

N03340

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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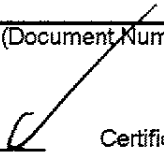
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MAIL

(Business Entity Name)

(Document Number)

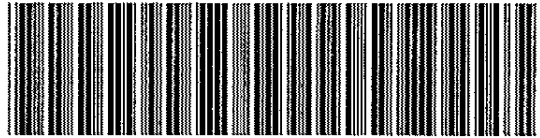
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*Amended And
Restated Act*

FILED
07 AUG -7 AM 11:35
CLERK OF STATE
TALLAHASSEE, FLORIDA

T. Roberts AUG 15 2007

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: SANDY CREEK AIRPARK OWNERS ASSOCIATION, INC.

DOCUMENT NUMBER: N03340

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

Please return all correspondence concerning this matter to the following:

TIMOTHY J. SLOAN, ESQ.

(Name of Contact Person)

HARMON & SLOAN, P.A.

(Firm/ Company)

427 McKENZIE AVENUE

(Address)

PANAMA CITY, FLORIDA 32401

(City/ State and Zip Code)

For further information concerning this matter, please call:

TIMOTHY J. SLOAN, ESQ.

(Name of Contact Person)

at (850) 769-2501

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|--|--|--|--|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input checked="" 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
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

SECOND AMENDED AND RESTATED

ARTICLES OF INCORPORATION

OF

SANDY CREEK AIRPARK OWNERS ASSOCIATION, INC.

FILED
07 AUG -7 AM 11:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED hereby associate themselves for the purpose of continuing a corporation not-for-profit under and pursuant to Chapters 617 and 720, Florida Statutes, and do certify as follows:

ARTICLE I

The name of this corporation is SANDY CREEK AIRPARK OWNERS ASSOCIATION, INC., a Florida not-for-profit corporation. The terms used herein shall have the same meanings ascribed to them by any Declaration of Covenants and Restrictions for Sandy Creek Airpark as is or may be recorded in the Official Records of Bay County, Florida ("Declaration").

ARTICLE II

The specific primary purposes for which the Association is formed are to provide maintenance, preservation and architectural control of the Property included in the Sandy Creek Air Park Development and to promote the health, safety and welfare of the residents within the above-described property and such additions thereto as may hereinafter be brought within the jurisdiction of the Association for such purpose.

In furtherance of such purposes, the Association shall have the power subject to the provisions and limitations, if any, in the Declaration, to:

(a) Perform all of the duties and obligations of the Association as set forth in the Declaration, as it may be amended from time to time.

(b) Affix, levy and collect and enforce payment by lawful means of, all charges and assessments pursuant to the terms of the Declaration; and pay all expenses in connection therewith, and all office and other expenses incidental to the conduct of the business of the Association, including all

licenses, taxes or governmental charges levied on or imposed against the property of the Association;

(c) Acquire by gift, purchase or otherwise and own, hold and approve, 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;

(d) Borrow money and mortgage, pledge, convey by deed of trust, or hypothecate any or all of its real or personal property as security for money borrowed for debts incurred;

(e) Dedicate, sell, transfer or grant easements with respect to all or any part of the Common Areas to any municipality, public agency, authority, or utility for such purposes;

(f) Participate in mergers and consolidation with other non-profit corporations organized for the same purposes;

(g) Have and exercise any and all powers, rights and privileges that a non-profit corporation organized under Chapter 617 and 720 of the Florida Statutes by law may have or hereinafter may have or exercise.

The Association is organized and shall be operated exclusively for the purposes set forth above. No part of any net earnings of the Association will inure to the benefit of any member.

ARTICLE III

Every person or entity who is a record Owner of a fee or undivided interest in any Property which is subject to this Declaration is a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as Lessee or as security for the performance of an obligation. All Members of the SANDY CREEK AIRPARK OWNERS ASSOCIATION, INC., shall be governed and controlled by this Declaration, the Articles of Incorporation and the By-Laws of the Association as they may be amended from time to time. Membership shall be appurtenant to and may not be separated from the ownership of a Lot or Commercial Tract which is subject to assessment by the Association.

ARTICLE IV

The period of duration of the Association shall be perpetual.

ARTICLE V

The name and resident address of each subscriber is as follows:

| Name | Address |
|-----------------|--|
| Julius Poston | P.O. Box 638 Panama City, FL 32402 |
| Joel Cowan, Jr. | P.O. Box 638 Panama City, FL 32402 |
| Todd MacDonald | 5135 MacDonald Drive Lynn Haven, FL 32444 |

ARTICLE VI

The number of persons constituting the Board of Directors of the Association shall be five (5), and the names, address of the persons who shall serve as directors until the next election are:

| Name | Address |
|-----------------|--|
| Julius Poston | P.O. Box 638, 135 Harrison Panama City, FL 32402 |
| Joel Cowan, Jr. | P.O. Box 638, 133 Harrison Panama City, FL 32402 |
| Mike Laver | Air 1 st Aviation Companies, Inc. 234 Air Park Blvd. Aiken, SC 29805 |
| Todd MacDonald | 5135 MacDonald Drive Lynn Haven, FL 32444 |
| Frank Carpenter | 13212 Air Way Panama City, FL 32404 |

ARTICLE VII

The affairs of the Association shall be managed by a President, Vice President, Secretary and Treasurer, who shall at all times be members of the Board of Directors. Such officers shall be elected at the first meeting of the Board of Directors following each annual meeting of the members.

The names of the officers who are to serve until the next election are:

| Name | Officer |
|-----------------|---------------------|
| Julius Poston | President |
| Joel Cowan, Jr. | Vice President |
| Todd MacDonald | Secretary/Treasurer |

ARTICLE VIII

The By-Laws of the Association may be made, altered or rescinded at any annual meeting of the Association, or at any special meeting duly called for such purpose, on the affirmative vote of a majority of the membership existing at the time of and present at such meeting.

ARTICLE IX

Amendments to these Articles of Incorporation may be proposed by any member of the Association. These Articles may be amended at any annual meeting of the Association, or at any special meeting duly called and held for such purpose, on the affirmative vote of a majority of the voting interests of the Association.

ARTICLE X

The Association shall have one class of voting membership which shall be all Owners of Lots and Commercial Tracts. There shall be one (1) vote for each Lot and one (1) vote for each Commercial Tract. Voting rights of any member may be suspended for periods during which assessments are delinquent.

ARTICLE XI

On dissolution, the assets of the Association shall be distributed to an appropriate public agency to be used for purposes similar to those for which the Association was created. In the event acceptance of such distribution is refused, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization operating for similar purposes.

Dated as of this 26th day of July, 2007.

WITNESSES:

SANDY CREEK AIRPARK OWNERS
ASSOCIATION, INC., a Florida
Not-for-profit corporation

Jessica Mishoe
Printed Name: Jessica Mishoe

By: [Signature]
Printed Name: JULIUS POSTON
Its: President

Marsha Fielding
Printed Name: Marsha Fielding

Marsha Fielding
Printed Name: Marsha Fielding

By: [Signature]
Printed Name: JOEL COWAN, JR.
Its: Vice President

Jessica Mishoe
Printed Name: Jessica Mishoe

Marsha Fielding
Printed Name: Marsha Fielding

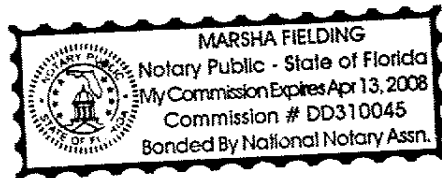
By: [Signature]
Printed Name: Todd MacDonald
Its: Secretary/Treasurer

Jessica Mishoe
Printed Name: Jessica Mishoe

STATE OF Florida
COUNTY OF Bay

The foregoing instrument was acknowledged before me this 26th
day of July, 2007, by TODD MACDONALD as
Secretary/Treasurer of SANDY CREEK OWNERS ASSOCIATION, INC., a
Florida not-for-profit corporation, who is personally known to
me or who produced _____ as identification,
on behalf of said corporation.

Marsha Fielding (SEAL)
NOTARY PUBLIC



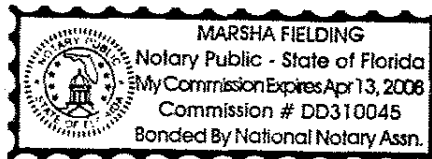
Printed Name of Notary

THIS INSTRUMENT PREPARED BY: TIMOTHY J. SLOAN, ESQ., HARMON &
SLOAN, P.A., 427 MCKENZIE AVENUE, PANAMA CITY, FLORIDA 32401.

STATE OF FLORIDA
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 31st day of July, 2007, by JULIUS POSTON, as President of SANDY CREEK AIRPARK OWNERS ASSOCIATION, INC., a Florida not-for-profit corporation, who is personally known to me or who produced a valid drivers license as identification, on behalf of said corporation.

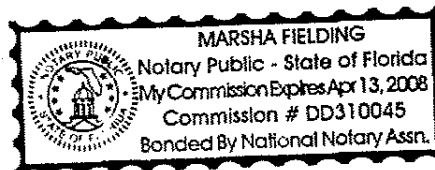
Marsha Fielding (SEAL)
NOTARY PUBLIC
Marsha Fielding
Printed Name of Notary



STATE OF FLORIDA
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 26th day of July, 2007, by JOEL COWAN, JR., as Vice President of SANDY CREEK AIRPARK OWNERS ASSOCIATION, INC., a Florida not-for-profit corporation, who is personally known to me or who produced _____ as identification, on behalf of said corporation.

Marsha Fielding (SEAL)
NOTARY PUBLIC
Marsha Fielding
Printed Name of Notary



Amended And Restated

Articles of Incorporation
of

SANDY CREEK AIRPARK OWNERS ASSOCIATION, INC.

(Name of corporation as currently filed with the Florida Dept. of State)

N03340

(Document number of corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not be used in the name of a not for profit corporation)

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

SECOND AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF SANDY CREEK AIRPARK OWNERS ASSOCIATION, INC. AMENDING

ENTIRE DOCUMENT

(Attach additional pages if necessary)
(continued)

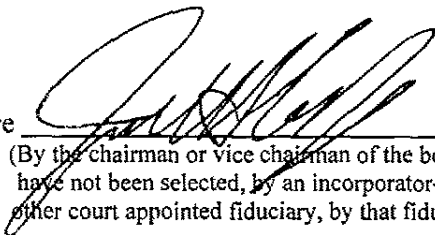
The date of adoption of the amendment(s) was: July 26, 2007

Effective date if applicable: July 26, 2007
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signature



(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

Joel Cowan

(Typed or printed name of person signing)

Vice President

(Title of person signing)

FILING FEE: \$35