/17--01044--022 **35.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2017 MAR -6 PM 4:29

V HERRING
MAR 20 2017

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Pebble Creek Property Owners Association, Inc.

DOCUMENT NUMBER: N44772

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

Please return all correspondence concerning this matter to the following:

Ernest W. Sturges, Jr., Esq.
(Name of Contact Person)

Goldman, Tiseo & Sturges, P.A.
(Firm/ Company)

701 JC Center Court, Suite 3
(Address)

Port Charlotte, Florida 33954
(City/ State and Zip Code)

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

For further information concerning this matter, please call:

Ernest W. Sturges, Jr., Esq. at 941 625-6666
(Name of Contact Person) (Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

☒ $35 Filing Fee ☐ $43.75 Filing Fee & Certificate of Status ☐ $43.75 Filing Fee & Certified Copy (Additional copy is enclosed) ☐ $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

CHARLOTTE COUNTY CLERK OF CIRCUIT COURT
OR BOOK. 4093 PAGE 88 PAGE 1 OF 7
INSTR # 2445122 Doc Type CTF
Recorded 6/16/2016 at 8 28 AM
Rec Fee RECORDING $61 00
Cashier By MARGARETK

RECORDING REQUESTED BY AND
WHEN RECORDED RETURN TO:

Ernest W. Sturges, Jr., Esq.
Goldman, Tiseo & Sturges, P.A.
701 JC Center Court, Suite 3
Port Charlotte, Florida 33954

CERTIFICATE OF AMENDMENT TO ARTICLES OF INCORPORATION OF PEBBLE CREEK PROPERTY OWNERS ASSOCIATION, INC.

THIS CERTIFICATE is made to reflect and document an Amendment, Restatement and Modification of the Articles of Incorporation of Pebble Creek Property Owners Association, Inc. The Articles of Incorporation of Pebble Creek Property Owners Association, Inc. have been recorded in the Public Records of Charlotte County as follows:

Instrument and Date	O.R. Book/Page(s)
a. Articles of Incorporation of Pebble Creek Property Owners Association, Inc. (Recorded) September 4, 1991	1174/1670 *et seq.*

The undersigned officers of the Board of Directors of Pebble Creek Property Owners Association, Inc., a Florida not-for-profit corporation, hereby certify as follows:

1. The Articles of Incorporation of Pebble Creek Property Owners Association, Inc. is hereby amended in accordance with Exhibit "A" attached hereto and entitled Amended and Restate Articles of Incorporation of Pebble Creek Property Owners Association, Inc.

2. This Amendment of the Articles of Incorporation of Pebble Creek Property Owners Association, Inc. was proposed by duly adopted resolution, and approved by a vote of not less than a majority of the entire voting interest in the Association.

Executed this 13th day of June, 2016, at Port Charlotte, Florida.

PEBBLE CREEK PROPERTY OWNERS
ASSOCIATION, INC., a Florida not-for-profit corporation

By: Joseph P. LaCognata
Name: JOSEPH P. LACOGNATA
Its: President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2017 MAR -6 PM 4:29

STATE OF FLORIDA
COUNTY OF CHARLOTTE

The foregoing instrument was acknowledged before me this 13th day of June, 2016, by Joseph P. LaCognata, who is personally known to me or produced _____ as identification.

SEAL

KAREN A. MOORE
MY COMMISSION # FF 904947
EXPIRES: July 30, 2019
Bonded Thru Notary Public Underwriters

Karen A Moore
NOTARY PUBLIC

Karen A. Moore
Printed name of notary

By: Philip D Siebenthaler
Name: PHILIP D. SIEBENTHALER
Its: Secretary

STATE OF FLORIDA
COUNTY OF CHARLOTTE

The foregoing instrument was acknowledged before me this 13th day of June, 2016, by Philip D. Siebenthaler, who is personally known to me or produced _____ as identification.

SEAL

KAREN A. MOORE
MY COMMISSION # FF 904947
EXPIRES: July 30, 2019
Bonded Thru Notary Public Underwriters

Karen A Moore
NOTARY PUBLIC

Karen A Moore
Printed name of notary

EXHIBIT

A

AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

PEBBLE CREEK PROPERTY OWNERS ASSOCIATION, INC.

SUBSTANTIAL REWORDING OF ARTICLES - SEE CURRENT ARTICLES FOR CURRENT TEXT

These are the Amended and Restated Articles of Incorporation for Pebble Creek Property Owners Association, Inc. originally filed with the Florida Department of State on August 21, 1991, under Chapter Number 617. Matters of only historical interest have been omitted. Amendments included have been added pursuant to Chapter §617 and §720, Florida Statutes (2015).

1. Name. The name of the corporation shall be PEBBLE CREEK PROPERTY OWNERS ASSOCIATION, INC. For convenience, the corporation shall be referred to in this instrument as the "Association," the Declaration of Covenants and Restrictions as "Declaration," these Amended and Restated Articles of Incorporation as the "Articles," and the Bylaws of the Association as the "Bylaws."

2. Purpose. The purpose for which the Association is organized is to provide an entity pursuant to the Florida Homeowners Association Act (the "Act") for the operation of that certain Subdivision located in Charlotte County, Florida, and known as Pebble Creek, a Subdivision (the "Subdivision"). The specific primary purposes for which the Association is organized are to provide for maintenance, preservation and architectural control of the parcels and common elements within a certain tract of real property described as an Exhibit to that certain Declaration of Covenants, Conditions and Restrictions, and to promote the health, safety and welfare of the residents within the above-described development and such additions thereto as may hereafter be brought within the jurisdiction of the Association for such purpose.

3. Powers. The powers of the Association shall include and be governed by the following powers:

3.1. General. The Association shall have all of the common-law and statutory powers of a corporation not for profit under the Laws of Florida that are not in conflict with the provisions of these Articles or of the Act.

3.2. Enumeration. The Association shall have all the powers and duties set forth in the Act except as limited by these Articles (as they may be amended from time to time), the Bylaws (as they may be amended from time to time), and all of the powers and

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duties reasonably necessary to operate the Subdivision pursuant to the Declaration and as it may be amended from time to time including but not limited to the following:

3.2.1. To make and collect Assessments and other Charges against members as Lot Owners, and to use the proceeds thereof in the exercise of its powers and duties.

3.2.2. To buy, own, operate, lease, sell, and trade both real and personal property as may be necessary or convenient in the administration of the Subdivision.

3.2.3. To maintain, repair, replace, reconstruct, add to, and operate the Subdivision Property and other property acquired or leased by the Association for use by Lot Owners.

3.2.4. To purchase insurance upon the Subdivision Property and insurance for the protection of the Association, its officers, Directors, and members as Lot Owners.

3.2.5. To make and amend reasonable rules and regulations for the maintenance, conservation and use of the Subdivision Property and for the health, comfort, safety, and welfare of the Lot Owners.

3.2.6. To approve or disapprove the leasing, transfer, ownership, and possession of Lots as may be provided by the Declaration.

3.2.7. To enforce by legal means the provisions of the Act, the Declaration, these Articles, the Bylaws, and the Rules and Regulations for the use of the Subdivision Property.

3.2.8. To contract for the management of the Subdivision and any facilities used by the Lot Owners, and to delegate to the party with whom such contract has been entered into all of the powers and duties of the Association except those which require specific approval of the Board of Directors or the membership of the Association.

3.2.9. To employ personnel to perform the services required for proper operation of the Subdivision.

3.2.10. Make contracts and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage and pledge of all or any of its property, franchises, or income.

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3.2.11. Acquire (by gift, purchase or otherwise), own, hold and improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate to public use, or otherwise dispose of real and personal property in connection with the affairs of the Association.

3.2.12. Borrow money and, subject to the consent by vote or written instrument of two-thirds (2/3) of the members, mortgage, pledge, convey by deed of trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred.

3.3. Distribution of Income. The Association shall make no distribution of income to its members, Directors or officers.

4. Limitation. The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the Declaration and the Bylaws.

5. Members. The members of the Association shall consist of all of the record Owners of Lots in the Subdivision, and after termination of the Subdivision shall consist of those who were members at the time of the termination and their successors and assigns.

6. Assignment. The share of a member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner except as an appurtenance to the Lot for which that share is held.

7. Voting. On all matters upon which the membership shall be entitled to vote, there shall be only one vote for each Lot, which vote shall be exercised or cast in the manner provided by the Declaration and Bylaws. Any person or entity owning more than one Lot shall be entitled to one vote for each Lot owned.

8. Meetings. The Bylaws shall provide for an annual meeting of members, and may make provision for regular and special meetings of members other than the annual meeting.

9. Term of Existence. The Association shall have perpetual existence.

10. Officers. The affairs of the Association shall be administered by the officers designated in the Bylaws. The officers shall be elected by the Board of Directors of the Association at its first meeting following the annual meeting of the members of the Association and shall serve at the pleasure of the Board of Directors. The Bylaws may provide for the removal from office of officers, for filling vacancies, and for the duties of the officers.

11. Directors.

11.1. Number and Qualification. The property, business and affairs of the Association shall be managed by a Board consisting of the number of Directors

determined by the Bylaws, but which shall consist of not less than three (3) Directors. Directors must be members or the spouse of a member of the Association.

11.2. Duties and Powers. All of the duties and powers of the Association existing under the Act, the Declaration, these Articles, and the Bylaws shall be exercised exclusively by the Board of Directors, its agents, contractors, or employees, subject only to approval by Lot Owners when such approval is specifically required.

11.3. Election; Removal. Directors of the Association shall be elected at the annual meeting of the members in the manner determined by the Bylaws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the Bylaws.

12. Bylaws. The Bylaws of this Corporation may be altered, amended, or repealed in the manner provided in the Bylaws.

13. Amendments. These Articles may be amended in the following manner:

13.1. Proposal of Amendments. An amendment may be proposed by a majority of Directors, or by twenty-five percent (25%) of the entire voting interests.

13.2. Proposed Amendment Format. Proposals to amend existing Articles of Incorporation shall contain the full text of the Article to be amended. New words shall be underlined and words to be deleted shall be ~~lined through~~ with hyphens. If the proposed change is so extensive that this procedure would hinder rather than assist understanding, a notation must be inserted immediately preceding the proposed amendment saying, "SUBSTANTIAL REWORDING OF ARTICLE. SEE ARTICLE NUMBER ___ FOR PRESENT TEXT."

13.3. Notice. Copies of proposed amendments shall be included in the notice of any meeting at which a proposed amendment is to be considered or in connection with documentation for action without a meeting.

13.4. Adoption of Amendments. A resolution for the adoption of a proposed amendment may be adopted by a vote of two-thirds (2/3rds) of the voting interests of the Association present (in person or by proxy) and voting at a duly noticed meeting at which a quorum is present, or by the written agreement of two-thirds (2/3rds) of the entire voting interests. Amendments correcting errors, omissions or scrivener's errors may be executed by the officers of the Association, upon Board approval, without need for Association membership vote.

13.5. Effective Date. An amendment when adopted shall become effective after being recorded in the Charlotte County Public Records according to law and filed with the Secretary of State according to law.

13.6. Automatic Amendment. These Articles shall be deemed amended, if necessary, so as to make the same consistent with the provisions of the Declaration of Subdivision. Whenever Chapter 720, Florida Statutes (2015) Chapter 617, Florida Statutes (2015) or other applicable statutes or administrative regulations, as amended from time to time, are amended to impose procedural requirements less stringent than set forth in these Articles, the Board may operate the Association pursuant to the less stringent requirements. The Board of Directors without a vote of the Owners, may adopt by majority vote, amendments to these Articles of Incorporation as the Board deems necessary to comply with such operational changes as may be enacted by future amendments to Chapters 607, 617, and 720 of the Florida Statutes (2015), or such other statutes or administrative regulations as required for the operation of the Association, all as amended from time to time.

13.7. Proviso. Provided, however, that no amendment shall change the configuration of any Lot or the share in the Common Elements appurtenant to it, or increase the Owner's share of the Common expenses, or change in any manner the qualifications for Membership nor the voting rights of Members unless the Record Owner of the Lot concerned and all record Owners of the mortgages of such apartment shall join in the execution of the Amendment, and all of the Lot Owners approve the amendment.

14. Registered Office Address and Name of Registered Agent. The registered office address and the name of the registered agent of the corporation shall be as determined by the Board of Directors from time to time.