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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: THE CORMORANT LANDING OWNERS ASSOCIATION, INC.

DOCUMENT NUMBER: N15386

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

Please return all correspondence concerning this matter to the following:

Alexandra M. Amador, Esq.
(Name of Contact Person)

McCabe Law Group, P.A.
(Firm/ Company)

111 Solana Road, Suite, B
(Address)

Ponte Vedra Beach, Florida 32082
(City/ State and Zip Code)

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

For further information concerning this matter, please call:

Alexandra M. Amador, Esq. at 904 396-0090
(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

AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
THE CORMORANT LANDING OWNERS ASSOCIATION, INC.

In compliance with the requirements of Chapter 617, Florida Statutes, the undersigned hereby file these Articles of Incorporation to form a corporation not-for-profit.

ARTICLE I
NAME

The name of the corporation is THE CORMORANT LANDING OWNERS ASSOCIATION, INC., hereinafter referred to as the "Association." Its principal office shall be located at 463499 State Road 200, Yulee, Florida 32097, or at such other place as the Board of Directors may designate from time to time.

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ARTICLE II
PURPOSE AND POWERS

The Association does not contemplate pecuniary gain or profit to its Members, and the specific purposes for which it is formed are to provide for the maintenance, preservation and architectural control of the development within that certain tract of Property and Additional Property (hereinafter collectively referred to as the "Property") more fully described in the Declaration of Easements, Covenants, Conditions, Restrictions and Limitations for Cormorant Landing to be recorded in the public records of Duval County, Florida ("Declaration"), and to promote the health, safety and welfare of the residents within the Property and any additions thereto as may hereafter be brought within the jurisdiction of this Association by recording a Supplemental Declaration. All terms contained herein shall mean and refer to the terms as defined in the Declaration.

The Association shall:

- (a) exercise all of the powers and privileges and perform all of the duties set forth in the Declaration as may be amended from time to time, the Declaration being incorporated herein as if set forth at length;
- (b) operate without profit for the sole and exclusive benefit of its Members;
- (c) have and exercise any and all powers, rights and privileges of a not-for-profit corporation organized under the laws of the State of Florida.

ARTICLE III
MEMBERSHIP

Every person or entity who is an Owner of any Parcel on the Property subject to the Declaration shall be a Member of the Association. Membership shall be appurtenant to and may not be separated from ownership in any Parcel.

ARTICLE IV
VOTING RIGHTS

Members shall be all Owners, and shall be entitled to one vote for each Parcel owned, subject to the provisions of the Declaration. When more than one person holds an interest in any Parcel other than as security for the performance of an obligation, all such persons shall be Members. The vote for such Parcel shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any Parcel.

ARTICLE V
BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of not less than three (3) Directors to be selected as provided in the Bylaws. The names and addresses of the persons who are to act in the capacity of Directors until the election or appointment of successors are:

| NAME | ADDRESS |
|----------------------|---------------------------------------|
| KEN BACON | P.O. BOX 1987 YULEE, FLORIDA 32041 |
| JAMES BOWEN | P.O. BOX 1987 YULEE, FLORIDA 32041 |
| ROBERT L. BOOTH, JR. | P.O. BOX 1987 YULEE, FLORIDA 32041 |
| JARED ROLLINS | P.O. BOX 1987 YULEE, FLORIDA 32041 |
| ALLISON HOLLANDER | P.O. BOX 1987 YULEE, FLORIDA 32041 |
| GREGORY F. LLOYD | P.O. BOX 1987 YULEE, FLORIDA 32041 |

In accordance with the provisions of the Bylaws, the Members shall elect the Directors.

ARTICLE VI
REGISTERED AGENT

The name and address of the Registered Agent for this corporation are:

PROPERTY MANAGEMENT SYSTEMS, INC.
463499 STATE ROAD 200, YULEE, FL 32097.

ARTICLE VII
DISSOLUTION

The Association may only be dissolved, other than incident to a merger or consolidation with an organization having similar purposes, upon the termination of the provisions of the Declaration and the assent given in writing and signed by not less than 75% of the Members. Upon dissolution of the Association, other than incident to such a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is not accepted by any appropriate public agency, such assets shall be granted, conveyed and assigned to any not-for-profit corporation, association, trust or other organization to be devoted to such similar purposes.

ARTICLE VIII
DURATION

The corporation shall exist perpetually.

ARTICLE IX
AMENDMENTS

Amendment of these Articles shall be permitted only to the extent that any such amendment is not inconsistent or in conflict with the terms of the Declaration as may be amended from time to time. Such amendments shall require the assent of members entitled to cast a majority of the votes.

ARTICLE X
OFFICERS

A. The officers of the Association shall be a President, Vice President, Secretary and Treasurer and such other officers as the Board may from time to time by resolution create. Officers shall be elected for a one (1) year term, and may be removed with or without cause, in accordance with the procedures set forth in the Bylaws.

B. The officers of this corporation who shall serve until the first election of their successors are as follows:

KEN BACON

President

JAMES BOWEN Vice President
ROBERT L. BOOTH, JR Secretary
JARED ROLLINS Treasurer

ARTICLE XI
BYLAWS

The Board of Directors shall adopt Bylaws consistent with these Articles and the Declaration. Such Bylaws may be amended at a regular or special meeting of the Members by a vote of the majority of the ~~Class A~~ Members present in person or by proxy.

ARTICLE XIII
PRINCIPAL OFFICE

The street address of the initial principal office of the corporation is 463499 State Road 200, Yulee, Florida 32097.

IN WITNESS WHEREOF, the Cormorant Landing Owners Association has caused this instrument to be executed in its name by the President, attested by its Secretary, this 18th day of December, 2015.

Ken Bacon
Ken Bacon, President

Attest:
Robert L. Booth, Jr.
Robert L. Booth, Jr., Secretary

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 18th day of December, 2015, by Ken Bacon as President of the corporation.

Christine E. Connery
Notary Public, State of Florida
Christine E. Connery
CHRISTINE E. CONNERY
NOTARY PUBLIC
STATE OF FLORIDA
Comm# FF155758
Expires 10/1/2018