

N32499

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

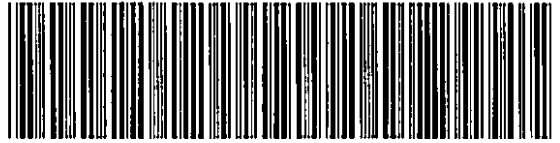
(Business Entity Name)

(Document Number)

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RECEIVED  
APR 27 2020

2020 APR 27 PM 2:58

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Amend

MAY 07 2020  
ALBRITTON



Articles of Amendment  
to  
Articles of Incorporation  
of

FILED  
2020-11-27 PM 2:58

\_\_\_\_\_  
(Name of Corporation as currently filed with the Florida Dept. of State)

\_\_\_\_\_  
(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:

**A. If amending name, enter the new name of the corporation:**

\_\_\_\_\_  
*The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.*

**B. Enter new principal office address, if applicable:**

*(Principal office address **MUST BE A STREET ADDRESS**)*

BYERS PROPERTY MANAGEMENT

767 BLANDING BLVD., SUITE 112

ORANGE PARK, FLORIDA 32065

**C. Enter new mailing address, if applicable:**

*(Mailing address **MAY BE A POST OFFICE BOX**)*

BYERS PROPERTY MANAGEMENT

767 BLANDING BLVD., SUITE 112

ORANGE PARK, FLORIDA 32065

**D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:**

*Name of New Registered Agent:*

PHIL WICKHAM, PROPERTY MANAGER

767 BLANDING BLVD., SUITE 112

*(Florida street address)*

*New Registered Office Address:*

ORANGE PARK

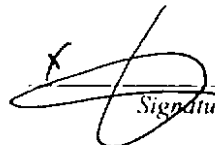
*(City)*

Florida 32065

*(Zip Code)*

**New Registered Agent's Signature, if changing Registered Agent:**

*I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.*

  
\_\_\_\_\_  
*Signature of New Registered Agent, if changing*

**If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:**

*(Attach additional sheets, if necessary)*

*Please note the officer/director title by the first letter of the office title:*

*P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.*

*Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change. Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.*

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input checked="" type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u>P</u>	<u>EMORY LARIMORE</u>	<u>1461 SCARLETT WAY</u> <u>FLEMING ISLAND, FL 32003</u>
2) <input checked="" type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u>V</u>	<u>RUSS WANKE</u>	<u>2375 BRIDGETTE WAY</u> <u>FLEMING ISLAND, FL 32003</u>
3) <input checked="" type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u>T</u>	<u>SUSAN MERRITT</u>	<u>2362 STOCKTON DRIVE</u> <u>FLEMING ISLAND, FL 32003</u>
4) <input checked="" type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u>S</u>	<u>MINDY LOGAN</u>	<u>2351 BRIDGETTE WAY</u> <u>FLEMING ISLAND, FL 32003</u>
5) <input checked="" type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u>D</u>	<u>JIM BARKER</u>	<u>1483 BRIDGETTE WAY</u> <u>FLEMING ISLAND, FL 32003</u>
6) <input checked="" type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u>D</u>	<u>TRACY WINTON</u>	<u>2464 STOCKTON DRIVE</u> <u>FLEMING ISLAND, FL 32003</u>

**If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:**

*(Attach additional sheets, if necessary)*

*Please note the officer/director title by the first letter of the office title:*

*P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.*

*Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change. Mike Jones leaves the corporation. Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.*

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input checked="" type="checkbox"/> Change	<u>D</u>	<u>Keith Billings</u>	<u>1471 KATHLEEN WAY</u>
<input type="checkbox"/> Add			<u>FLEMING ISLAND, FL 32003</u>
<input type="checkbox"/> Remove			
2) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
3) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
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4) <input type="checkbox"/> Change			
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5) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
6) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			<u>3</u>
<input type="checkbox"/> Remove			

**E. If amending or adding additional Articles, enter change(s) here:**  
*(attach additional sheets, if necessary). (Be specific)*

Change Article I: Clay

Delete Article III, Section (c)

Change Article IV: The Members shall consist of Owners of Property within Hibernia Plantation. Such members will be classified as Class A Members.

Class A Members. Class A members shall be all Owners of Property within Hibernia Plantation

Delete Article V. Section(b)

Change Article VI, Section(a): The affairs of the Association shall be managed by a Board of Directors,

consisting of seven members. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws of the Association.

Change Article VI, Section (b): The Directors shall be elected at a meeting of the Members at which a quorum is present. The voting procedure contained in the Association Bylaws will be followed.

Change Article VI, Section(c) The names and addresses of the members of the Board of Directors, as of this amendment,

Emory Larimore, 1491 Scarlett Way, Fleming Island Florida 32003

Russ Wanke, 2375 Bridgette Way, Fleming Island, Florida 32003

Susan Merritt, 2362 Stockton Drive, Fleming Island, Florida 32003

Keith Billings, 1471 Kathleen Way, Fleming Island, Florida 32003

Jim Barker, 1483 Bridgett Way, Fleming Island, Florida 32003

Mindy Logan, 2351 Bridgett Way, Fleming Island, Florida 32003

Tracy Winton, 2464 Stockton Drive, Fleming Island, Florida 32003

Delete Article VI, Section(c) of the Articles on file with the State.

Change Article VII: The officers of the Association will be President, Vice President, Treasurer, and Secretary

**E. If amending or adding additional Articles, enter change(s) here:**  
*(attach additional sheets, if necessary). (Be specific)*

Change Article VIII: The Board of Directors shall adopt Bylaws consistent with these Articles of Incorporation

The Bylaws may be altered, amended, or repealed when such is approved by 71% of the Board

Members (currently 5 of 7 Directors). Prior to the above action, the proposed amendment will be

mailed to each Member, along with a notice of the meeting at which the proposed amendment will

voted on.

Change Article XI: The street address of the registered office of this Corporation is 767 Blanding Blvd.,

Suite 112, Orange Park, Florida 32065, and the name of the registered agent at such address is

Phil Wickham, Property Manager, Byers Property Management.

Change Article XII, Section(b): The Association may be dissolved upon a resolution to that affect being

approved by three fourths (3/4) of the Association Members

Add Article XIII: Except for amending these Articles for Board Directors and Officers, amendments will

require approval of a majority of the Members at a duly called meeting of the Members. Members

may vote by mailed ballot or in person at the duly called meeting of the Members.

## HIBERNIA PLANTATION HOMEOWNERS ASSOCIATION, INC.

### ARTICLE I

#### NAME

The name of this corporation shall be HIBERNIA PLANTATION HOMEOWNERS ASSOCIATION, INC. (the "Association"). All capitalized terms used herein without definition that are defined in the Declaration of Covenants, Easements and Restrictions for Hibernia Plantation recorded or to be recorded in the public records of Clay County, Florida (the "Declaration") shall have the same meaning herein as in the Declaration.

### ARTICLE II

#### CORPORATE EXISTENCE

The Association shall have perpetual existence.

### ARTICLE III

#### PURPOSES

The general nature, objects and sole purposes of the Association are the acquisition, construction, management, maintenance and care of the Association's property. For the purpose of the preceding sentence, the "Association's property" means property held by the Association, property commonly held by Members of the Association, property within the organization privately held by the Members of the organization, and property owned by a governmental unit and used for the benefit of the residents of such unit all as more fully described in Section 528 of the Internal Revenue Code of 1986 of the United States, as amended. In keeping with the above purposes, the Association shall have the following powers:

- (a) To promote the health, safety and social welfare of the Owners of Lots and Dwelling Units and to fulfill the obligations set forth in the Declaration.



- (b) To maintain and/or repair Common Areas, structures, and other improvement's including, but not limited to, retention basins, streets and roads, for the benefit of Owners of the property for which the obligation to maintain and repair has been delegated and accepted by the Association.
- (c) To operate without profit for the sole and exclusive benefit of its Members. Notwithstanding anything to the contrary herein, no part of the net earnings of the Association shall inure (other than by acquiring, constructing or providing management, maintenances and care of the Association's property, and other than by a rebate of excess membership dues, fees or assessments) to the benefit of any Member or individual.
- (d) To transact any or all lawful business for which corporations may be incorporated under Chapter 617, Florida Statutes.

#### ARTICLE IV

#### MEMBERS

The Members shall consist of the Owners of Property within Hibernia Plantation. Such Members will be classified as Class A Members.

- (a) Class A Members. Class A members shall be all Owners of property within Hibernia Plantation. Every Owner, shall automatically become a Class A Member for such period of time as they are an Owner.

#### ARTICLE V

#### VOTING AND ASSESSMENTS

- (a) A Class A Member shall be entitled to one (1) vote for each Dwelling Unit or for each Lot owned. When more than one person holds an interest in any Lot or Dwelling Unit, other than as security for the performance of an obligation, all such persons shall be Members, but in no event shall more than one vote be cast with respect to any Lot or Dwelling Unit, nor shall any vote be fractionalized.
- (b) The Association shall obtain funds with which to operate by assessment of its Members in accordance with the provisions of the Declaration.

## ARTICLE VI

### BOARD OF DIRECTORS

- (a) The affairs of the Association shall be managed by a Board of Directors, consisting of not less than seven (7) persons. The number of members of the initial Board of Directors shall be three (3). The number of members of the Board of Directors may be increased from time to time in accordance with the Bylaws of the Association. Directors must be Class A Members of Hibernia Plantation.
- (b) The Directors shall be elected by the Association membership in accordance with the voting procedure contained in the Association Bylaws. The term of the Directors so elected shall be for two (2) years and thereafter until their successors are duly elected or until their earlier resignation, removal from office or death.
- (c) The names and addresses of the members of the Board of Directors, as of this amendment, who shall hold office until their successors are elected or appointed and have qualified, are as follows:

**Emory Larimore**  
1461 Scarlett Way  
Fleming Island, Florida 32003

**Russ Wanke**  
2375 Bridgette Way  
Fleming Island, Florida 32003

**Susan Merritt**  
2362 Stockton Drive  
Fleming Island, Florida 32003

**Keith Billings**  
1471 Kathleen Way  
Fleming Island, Florida 32003

**Mindy Logan**  
2351 Bridgette Way  
Fleming Island, Florida 32003

**Jim Barker**  
1483 Bridgette Way  
Fleming Island, Florida 32003

**Tracey Winton**  
2464 Stockton Drive  
Fleming Island, Florida 32003

#### ARTICLE VII

##### OFFICERS

The officers of the Association shall be a President, a Vice President, a Secretary and a Treasurer, and such other officers as the Board of Directors may from time to time by resolution create. Any two or more offices may be held by the same person except the offices of President and Secretary.

#### ARTICLE VIII

##### BYLAWS

The Board of Directors shall adopt Bylaws consistent with these Articles of Incorporation. The Bylaws may be altered, amended or repealed when such is approved by 71% of the Board of Directors.

#### ARTICLE IX

##### INCORPORATORS

The name and address of the incorporator is:

Marlene Hammock  
200 Laura Street, Suite 1200  
Jacksonville, Florida 32202

## ARTICLE X

### INDEMNIFICATION OF OFFICERS AND DIRECTORS

Indemnification of directors, officers, employees and agents of the Association shall be to the full extent permitted by the Florida General Corporation Act, Chapter 607, and the Florida Not for Profit Corporation Act, Chapter 617, Florida Statutes, or any successor chapters.

## ARTICLE XI

### REGISTERED OFFICE AND AGENT

The street address of the registered office of this Corporation is 767 Blanding Blvd., Suite 112, Orange Park, Florida 32065 and the name of the registered agent at this address is Phillip Wickham, Licensed Community Association Manager, Byers Properties, Inc.


## ARTICLE XII

### DISSOLUTION OF THE ASSOCIATION

- (a) Upon dissolution of the Association, all of its assets remaining after provision for creditors and payment of all costs and expenses of such dissolution shall be distributed in the following manner:
1. Dedication to any applicable municipal or other governmental authority of any assets of the Association determined by the Board of Directors of the Association to be appropriate for such dedication and which the authority is willing to accept.
  2. Remaining assets shall be distributed among the Members, each Members share of the assets being based upon a fraction, the numerator of which is all amounts assessed by the Association since its organization against the Lot or Dwelling Unit which is owned by the Member at that time, and the denominator of which is the total amount (excluding penalties and interest) assessed by the Association against all Lots or Dwelling Units which at the time of dissolution are part of the Development. The year of dissolution shall count as a whole year for the purposes of the preceding fractions.

(b) The Association may be dissolved upon a resolution to that affect being approved, by three-fourths (3/4) of the Association Membership and, if such decree be necessary at the time of dissolution, after receipt of an appropriate decree as set forth in Florida Statute Section 617.05 or statute of similar import.

IN WITNESS WHEREOF, the said incorporator has executed these amended Articles of Incorporation this 26<sup>th</sup> day of Feb. 2020.

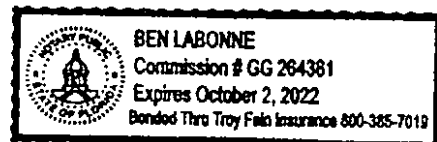
  
Emory Larimore - President

STATE OF FLORIDA

COUNTY OF CLAY

The foregoing was acknowledged before me this 26<sup>th</sup> day of February 2020 2020, by EMORY LARIMORE, President of HIBERNIA PLANTATION HOMEOWNERS ASSOCIATION, INC., a Florida not-for-profit corporation. [ ] He is personally known to me or [  ] has provided Florida Drivers License as identification.

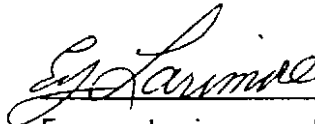




CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED

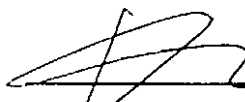
In compliance with Section 48.091, Florida Statutes, the following is submitted:

That Hibernia Plantation Homeowners Association, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at, 767 Blanding Blvd., Suite 112, Orange Park, Florida has named Phillip Wickham, Licensed Community Association Manager for Byers Properties, Inc. as its agent to accept service of process within Florida.

  
\_\_\_\_\_  
Emory Larimore - President

2/26/2020  
\_\_\_\_\_  
Date

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate Phillip Wickham, Licensed Community Association Manager for Byers Properties, Inc. hereby agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties.

  
\_\_\_\_\_  
Phillip Wickham – Registered Agent

2/26/20  
\_\_\_\_\_  
Date

The date of each amendment(s) adoption: \_\_\_\_\_, if other than the date this document was signed.

Effective date if applicable: \_\_\_\_\_  
(no more than 90 days after amendment file date)

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

**Adoption of Amendment(s) (CHECK ONE)**

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

Dated 4/13/2020

Signature *By Larimore*

(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)

EMOY LARIMORE  
(Typed or printed name of person signing)

PRESIDENT  
(Title of person signing)