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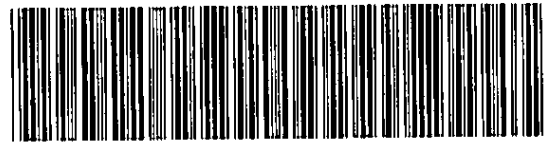
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JULIA K. SHERIDAN

C. BRUMBLEY

JAN 10 2022

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Cambridge Villas Homeowners Association, Inc.

DOCUMENT NUMBER: N99000001377

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

Please return all correspondence concerning this matter to the following:

Aaron Silberman

(Name of Contact Person)

Silberman Law

(Firm/ Company)

1105 W Swann Avenue

(Address)

Tampa, Florida 33606

(City/ State and Zip Code)

aaron@sl-pa.com

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

For further information concerning this matter, please call:

Rhona Coy

813

868-1104

at

(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:

- | | | | |
|---|--|---|--|
| <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
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

FILED
21 DEC 17 PM 2:16
HILLSBOROUGH COUNTY
FLORIDA

**ADOPTED AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF CAMBRIDGE VILLAS HOMEOWNERS ASSOCIATION, INC.**

These Amended and Restated Articles of Incorporation supersede and replace in their entirety the original Articles which were filed with the State of Florida on March 2, 1999, and recorded at Official Records Book 09544, Page 0694, of the Public Records of Hillsborough County, Florida, and as they have been subsequently amended.

**ARTICLE I
NAME**

The name of this corporation is Cambridge Villas Homeowners Association, Inc., a Florida corporation not for profit, (hereinafter called the "Association" in these Articles.)

**ARTICLE II
OFFICE AND REGISTERED AGENT**

This Association's principal office is located at 2906 Busch Lake Blvd, Tampa, Florida 33614 Hillsborough County, Florida, and its registered agent is Avelino Vide who maintains a business office at 2906 Busch Lake Blvd, Tampa, Florida 33614. Both this Association's principal office and registered agent may be changed from time to time by the board of Directors as provided by law.

**ARTICLE III
PURPOSE**

The Association was organized as a corporation not for profit under the terms and provisions of Chapter 617, *Florida Statutes*. The Association has all of the rights, powers and duties and functions of a corporation not-for-profit not in conflict with these Articles, the Homeowner's Association Act and the Association's Governing Documents, as reasonably necessary to administer, govern, and maintain the common areas of the Association and other portions of the property for which it bears maintenance, repair and replacement responsibility, and to fulfill such other duties as the Association has pursuant to the Governing Documents including the Declaration of Covenants, Conditions, Restrictions and Easements of Cambridge Villas ("Declaration"), as they may be amended from time to time. The purposes of this Association shall include, without limitation of the foregoing, the maintenance, preservation and architectural control of the Lots and Common Area within the Properties, and carrying out, enforcing and otherwise fulfilling its rights and responsibilities under and pursuant to the Association's Governing Documents.

**ARTICLE IV
POWERS**

Without limitation, this Association is empowered to:

(a) Exercise all rights, powers, privileges and perform all duties, of this Association set forth in the Association's Governing Documents and applicable Florida law 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;

(b) In any lawful manner, acquire, own, hold, improve, manage, operate, maintain, repair, replace, operate, convey, sell, lease, transfer, assign, and otherwise dispose of property of any nature whatsoever, real, personal, or mixed, tangible or intangible, in connection with this Association's affairs, specifically including the surface water management system as permitted by the Southwest Florida Water Management District including all lakes, retention areas, water management areas, ditches, culverts, structures and related appurtenances;

(c) Fix, levy, collect, and enforce by any lawful means all charges or assessments established by, or pursuant to, the Association's Governing Documents and applicable Florida law and to use and expend the proceeds of assessments in the exercise of its powers and duties hereunder;

(d) Pay all costs, expenses, and obligations lawfully incurred in connection with this Association's affairs including, without limitation, all licenses, taxes, or other governmental charges levied or imposed against this Association's property; and contract for services, such as to provide for operation and maintenance of facilities;

(e) Borrow money and, with the approval of two-thirds of members entitled to vote, in person or by proxy, at a membership meeting where a quorum has been attained, mortgage, pledge, deed in trust, hypothecate, assign, grant security interests in, or otherwise transfer any or all of its property as security for money borrowed, debts incurred, or any of its other obligations;

(f) With the approval of three-fourths of the members, dedicate, sell or transfer all or any part of its property to any public agency, authority, or utility for such purposes, and subject to such conditions, as seventy-five percent (75%) of the members determine;

(g) With the approval of two-thirds (2/3) of the members, participate in mergers and consolidations with other not-for-profit corporations organized for similar purposes;

(h) From time to time adopt, alter, amend, rescind, and enforce reasonable rules and regulations governing the use of the Lots, Common Area, and Corporate Property consistent with the rights and duties established by the Association's Governing Documents and applicable Florida law;

(i) Have and exercises all common law rights, powers, and privileges and those that a corporation not for profit may now or hereafter have or exercise under the laws of the State of Florida, together with all other rights, powers, and privileges reasonably to be implied from the existence of any right, power, or privilege so granted, or granted by the Association's Governing Documents, or reasonably necessary to effectuate the exercise of any right, power, or privilege so granted;

(j) To enforce by legal means the obligations of the members of the corporation; the provisions of the Association's Governing Documents, and the provisions of a dedication or conveyance of the Corporate Property to the Association with respect to the use and maintenance thereof; to sue and be sued; and

(k) Except as limited by the Association's Governing Documents or applicable Florida law, the powers and duties of the Association may be taken through the actions of the Board of Directors without the concurrence or ratification by the Members of the Association.

ARTICLE V
MEMBERSHIP

Every person who from time to time holds the record fee simple title to, or any undivided fee simple interest in, any Lot that is subject to the provisions of the Declaration is a member of this Association, including contract sellers, but excluding all other persons who hold any interest in any Lot merely as security for the performance of an obligation. An Owner of more than one Lot is entitled to one membership for each Lot owned. Membership is appurtenant to, and may not be separated from, ownership of at least one Lot that is subject to the provisions of the Declaration, and membership may not be transferred other than by transfer of title to such Lot. Each membership is transferred automatically by conveyance of title of a Lot.

ARTICLE VI
VOTING RIGHTS

The Association's Members shall be entitled to one vote for each Lot owned. When more than one person holds an interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as set forth in the Bylaws, but in no event shall more than one vote be cast with respect to any Lot.

ARTICLE VII
BOARD OF DIRECTORS

This Association's affairs are managed by a Board of Directors. The number of Directors shall be set forth within the Association's Bylaws. The term of office for all Directors will be set forth by the Association's Bylaws. Directors must be Association members.

ARTICLE VIII
INCORPORATOR

The name and residence of the incorporator was:

Name: Judith L. James
Address: 325 South Boulevard
Tampa, Florida 33606

ARTICLE IX
DISSOLUTION

This Association may be dissolved in the manner from time to time provided by the laws of the State of Florida and with the assent given in writing and signed by not less than two-thirds (2/3) of the total voting interests of the Association. Upon dissolution of this Association in any manner other than incident to a merger or consolidation, all of this Association's assets must be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. If dedication is refused, such assets must be granted, conveyed, and assigned to any not-for-profit corporation, association, trust, or other organization to be devoted to such similar purposes. In no event, however may any assets inure to the benefit of any member or other private individual.

ARTICLE X
DURATION

This Association exists perpetually.

ARTICLE XI
OFFICERS

The Association shall be administered by a president, vice president, secretary and treasurer, and such other officers as may be designated in the Bylaws, and shall be elected at the time and in the manner prescribed in the Bylaws.

ARTICLE XII
AMENDMENTS

If the Board of Directors wish to amend the Articles of Incorporation, the Directors must adopt a resolution setting forth the proposed amendment and directing that it be submitted to a vote at an annual meeting or special meeting of members entitled to vote on the proposed amendment. Written notice setting forth the proposed amendment or a summary of the changes to be effected by the amendment must be given to each member entitled to vote. The proposed amendment must be adopted by a majority of the members present, in person or by proxy, during a membership meeting where a quorum has been attained.

ARTICLE XIII
INTERPRETATION

Express reference is made to the Declaration where necessary to interpret, construe, and clarify the provisions of the Articles. Without limitation, all terms defined in the Declaration have the same meaning where used in these Articles. It was the intent of the original drafter of these Articles that the provisions be consistent with the provisions of the Declaration and to be interpreted, construed, and applied with those of the Declaration to avoid inconsistencies or conflicting results. Should any paragraph, sentence, phrase, portion or provision of these Articles or of the ByLaws or rules and regulations be held invalid, it shall not affect the validity of the remaining instruments.

ARTICLE XIV
INDEMNIFICATION

The Association shall indemnify any individual who was or is a party to any proceeding (other than an action by, or in the right of, the corporation), by reason of the fact that such individual is or was a director or officer of the corporation, or a member of any committee established by the Board, against liability incurred in connection with such proceedings, including any appeal thereof, to the full extent as authorized by law. Said indemnity will include but not be limited to expenses and amounts paid in settlement, expenses of liabilities incurred as a result of such individual serving as a director or officer as hereinabove provided. Indemnification and advancement of expenses as provided herein shall continue as to an individual who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors and administrators of such an individual, and any amendment or changes to this indemnification provision shall be prospective only and as to individuals who shall serve as a director or officer after the effective date of such amendment.

(a) However, notwithstanding any other provision of this Article, if the Board of Directors or a court of competent jurisdiction determines that the proceedings against the director or officer who is seeking indemnification either arose out of actions which were outside the scope of the duties or expected activities of such individuals; or arose out of intentional or willful misconduct or self-dealings, or criminal activities; then the Association will be relieved of any obligation to indemnify such individual under this section.

(b) Further, notwithstanding any other provisions herein, the advancement of funds, approval of any settlement, and retention of legal counsel for any person being indemnified by the Association will be subject to prior Board approval, and any retention of counsel must be coordinated with the Association due to the potential involvement of insurance counsel.

END OF ADOPTED AMENDED AND RESTATED ARTICLES OF INCORPORATION

☒ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.

Prepared by and Return To:

Aaron J. Silberman, Esq.
Silberman Law, P.A.
1105 W. Swann Avenue
Tampa, Florida 33606
Telephone: (813)434-1266

CERTIFICATE OF AMENDMENT REFLECTING THE ADOPTION OF THE AMENDED AND RESTATED ARTICLES OF INCORPORATION OF CAMBRIDGE VILLAS HOMEOWNERS ASSOCIATION, INC.

This is to certify that the Amended and Restated Articles of Incorporation of Cambridge Villas Homeowners Association, Inc. attached hereto were approved by the membership during a duly noticed membership meeting originally convened on November 16, 2021, and reconvened on November 30, 2021. The Articles of Incorporation were originally recorded as an exhibit to the Declaration of Covenants, Conditions, Restrictions and Easements for Cambridge Villas Homeowner's Association, beginning at Official Record Book 9544, Page 694, Public Records of Hillsborough County, Florida.

IN WITNESS WHEREOF, CAMBRIDGE VILLAS HOMEOWNERS ASSOCIATION, INC. has caused this instrument to be signed by its duly authorized officer on the 30th day of November 2021.

CAMBRIDGE VILLAS HOMEOWNERS ASSOCIATION, INC.

By: Lorene Frazier
Lorene Frazier, President HOA

[Signature]
Signature of Witness #1

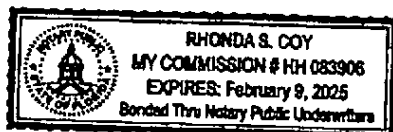
Leigh Kuhns
Printed Name of Witness #1

Catherine G. Page
Signature of Witness #2

Catherine G. Page
Printed Name of Witness #2

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 30th day of November 2021 by Lorene Frazier, as President, by means of physical presence, who is personally known to me or provided _____ as identification.



Rhonda S. Coy
Notary Public, State of Florida
Commission No: _____
My Commission Expires: _____