

718254

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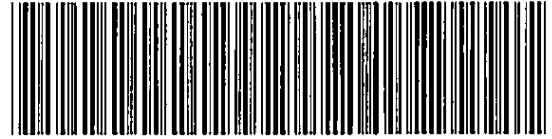
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CLERK OF SUPERIOR COURT
JANUARY 1, 1994

A. RAMSEY
MAR 28 2023

Advanced Incorporating Service

1317 California Street
P.O. Box 20396
Tallahassee, FL 32316

Phone: 850-222-CORP
Fax: 850-575-2724
Email: wlopez@aisincfl.com
Website: www.aisincfl.com

<small>NAME OF ENTITY</small> <i>First South Village</i> <i>Association, Inc.</i>	FOR OFFICE USE ONLY

PICK ONE:

___ CERTIFIED COPY ☒ PHOTOCOPY ___ C.U.S.

FILING:

___ CORPORATION ___ LLC ___ LIMITED PARTNERSHIP ___ GENERAL PARTNERSHIP
___ FICTITIOUS NAME ___ SERVICEMARK/TRADEMARK ☒ AMENDMENT
___ FOREIGN QUALIFICATION ___ JUDGMENT LIEN
___ OTHER _____

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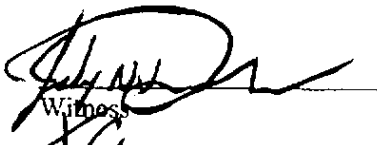
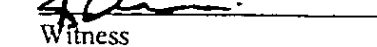
ARTICLES OF AMENDMENT
FOR THE
ARTICLES OF INCORPORATION
OF
FIRST SOUTH VILLAGE ASSOCIATION, INC.
HEREAFTER KNOWN AS
SOUTH VILLAGE CONDOMINIUM ASSOCIATION, INC.
A NON-PROFIT CORPORATION

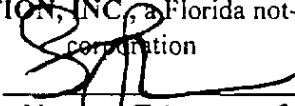
WE HEREBY CERTIFY that the attached amendments to the Articles of Incorporation for First South Village Association, Inc. (to be known hereafter as "South Village Condominium Association, Inc."), all such amendments as attached as Exhibit "A" hereto and incorporated herein by reference, were approved by the Board of Directors at a duly called Board meeting held on December 7, 2022, and by the requisite number of voting interests of the Condominium at a duly noticed membership meeting initially held on December 29, 2022 and reconvened on February 9, 2023.

Executed in Vero Beach, Indian River County, Florida, this 10 day of March, 2023.

Signed, sealed and delivered
in the presence of:

FIRST SOUTH VILLAGE ASSOCIATION, INC., now
known as SOUTH VILLAGE CONDOMINIUM
ASSOCIATION, INC., a Florida not-for-profit
corporation

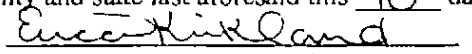

Witness

Witness

By 
Print Name: Susan Cunningham
Title: President

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

I hereby certify that on this day, before me, an officer duly authorized appeared Susan Cunningham who provided personally known, who acknowledge that he/she is the President of FIRST SOUTH VILLAGE ASSOCIATION, INC., and that he/she acknowledged executing the foregoing Amendment in the presence of two subscribing witnesses freely and voluntarily under authority duly vested in him/her by said Association, and that the seal affixed thereto is the true seal of said Association.

Witness my hand and official seal in the county and state last aforesaid this 10 day of March, 2023.


Printed name: Erica Kirkland
Notary Public



**AMENDMENTS
TO
ARTICLES OF INCORPORATION
OF
FIRST SOUTH VILLAGE ASSOCIATION, INC.
HEREAFTER KNOWN AS
SOUTH VILLAGE CONDOMINIUM ASSOCIATION, INC.**

A NON-PROFIT CORPORATION

- 1. Amendment to the title of the Articles of Incorporation for First South Village Association, Inc., as follows:**

**AMENDED
ARTICLES OF INCORPORATION
OF
FIRST-SOUTH VILLAGE CONDOMINIUM ASSOCIATION, INC.**

- 2. Amendment to Article I of the Articles of Incorporation for First South Village Association, Inc., as follows:**

The name of the proposed corporation shall be:

**FIRST-SOUTH VILLAGE CONDOMINIUM ASSOCIATION, INC.
(a condominium association).**

- 3. Amendment to Article II of the Articles of Incorporation for First South Village Association, Inc., as follows:**

II

The purposes and objects of the corporation shall be to administer the operation and management of SOUTH VILLAGE, MODULE I, a condominium consisting of ten (10) Private Dwelling Units, and SOUTH VILLAGE, MODULE II, a condominium consisting of ten (10) Private Dwelling Units, to be established in accordance with the laws of the State of Florida upon real property situate, lying and being in Indian River Shores, Florida, and to undertake the performance of the acts and duties incident to the administration of the operation and management of said SOUTH VILLAGE, MODULE I and SOUTH VILLAGE, MODULE II, in accordance with the terms, provisions, conditions and authorizations contained in these Articles of Incorporation and which may be contained in the formal Declarations of Condominium which will be recorded in the public records of Indian River County, Florida, at the time said property, and the improvements now or hereafter situate thereon, are submitted to a plan of Condominium ownership; and to own, operate, lease, sell, trade and otherwise deal with such property, whether real or personal, as may be necessary or convenient in the administration of said SOUTH VILLAGE, MODULE I and SOUTH VILLAGE, MODULE II. The corporation shall be conducted as a non-profit organization for the benefit of its members.

4. Amendment to Article III, Section 2., of the Articles of Incorporation for First South Village Association, Inc., as follows:

2. The corporation shall have all of the powers reasonably necessary to implement and effectuate the purposes of the corporation, including but not limited to the following:

(a) To make and establish reasonable rules and regulations governing the use and maintenance standards of PRIVATE DWELLINGS, COMMON PROPERTY and LIMITED PROPERTY in SOUTH VILLAGE, MODULE I and SOUTH VILLAGE, MODULE II, as said terms may be defined in said Declarations of Condominium to be recorded.

(b) To levy and collect assessments against members of the corporation to defray expenses of maintenance and repair and other expenses incurred in accomplishing purchase of the Condominium as may be provided in said Declarations of Condominium and in the By-Laws of this corporation which may be hereafter adopted, including the right to levy and collect assessments for the purposes of acquiring, operating, leasing, managing and otherwise trading and dealing with such property, whether real or personal, including PRIVATE DWELLINGS in SOUTH VILLAGE, MODULE I and SOUTH VILLAGE, MODULE II, and in accomplishing the purposes set forth in said Declarations of Condominium.

(c) To maintain, repair, replace, operate and manage SOUTH VILLAGE, MODULE I and SOUTH VILLAGE, MODULE II, and the property comprising the same, including the right to reconstruct improvements after casualty and to make further improvement of the Condominium property.

(d) To contract for the management of SOUTH VILLAGE, MODULE I, and to delegate to a manager or managing corporation under such contract all of the powers and duties of the Association except those which may be required by the Declarations of Condominium to have approval of the Board of Directors or membership of the corporation.

(e) To enforce the provisions of said Declarations of Condominium, these Articles of Incorporation, the By-Laws of the corporation which may be hereafter adopted, and the rules and regulations governing the use of said SOUTH VILLAGE, MODULE I and SOUTH VILLAGE, MODULE II, as same may be hereafter established.

(f) To exercise, undertake and accomplish all of the rights, duties and obligations which may be granted to or imposed upon the corporation pursuant to the Declarations of Condominium aforesaid.

5. **Amendment to Article IV, of the Articles of Incorporation for First South Village Association, Inc., as follows:**

IV

The qualification of the members, the manner of their admission to membership and termination of such membership, and voting by members shall be as follows:

1. The owners of all PRIVATE DWELLINGS in SOUTH VILLAGE, MODULE I and SOUTH VILLAGE, MODULE II, shall be members of the corporation, and no other persons or entities shall be entitled to membership except as provided in item (5) of Article IV and as provided in Article VIII.

2. Membership shall be established by the acquisition and recording evidence of fee title to a PRIVATE DWELLING in SOUTH VILLAGE, MODULE I and SOUTH VILLAGE, MODULE II, or by acquisition and recording evidence of a fee ownership interest therein, whether by conveyance, devise, judicial decree or otherwise, and the membership of any party shall be automatically terminated upon his being divested of all title to or his entire fee ownership interest in any PRIVATE DWELLING, except that nothing herein contained shall be construed as terminating the membership of any party who may own two or more PRIVATE DWELLINGS, or who may own a fee ownership interest in two or more PRIVATE DWELLINGS, so long as any such party shall retain title to or a fee ownership interest in any PRIVATE DWELLING.

3. The interest of a member in the funds and assets of the corporation cannot be assigned, hypothecated or transferred in any manner, except as an appurtenance to his PRIVATE DWELLING. The funds and assets of the corporation shall belong solely to the corporation subject to the limitation that the same be expended, held or used for the benefit of the membership and for the purposes authorized herein, in the Declarations of Condominium, and in the By-Laws which may be hereafter adopted.

4. On all matters on which the membership shall be entitled to vote, there shall be only one vote for each PRIVATE DWELLING in SOUTH VILLAGE, MODULE I and SOUTH VILLAGE, MODULE II, which vote may be exercised or cast by the owner or owners of each PRIVATE DWELLING in such manner as may be provided in the By-Laws hereafter adopted by the corporation. Should any member own more than one PRIVATE DWELLING, such member shall be entitled to exercise or cast as many votes as he owns PRIVATE DWELLINGS, in the manner provided by said By-Laws. The votes of members of the corporation shall be weighted, and each PRIVATE DWELLING shall be entitled to a vote in the affairs of the corporation according to the following schedule:

a. For votes limited to the owners of PRIVATE DWELLINGS in SOUTH VILLAGE, MODULE I for matters specific only to said SOUTH VILLAGE, MODULE I, the weighted votes shall be as follows:

Private Dwelling Number	Percentage of Ownership
101	9.87%
102	9.87%
103	9.87%
104	9.87%
105	9.87%
106	9.87%
121	9.25%
122	9.25%
131	11.14%
132	11.14%
	100.00%

b. For votes limited to the owners of PRIVATE DWELLINGS in SOUTH VILLAGE, MODULE II for matters specific only to said SOUTH VILLAGE, MODULE I, the weighted votes shall be as follows:

<u>Private Dwelling Number</u>	<u>Percentage of Ownership</u>
<u>201</u>	<u>8.94%</u>
<u>202</u>	<u>8.94%</u>
<u>203</u>	<u>8.94%</u>
<u>204</u>	<u>8.94%</u>
<u>205</u>	<u>8.94%</u>
<u>206</u>	<u>8.94%</u>
<u>221</u>	<u>10.03%</u>
<u>222</u>	<u>10.03%</u>
<u>231</u>	<u>13.15%</u>
<u>232</u>	<u>13.15%</u>
	<u>100.00%</u>

c. For votes of the entire ASSOCIATION by all of the owners of PRIVATE DWELLINGS in both SOUTH VILLAGE, MODULE I and SOUTH VILLAGE, MODULE II, the weighted votes shall be as follows:

<u>Private Dwelling Number</u>	<u>Percentage of Ownership</u>
i. <u>SOUTH VILLAGE, MODULE I:</u>	
<u>101</u>	<u>4.935%</u>
<u>102</u>	<u>4.935%</u>
<u>103</u>	<u>4.935%</u>
<u>104</u>	<u>4.935%</u>

<u>105</u>	<u>4.935%</u>
<u>106</u>	<u>4.935%</u>
<u>121</u>	<u>4.625%</u>
<u>122</u>	<u>4.625%</u>
<u>131</u>	<u>5.570%</u>
<u>132</u>	<u>5.570%</u>

Sub-Total: 50.00%

ii. SOUTH VILLAGE, MODULE II:

<u>201</u>	<u>4.47%</u>
<u>202</u>	<u>4.47%</u>
<u>203</u>	<u>4.47%</u>
<u>204</u>	<u>4.47%</u>
<u>205</u>	<u>4.47%</u>
<u>206</u>	<u>4.47%</u>
<u>221</u>	<u>5.015%</u>
<u>222</u>	<u>5.015%</u>
<u>231</u>	<u>6.575%</u>
<u>232</u>	<u>6.575%</u>

Sub-Total: 50.00%

Total Percentage of weighted votes: 100%

5. Until such time as the property described in Article II hereof, and the improvements which may be hereafter constructed thereon, are submitted to a plan of Condominium ownership by the recordation of said Declarations of Condominium, the membership of the corporation shall be comprised of the subscribers to these Articles, each of which subscribers shall be entitled to cast one vote on all matters on which the membership shall be entitled to vote.

6. Amendment to Article VII, of the Articles of Incorporation for First South Village Association, Inc., as follows:

VII

The affairs of the corporation shall be managed by the President of the corporation assisted by the Vice Presidents, if any, Secretary and Treasurer, the Assistant Secretaries and Assistant Treasurers, if any, subject to the directions of the Board of Directors. The Board of Directors, or the President, with the approval of the Board of Directors, may employ a Managing Agent and/or such other managerial and supervisory personnel or entities to administer or assist in the administration of the operation and management of

SOUTH VILLAGE, MODULE I and SOUTH VILLAGE, MODULE II, and the affairs of the corporation, and any such person or entity may be so employed without regard to whether such person or entity is a member of the corporation or a Director or officer of the corporation, or may have Directors or officers in common with the corporation, as the case may be.

7. Amendment to Article VII, of the Articles of Incorporation for First South Village Association, Inc., as follows:

XV

An Amendment or Amendments to these Articles of Incorporation may be proposed by the Board of Directors of the corporation acting upon a vote of the majority of the Directors, or by the members of the corporation owning a majority of the PRIVATE DWELLINGS in SOUTH VILLAGE, MODULE I and SOUTH VILLAGE, MODULE II, whether meeting as members or by instrument in writing signed by them. Upon any Amendment or Amendments to these Articles of Incorporation being proposed by said Board of Directors or members, such proposed Amendment or Amendments shall be transmitted to the President of the corporation or other officer of the corporation in the absence of the President, who shall thereupon call a Special Meeting of the members of the corporation for a date not sooner than twenty (20) days nor later than sixty (60) days from the receipt by him of the proposed Amendment or Amendments, and it shall be the duty of the Secretary to give to each member written or printed notice of such meeting stating the time and place of the meeting and reciting the proposed Amendment or Amendments in reasonably detailed form, which notice shall be mailed or presented personally to each member not less than ten (10) nor more than thirty (30) days before the date set for such meeting. If mailed, such notice shall be deemed to be properly given when deposited in the United States mail, addressed to the member at his post office address as it appears on the records of the corporation, the postage thereon prepaid. Any member may, by written waiver of notice signed by such member, waive such notice, and such waiver when filed in the records of the corporation, whether before or after the holding of the meeting, shall be deemed equivalent to the giving of such notice to such member. At such meeting the Amendment or Amendments proposed must be approved by an affirmative vote of the members owning not less than eight (8) PRIVATE DWELLINGS in SOUTH VILLAGE, MODULE I and not less than eight (8) PRIVATE DWELLINGS in SOUTH VILLAGE, MODULE II, in order for such Amendment or Amendments to become effective. Thereupon, such Amendment or Amendments of these Articles of Incorporation shall be transcribed and certified in such form as may be necessary to register the same in the office of the Secretary of State of the State of Florida, and upon the registration of such Amendment or Amendments

with said Secretary of State, a certified copy thereof shall be recorded in the public records of Indian River County, Florida, within ten (10) days from the date on which the same are so registered. At any meeting held to consider such Amendment or Amendments of these Articles of Incorporation, the written vote of any member of the corporation shall be recognized, if such member is not in attendance at such meeting or represented thereat by proxy, provided such written vote is delivered to the Secretary of the corporation at or prior to such meeting.

Notwithstanding the foregoing, so long as Town Island Builders Corp. shall have the right to select a majority of the Board of Directors of the corporation, or until the said Town Island Builders Corp. shall record evidence of the relinquishment or termination of such right, an Amendment or Amendments to these Articles of Incorporation may be adopted and approved by an affirmative vote of a majority of the Directors of the corporation in order for such Amendment or Amendments to become effective. Thereupon, such Amendment or Amendments of these Articles of Incorporation shall be transcribed and certified in such form as may be necessary to register the same in the office of the Secretary of State of the State of Florida, and upon such registration, a certified copy thereof shall be recorded in the public records of Indian River County, Florida.