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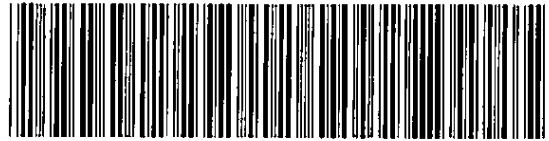
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***THIS IS A SUBSTANTIAL AMENDMENT OF THE ENTIRE ARTICLES OF INCORPORATION.  
FOR PRESENT TEXT SEE EXISTING ARTICLES OF INCORPORATION.***

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
CLUB HOMES I AT HERITAGE GREENS ASSOCIATION, INC.**

The Articles of Incorporation of Club Homes I at Heritage Greens Association, Inc. were filed with the Florida Department of State on October 20, 1997, under Charter Number N97000005913 and recorded on May 27, 1998 as Exhibit "C" to the Declaration of Covenants, Conditions and Restrictions for Club Homes I at Heritage Greens at Instrument No. 2324983 of the Public Records of Collier County, Florida;

1. **NAME AND PRINCIPAL OFFICE.** The name of the corporation is Club Homes I at Heritage Greens Association, Inc., a Florida not-for-profit corporation (the "Association"); and the principal address of the Association is c/o Ability Management, Inc., 6736 Lone Oak Boulevard, Naples, FL 34109 or such other address as may be recorded with and reflected on the Florida Division of Corporations website.

2. **DEFINITIONS.** The terms used in these Articles shall have the same definitions and meaning as those set forth in the Amended and Restated Declaration of Covenants, Conditions and Restrictions for Club Homes I at Heritage Greens, as amended (the "Declaration"), recorded in the Public Records of Collier County, Florida, unless herein provide to the contrary, or unless the context otherwise requires.

3. **PURPOSE.**

The purposes for which this Association is organized are as follows:

- 3.1 To operate as a corporation not-for-profit pursuant to Chapter 720 of the Florida Statutes.
- 3.2 To administer, enforce and carry out the terms and provisions of the Declaration and Bylaws, as the same may be amended from time to time.
- 3.3 To promote the health, welfare, and comfort of the Association members and residents of the Association, as authorized by the Declaration, by these Articles, and by the Bylaws.

4. **POWERS.** The Association shall have the following powers:

- 4.1 All of the common law and statutory powers of a corporation not-for-profit under the

laws of Florida which are not in conflict with the terms of these Articles, including, but not limited to, all of the powers of a corporation under Chapters 617 and 720 of the Florida Statutes.

4.2 To enter into, make, establish and enforce, rules, regulations, bylaws, covenants, restrictions and agreements to carry out the purposes of the Association.

4.3 To make and collect Assessments against members of the Association to defray costs, expenses, reserves and losses incurred or to be incurred by the Association; and to use the proceeds thereof in the exercise of the Association's powers and duties; and to enforce such levy of Assessments through a lien and the foreclosure thereof or by other action pursuant to the Declaration.

4.4 To own, purchase, sell, mortgage, lease, administer, manage, operate, maintain, improve, repair and/or replace real and personal property, including Lots or Villas within the Association, for such purposes as the Association may determine.

4.5 To hold funds for the exclusive benefit of the Members of the Association as set forth in these Articles and as provided in the Declaration and Bylaws.

4.6 To purchase insurance for the protection of the Association, its property, officers, directors and Members, and such other parties as the Association may determine to be in the best interests of the Association.

4.7 To operate, maintain, repair and improve such portions of the Properties as may be determined by the Board from time to time, or as required by the Governing Documents.

4.8 To exercise architectural control over all buildings, structures and improvements to be placed or constructed upon any portion of the Properties pursuant to the Declaration.

4.9 To provide, purchase, acquire, replace, improve, maintain and/or repair such buildings, structures, landscaping and equipment, both real and personal, related to the health and social welfare of the Members of the Association and the Owners and residents of the Association as the Board in its discretion determines necessary or appropriate.

4.10 To employ personnel necessary to perform the obligations, services and duties required of or to be performed by the Association and/or to contract with others for the performance of such obligations, services or duties.

4.11 To acquire or enter into agreements acquiring leaseholds, memberships or other possessory or use interests in lands or facilities and to pay the rental, membership fees, operational, replacement and other expenses as Common Expenses.

4.12 To bring suit and to litigate on behalf of the Association as may be desirable or necessary for the proper management of the Association.

4.13 All other powers necessary to effectuate the purposes for which the Association is organized.

5. MEMBERSHIP AND VOTING RIGHTS. Membership and Voting Rights shall be as set forth in the Bylaws of the Association.

6. DIRECTORS.

6.1 Number of Directors. The affairs of the Association shall be managed by a Board of Directors as described in the Bylaws.

6.2 Election of Directors. The directors of the Association shall be elected by the Members in accordance with the Bylaws.

6.3 Powers and Duties. All the duties and powers of the Association existing under the Florida Statutes, the Declaration, these Articles and the Bylaws shall be exercised exclusively by the Board, its agents, contractors or employees, subject to the approval of the Members only when specifically required.

6.4 Removal and Vacancies. Directors may be removed and vacancies on the Board shall be filled in the manner provided by the Bylaws.

6.5 Officers. The officers of the Association shall be as stated in the Bylaws. The officers shall serve at the pleasure of the Board, and the Bylaws may provide for the removal from office of officers, for the filling vacancies, and for the duties of officers.

7. BYLAWS. The Bylaws shall be adopted by amended or rescinded in the manner provided in the Bylaws.

8. AMENDMENTS. Amendments to these Articles shall be proposed and adopted in the following manner:

8.1 Proposal. Amendments to these Articles of Incorporation may be proposed by the Board of Directors or by written petition signed by the Owners of one-fourth (1/4) of the Voting Interests.

8.2 Vote Required. Except as otherwise provided by law, or by specific provision of the Governing Documents, these Articles of Incorporation may be amended by approval of a majority of the Voting Interests present, in person or by proxy, and voting at any annual or special meeting of the Members in accordance with law.

8.3 Certificate; Recording. A copy of each amendment shall be attached to a certificate that the amendment was duly adopted as an amendment to the Articles of Incorporation, which certificate shall be in the form required by law and shall be executed by officers of the Association with the formalities of a deed. The amendment shall be effective when the certificate and copy of the amendment are recorded in the Public Records of Collier County, Florida.

8.4 Effective Date. An amendment to these Articles shall become effective upon filing with the Secretary of State, with the Division of Corporations and after it has been recorded in the Public Records of Collier County, Florida.

9. REGISTERED OFFICE AND AGENT. The street address of the Association's registered office and agent shall be as filed and indicated with the Florida Department of State a statement complying with Section 607.034 of the Florida Statutes.
10. TERM. The term of the Association shall be perpetual.

CERTIFICATE

The undersigned, being the duly elected and acting President of Club Homes I at Heritage Greens Association, Inc., hereby certifies that the foregoing Amended and Restated Articles of Incorporation were approved by at least a majority of the voting interests of the Association at a meeting of the members held on June 22, 2023, after due notice, in accordance with the requirements of the Articles of Incorporation for their amendment, and that said vote was sufficient for their amendment.

Executed this 15 day of August, 2023

CLUB HOMES I AT HERITAGE GREENS ASSOCIATION, INC.

Michael Johnson, President  
9150 Galleria Court, Suite 201  
Naples, FL 34109

Attest

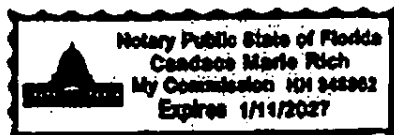
Dale Meszaros, Secretary

(SEAL)

STATE OF FLORIDA  
COUNTY OF COLLIER

Subscribed to before me this 15 day of August, 2023 by Michael Johnson, as President of Club Homes I at Heritage Greens Association, Inc., a Florida corporation not for profit, on behalf of the corporation by means of ☐ physical presence or ☐ online notarization. He is personally known to me or did produce \_\_\_\_\_ as id entification.

NOTARY SEAL

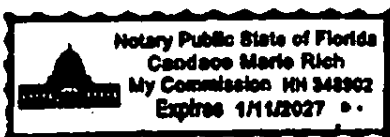


Signature of Notary Public

STATE OF FLORIDA  
COUNTY OF COLLIER

Subscribed to before me this 15 day of August, 2023 by Dale Meszaros, as Secretary of Club Homes I at Heritage Greens Association, Inc., a Florida corporation not for profit, on behalf of the corporation by means of ☒ physical presence or ☐ online notarization. He is personally known to me or did produce \_\_\_\_\_ as id entification.

NOTARY SEAL



Signature of Notary Public

This instrument prepared by  
Robert L. Murrell, B.C.S.  
The Murrell Law Firm, P.A.  
10441 Castella Drive, Suite 100  
Naples, FL 34105

ARTICLES OF INCORPORATION



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1044 CASTELLO DRIVE, SUITE 106 | NAPLES, FLORIDA 34103 | PHONE: (239) 302-3607 | FAX: (239) 302-3609

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ROBERT E. MURRELL, B.C.S.  
[RMURRELL@THEMURRELLFIRM.COM](mailto:RMURRELL@THEMURRELLFIRM.COM)

October 31, 2023

J. TODD MURRELL  
[TMURRELL@THEMURRELLFIRM.COM](mailto:TMURRELL@THEMURRELLFIRM.COM)

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

**Re: Articles of Incorporation for Club Homes I at Heritage Greens  
Association, Inc.**

Dear Sir/Madam:

Enclosed please find the original and one (1) copy of the Amended and Restated Articles of Incorporation for the above referenced Association to be filed with your office. Please return a certified copy of the Amended and Restated Articles of Incorporation to our office at your earliest convenience. Also enclosed is a check in the amount of \$43.75 for filing fees.

Thank you for your assistance in this matter.

Sincerely,  
THE MURRELL LAW FIRM, P.A.

Teresa Murrell  
For the Firm

Enclosures