

N95000000248

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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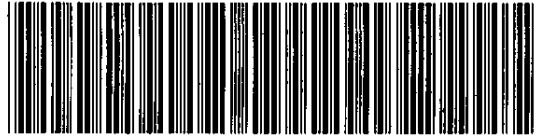
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TALLAHASSEE, FLORIDA

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GELFAND & ARPE, P.A.

ATTORNEYS AT LAW
REGIONS FINANCIAL TOWER
1555 PALM BEACH LAKES BLVD
SUITE 1220
WEST PALM BEACH, FL 33401

(561) 655-6224
FACSIMILE (561) 655-1361
www.gelfandarpe.com

MICHAEL J. GELFAND*
MARY C. ARPE

ILISA L. CARLTON
TANIQUE G. LEE
CONRAD M. MAPP

* BOARD CERTIFIED REAL ESTATE LAWYER

BY APPOINTMENT

COMPSON FINANCIAL CENTER
980 NORTH FEDERAL HIGHWAY
SUITE 434
BOCA RATON, FL

REPLY TO WEST PALM BEACH

November 23, 2009

Cheryl Coulliette
Regulatory Specialist
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

**Re: Southpointe Homeowner's Association at River Bridge, Inc.
/Document No.: N95000000248 (Amended and Restated Articles of
Incorporation of Southpointe Homeowner's Association at River Bridge, Inc.)**

Dear Ms. Coulliette:

Enclosed is the Amended and Restated Articles of Incorporation of Southpointe Homeowner's Association at River Bridge, Inc. and a copy of your November 2, 2009 letter.

Thank you for your patience and assistance. Pursuant to your instructions, the incorporator page is removed, and an executed registered agent page and Certificate of Adoption executed by the President and Secretary are attached.

Your office is in possession of Southpointe HOA at RB check number 001156 payable to the Florida Department of State in the amount of \$35.00. Please note, this is not South Point Homeowners Association, Inc. with Ref. Number: N99000003974.

Of course, if you have any questions or suggestions, then please do not hesitate to contact me.

Very truly yours;


Tanique G. Lee
For the Firm

TGL\

Enclosures

cc: Southpointe Homeowner's
Association at River Bridge, Inc.

GELFAND & ARPE, P.A.

ATTORNEYS AT LAW
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* BOARD CERTIFIED REAL ESTATE LAWYER

BY APPOINTMENT

COMPSON FINANCIAL CENTER
980 NORTH FEDERAL HIGHWAY
SUITE 434
BOCA RATON, FL

REPLY TO WEST PALM BEACH

October 28, 2009

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

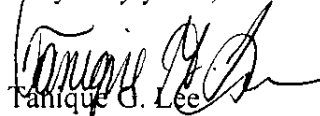
**Re: Southpointe Homeowner's Association at River Bridge, Inc.
/ First Articles of Amendment to the Articles of Incorporation**

Dear Sir/Madame:

Enclosed are the original First Articles of Amendment to the Articles of Incorporation of Southpointe Homeowner's Association at River Bridge, Inc. and Southpointe HOA at RB check number 001156 payable to the Florida Department of State in the amount of \$35.00, filing fees.

Of course, if you should have any questions or suggestions, then please do not hesitate to contact me.

Very truly yours,


Tanique G. Lee
For the Firm

TGLA

Enclosure

cc: Southpointe Homeowner's Association at River Bridge, Inc.

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 2, 2009

GELFAND & ARPE, PA
TANIQUE G. LEE
1555 PALM BEACH LAKES BLVD., STE1220
WEST PALM BEACH, FL 33401

SUBJECT: ~~SOUTH POINT HOMEOWNERS ASSOCIATION, INC.~~

Ref. Number: ~~N99000003974~~

N95006000248

We have received your document for SOUTH POINT HOMEOWNERS ASSOCIATION, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

You will need to remove the last page from your documents since it does not apply to the amendment being done now. The date given on that page is 1994, the corporation was filed originally in 1999.

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

There is no provision in chapter 617, Florida Statutes, for an incorporator to amend a nonprofit corporation -- the proper form setting forth the requirements for filing a nonprofit amendment is attached.

Please file the document as either Articles of Amendment or Restated Articles of Incorporation pursuant to applicable Florida Statutes.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6903.

Cheryl Coultette
Regulatory Specialist II

Letter Number: 709A00034556

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RECEIVED
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
SOUTHPOINTE HOMEOWNERS' ASSOCIATION AT RIVER BRIDGE, INC.

FILED
2009 NOV 30 P 2:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME AND PRINCIPAL PLACE OF BUSINESS

The name of this corporation shall be Southpointe Homeowner's Association at River Bridge, Inc., hereinafter referred to as the "Association," and its duration shall be perpetual. The principal office of the Association shall initially be located at:

3300 PGA Boulevard, Suite 900
Palm Beach Gardens, Florida 33410

ARTICLE II

PURPOSE

The Association is organized to protect the value of the property of the Members of the Association, to exercise all the powers, and privileges, and to perform all of the duties and obligations of the Association as defined and set forth in that certain Declaration of Covenants, Conditions and Restrictions for Southpointe Homeowner's Association at River Bridge, Inc. (the "Declaration") recorded in the office of the Clerk of the Circuit Court in and for Palm Beach County, Florida, as amended from time to time, including the establishment and enforcement of payment of charges and assessments contained therein, and to engage in such other lawful activities as may be to the mutual benefit of the Members and their property. All terms used herein that are defined in the Declaration shall have the same meaning as in the Declaration.

ARTICLE III

POWERS AND DEFINITIONS

Section 1. Common Law and Statutory Powers. The Association shall have all of the common law and statutory powers of a corporation not-for-profit, including but not limited to those powers set forth and described in Chapter 617, Florida Statutes, as amended, together with, or as limited by, those powers conferred on the Association by the Declaration, these Articles and the By-Laws of the Association, as amended. The Association shall have all of the powers reasonably necessary to implement its purpose, and to enforce by legal means the provisions of the Declaration, these Articles, the By-Laws and the Rules.

Section 2. Limitations. The powers of the Association shall be subject to and be exercised in accordance with the provisions of the Declaration.

Section 3. Funds and Title to Properties. All funds and title to all properties acquired by the Association and the proceeds thereof shall be held only for the benefit of the Members in accordance with the provisions of the Declaration.

Section 4. Definitions. The definitions of terms in the Declaration, as amended from time to time, shall apply to terms in this instrument.

ARTICLE IV

MEMBERSHIP AND VOTING RIGHTS

Membership and voting rights shall be as set forth in the Declaration and By-Laws.

ARTICLE V

BOARD OF DIRECTORS

The affairs of the Association shall be managed by a Board of Directors. The Board shall consist of not less than three (3) or more than seven (7) Directors each of whom shall be the Owner of a Lot and shall be selected and shall serve as provided in the By-Laws.

ARTICLE VI

OFFICERS

The Officers shall consist of a President, Vice President, Secretary and Treasurer. Each shall be selected and shall serve as provided in the By-Laws.

ARTICLE VII

INDEMNIFICATION OF OFFICERS AND DIRECTORS

Every Officer and Director of the Association shall be indemnified by the Association as provided in the Declaration.

ARTICLE VIII

REGISTERED AGENT AND REGISTERED OFFICE

The name of the initial registered agent and address of the initial registered office shall be

Mathew P. Saitta

3300 PGA Boulevard
Palm Beach Gardens, FL 33410

ARTICLE IX

INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation is:

Mathew P. Saitta

3300 PGA Boulevard
Palm Beach Gardens, FL 33410

ARTICLE X

BY-LAWS

The By-Laws of the Association may be adopted, amended, altered or rescinded as provided therein; provided, however, that at no time shall the By-Laws conflict with these Articles of Incorporation or the Declaration.

ARTICLE XI

AMENDMENTS

Section 1. Alteration, amendment or rescission of these Articles shall be proposed and adopted in the following manner:

(a) The Board shall adopt a resolution setting forth the proposed amendment and directing that it be submitted to a vote at a meeting of the Members, which may be either at the annual or a special meeting, or adoption by written consent.

(b) Written notice setting forth a proposed amendment or a summary of the changes to be effected thereby shall be given to each Member entitled to vote thereon, which meeting may not occur less than ten (10) days, nor later than sixty (60) days, from the giving of notice.

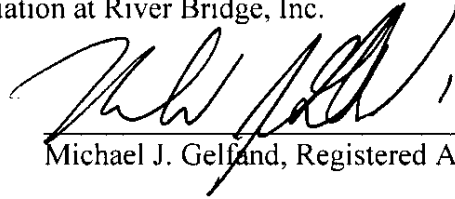
(c) At such meeting of the Members, a vote of the Members entitled to vote thereon, as provided in the Declaration, shall be taken on the proposed amendment. The proposed amendment shall be adopted upon receiving the affirmative vote of those holding a majority of all of the Members' voting interests.

(d) Alternatively, an amendment may be submitted to the members and approved by the written consent of those holding a majority of all of the Members' voting interests.

Section 2. Any number of amendments may be submitted to the Members for approval at any one time.

ACCEPTANCE BY REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for Southpointe Homeowner's Association at River Bridge, Inc.

 11/23/09
Michael J. Gelfand, Registered Agent

CERTIFICATE OF ADOPTION

FIRST: The name of the corporation is: **Southpointe Homeowner's Association at River Bridge, Inc.**

SECOND: The corporation adopted amendments to its Articles of Incorporation, specifically adopting Amended and Restated Articles of Incorporation as set forth in the attachment.

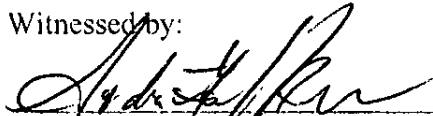
THIRD: The date of adoption of the amendments by the corporation's board of directors was September 22, 2009.

FOURTH: The date of adoption of the amendments by the corporation's members was October 13, 2009 and the number of votes cast for the amendment was sufficient for approval.

DATED this 19th day of November, 2009.


Witnessed by:

Southpointe Homeowner's Association at River Bridge, Inc.


Print Name Andrea Folkes-Hinds

By: 

Howard Reich, President


Print Name Odemarys Ramirez

By: 

Jules Erwin, Secretary

STATE OF FLORIDA)

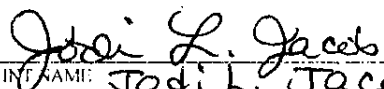
)

[CORPORATE SEAL]

COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 19th day of November, 2009 by Howard Reich and Jules Erwin, the President and Secretary, respectively of Southpointe Homeowner's Association at River Bridge, Inc. who are personally known to me or who have produced _____ as identification and who did not take an oath.




PRINT NAME: Jodi L. Jacob
Notary Public, State of Florida

Serial Number: DD533509

My commission expires: 3-27-2010