

ARTICLES OF INCORPORATION
OF
TAMPA HEIGHTS CIVIC ASSOCIATION,
INCORPORATED
(A Florida Corporation Not-for-Profit)

**PURSUANT TO THE PROVISIONS OF SECTION 617, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION
ADOPTS THE FOLLOWING ARTICLES OF AMENDMENT TO ITS ARTICLES OF INCORPORATION.**

Mission: The mission of the Tampa Heights Civic Association is to be a nucleus for the neighborhood, provide civic activities for the betterment of the community, support the creation of employment opportunities, encourage civic pride, advocate for policies that enable affordable home ownership, promote the restoration and maintenance of historic buildings, promote new development that is aesthetically compatible with the existing neighborhood, encourage new business growth in Tampa Heights, support existing businesses and other people-focused community development.

Objective: Develop and implement programs that will help spearhead increased resident involvement and provide important community information.

ARTICLE I NAME

The name of this corporation shall henceforth be TAMPA HEIGHTS CIVIC ASSOCIATION, and it shall have its principal place of business at 2005 N. Lamar Ave Tampa, Florida 33602. For convenience this corporation shall be herein referred to as the "Association".

ARTICLE II PURPOSES

The purposes of the Association is to support residential activities, and implement in an ongoing effort to improve the Tampa Heights Neighborhood; to enhance health, security and other community services through information and voluntary activity; to monitor public utilities; to foster harmonious relationships within the community; to maintain liaison with governmental and nongovernmental entities having functions related to these purposes; and to perform such other duties as may be assigned by its membership.

ARTICLE III MEMBERSHIP

Section 1: Membership in the Association shall be open to all property owners as defined in the Bylaws of the Association.

Section 2: All persons having legal or equitable title to real property including one or more lots, individual homes or condominium units in Tampa Heights, Hillsborough County, Florida, shall be eligible for membership. Membership shall terminate when such person ceases to own such property in Tampa Heights.

Section 3: Procedures for admission to membership shall be specified in the Bylaws of the Association.

ARTICLE IV DIRECTORS

Section 1: The affairs of the Association will be managed by a Board of Directors consisting of not less than six (6) Executives Positions. Directors must be members of the Association.

Section 2: Directors of the Association shall be elected at the Annual Meeting of the voting members and shall continue to serve until their successors have been elected. Directors may be removed for good cause shown. Vacancies on the Board of Directors shall be filled in the manner provided by the Bylaws.

Section 3: The Directors elected at the annual meeting shall serve until the next election of Directors as called for in the amended Bylaws.

Section 4: Audit of the Books. The Board of Directors may at any time employ an independent certified public accountant to conduct an audit of the books of account of Association.

Section 5: Signature of Contracts and Formal Documents. Contracts and formal documents shall be signed by two (2) officers of the Association, or by two (2) of its members whom the Board shall designate at a meeting of the Board or in writing.

ARTICLE V OFFICERS

The affairs of the Association shall be administered by a PRESIDENT, VICE-PRESIDENT, SECRETARY, CORRESPONDING SECRETARY and TREASURER, and such other officers as may be designated by the Bylaws. The officers shall be elected by the Board of Directors at the first meeting following the Annual Meeting of the Voting Members of the Association and shall serve at the pleasure of the Board of Directors.

ARTICLE VI INDEMNIFICATION

The Association shall indemnify and hold harmless the Board of Directors and each member thereof, including their heirs, personal representatives, successors and assigns, from any liability, loss claim, action or suit, including, but not limited to attorneys' fees and costs, arising from or by virtue of any action or failure to take action relative to their rights and duties as granted them by these Articles of Incorporation and the Bylaws of the Association except when such person is adjudged guilty of willful malfeasance or misfeasance. The Association shall not be required to indemnify the Board of Directors or any member thereof where an action is brought against the Board of Directors or such member by the Association and in which the Association is successful.

ARTICLE VII BYLAWS

The Board of Directors shall adopt Bylaws consistent with these Articles of Incorporation. The bylaws may be amended, altered, or repealed through the following process:

- a) Any active member may make a motion to consider an amendment to the bylaws or continuing resolutions at any general meeting. The motion need only carry by a simple majority of those present and eligible to vote.
- b) If the motion to consider the amendment is passed, the specific amendment will be published on THCA's website within 48 hours. The amendment should also be advertised via other regular communication channels that THCA employs.
- c) The proposed amendment will be open for further discussion and put to a vote at the next general meeting. Continuing resolutions may be adopted by a majority vote of the board or at a general meeting.
- d) To pass, a simple majority of all active members' present must vote for its passage.

ARTICLE VIII AMENDMENTS

Amendments to the Articles of Incorporation shall be proposed and adopted in the following manner:

Section 1: Written notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is to be considered and such notice shall be delivered to each voting member at least thirty (30) days prior to the meeting.

Section 2: A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by 10% of the voting members of the Association. Resolutions proposing adoption of amendments must be adopted by not less than 60% of the votes of the voting members present and/or by proxy at the meeting at which such resolution is considered.

Section 3: No amendment shall make any changes in the qualifications for membership or the voting rights of members without approval by 80% of the voting members present or by proxy at the meeting at which the change is considered.

Section 4: A copy of each amendment shall be certified by the Secretary of State and shall be recorded in the Public Records of Hillsborough County, Florida.

ARTICLE IX TERM

The term of the Association shall be perpetual.

ARTICLE X – DUES

The membership dues will be determined by the board of directors prior to each calendar year and approved by a simple majority of the board of directors. The membership dues will be voted on before the end of the current fiscal year to be enacted the subsequent fiscal year. Dues shall be payable on a rolling annual basis and cover the twelve (12) month period from date of payment.

To be qualified as an Active Member in the Association, membership dues must be current. Any member failing to pay their dues, or obligations of any kind due to the Association, for a period of two (2) months after they are due, shall become inactive.

ARTICLE XI – FISCAL YEAR

The fiscal year of this Association shall be the twelve (12) month period beginning January 1 of each year and ending on December 31, of the following year.

ARTICLE XII REGISTERED OFFICE AND REGISTERED AGENT

The address of the registered office and the name and address of the registered agent shall be as indicated in the State of Florida Corporation Annual Reports submitted by the Association.

We certify that the above text is a complete and accurate Restatement of the Articles of Incorporation of the Tampa Heights Civic Association, Inc. as approved by the members at a General Meeting February 24, 2022.

President

Date

Secretary

Date

Notary Signed

Date