

Requestor's Name

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) _____ (Document #) **000002104340--1**
-03/05/97--01004--017
2. _____ (Corporation Name) _____ (Document #) *******35.00 *****35.00**
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- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

SECRET
TALLAHASSEE, FLORIDA
5/11/97 3:00 PM
APPROVED
FILED

Handwritten signature and date: 05/11/97

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 20, 1997

MICHAEL D. MILLHORN
10935 S.E. 177TH PLACE
SUITE 204
SUMMERFIELD, FL 34491

SUBJECT: ORANGE BLOSSOM GARDENS PROPERTY OWNERS'
ASSOCIATION, INC.
Ref. Number: 734394

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

The fee to file articles of amendment is \$35. For each certified copy requested, please add an additional \$52.50.

If you have any questions concerning the filing of your document, please call (904) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 097A00009126

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DIVISION OF CORPORATIONS

McAuliffe
2-3-97

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION

of
PROPERTY OWNERS' ASSOCIATION OF THE VILLAGES, INC.
(Formerly Known as "Orange Blossom Gardens Property Owners' Association
Inc.")

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

Art. I: Name. Change of name to Property Owners' Association of the Villages, Inc. Preamble and Title changed to reflect same.

Art. VI: Principal Address. Changed to reflect the address of the current President, as well as noting that the address changes each year with the President. Includes mailing address.

Art. VIII: Directors. Changes minimum number of directors from five to nine.

Signatures of officers differs than original to reflect current officers.

Re-executed acceptance of Registered Agent for newly amended corp.

SECOND: The date of adoption of the amendment(s) was: January 15, 1997

THIRD: Adoption of Amendment (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.

PROPERTY OWNERS' ASSOCIATION OF THE VILLAGES, INC. (formerly Orange Blossom Gardens Property Owners' Association)

Corporation Name

Dorothy I. Ho'kr

Signature of Chairman, Vice Chairman, President or other officer

Dorothy I. Ho'kr

Typed or printed name

President

Title

2/11/97
Date

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PROPERTY OWNERS' ASSOCIATION OF THE VILLAGES, INC.
(Formerly known as "Orange Blossom Gardens Property Owners' Association, Inc.")**

The undersigned, the duly elected officers of the corporation, hereby execute and acknowledge these Articles of Amendment to the Articles of Incorporation, amending in their entirety the Articles of Incorporation dated November 20, 1975, and amended on April 19, 1989 and July 20, 1994, both the original Articles and the Amendments having been filed with the offices of the Secretary of State, State of Florida. This Amendment has been approved by the Board of Directors on January 7, 1997, and having been consented to in writing by a majority of the members of the corporation entitled to vote in accordance with Article VII, on January 15, 1997.

ARTICLE I. NAME

The name of the corporation shall be the PROPERTY OWNERS' ASSOCIATION OF THE VILLAGES, INC. Any and all assets, liabilities, interests, actions, ownership, and decisions made by this corporation under its previous name, ORANGE BLOSSOM GARDENS PROPERTY OWNERS' ASSOCIATION, INC., shall belong to and become incorporated with the present name of the corporation.

ARTICLE II. PURPOSE AND POWERS

The general provisions for which the corporation is organized are to promote the welfare, safety, communication and enjoyment of and among the residents of "The Villages of Lake-

Sumter", to engage in activities which are necessary, suitable, or convenient for the accomplishment of that purpose, or which are incidental thereto or connected therewith. In addition, the corporation is organized to preserve the value of the residents' property.

The corporation shall have the power to negotiate for, acquire, and operate any recreational facilities or other property exclusively serving "The Villages of Lake-Sumter" on behalf of the owners of lots within the subdivisions that make up "The Villages of Lake-Sumter".

The corporation shall convert the recreational facilities or other property exclusively serving "The Villages of Lake-Sumter" once acquired to a condominium form of ownership, a cooperative form ownership, or other form of ownership. Upon acquisition of the property, the association shall be the entity that creates a condominium or offers condominium parcels for sale or lease in the ordinary course of business, or, if the homeowners choose a different form of ownership, the entity that owns the record interest in the property and that is responsible for the operation of the property.

The corporation shall have the power to transact any and all lawful business for which corporations may be incorporated under Chapters 617, Florida Statutes, and to exercise those powers and duties set forth in Chapter 723, Florida Statutes.

ARTICLE III. QUALIFICATIONS OF MEMBERS AND MANNER OF ADMISSION

The members of the corporation shall consist only of bona fide owners of a home and lot located in the subdivisions formerly known as "Orange Blossom Gardens", but now commonly referred to as "The Villages of Lake-Sumter", who have paid all dues, assessments, and charges required to be a member of the corporation. Such dues, assessments, and charges may be established from time to time by the Board of Directors. [As "The Villages of Lake-Sumter"

continues to expand and develop, in Lake County, Sumter County and Marion County, the Board of Directors is authorized to approve additional platted subdivisions of "The Villages of Lake-Sumter" for membership.]

Members shall be entitled to one (1) vote for each membership unit of the corporation. The manner of exercising voting rights shall be determined by the By-laws of the corporation.

ARTICLE IV. TERM

The term for which the corporation is to exist shall be perpetual. In the event of dissolution of the corporation, no part of the corporation's earnings or assets shall inure to the benefit of any of its members.

ARTICLE V. REGISTERED OFFICE AND AGENT

The street address of the registered office of the corporation is 10935 SE 177th Place, Suite 204, Summerfield, Florida, and the name of the registered agent of the corporation at such address is Michael D. Millhorn.

ARTICLE VI. PRINCIPAL ADDRESS

The principal place of business for the corporation is housed, from year to year, at the address of the current President of the corporation. As of the date of this amendment, the principal place of business for the corporation is 1621 Lauren Lane, Lady Lake, Florida 32159-2123. For mailing purposes and continuity, the corporation will maintain Post Office Box 1657, Lady Lake, Florida 32158-1657 for receiving correspondence.

ARTICLE VII. OFFICERS

The affairs of the corporation shall be managed by the officers whose positions and duties and manner of election are set forth in the By-laws. If a vacancy occurs in any office, it shall be

filled by the Board of Directors.

ARTICLE VIII. DIRECTORS

The Board of Directors of the corporation shall consist of no less than nine (9) directors as determined by the By-laws. Directors shall be elected at the annual meeting of the members in the manner set forth in the By-laws. Directors may be removed and the vacancies shall be filled in the manner set forth in the By-laws.

The Board of Directors shall be members of the corporation.

Other vacancies shall be filled in the manner set forth in the By-laws.

ARTICLE IX. BY-LAWS

The By-laws of the corporation shall be adopted by the Board of Directors and may be amended, altered, or rescinded by the Board of Directors in the manner provided by such By-Laws.

ARTICLE X. AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by statute or in the following manner:

Amendments to the Articles of Incorporation shall first be approved by the Board of Directors then proposed to the members of the corporation, in the manner prescribed in the By-Laws for giving notice to members of the corporation, and approved by the affirmative vote of the majority of votes cast, either by person or by proxy. Delivery of due notice of the vote, the language of the proposed amendment, an explanation of the amendment and a ballot shall constitute due notice as prescribed by the By-Laws.

ARTICLE XI. INDEMNITY

This corporation shall have the power to indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the corporation) by reason of the fact that he is or was a director, officer, employee, or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee, or agent of the corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorney's fees), judgements, fines, and amounts paid in settlement actually and reasonable incurred by him in connection with such action, suit, or proceeding (or any appeal therein) if he acted in good faith and in a manner he reasonably believed to be in, or not opposed to, the best interests of the corporation, and, with respect to any criminal action or proceedings, had no reasonable cause to believe his conduct was unlawful. The termination of any action, suit, or proceeding by judgement, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he reasonably believed to be in, or not opposed to, the best interests of the corporation, and, with respect to any criminal action or proceeding, had reasonable cause to believe that his conduct was unlawful.

This corporation shall have power to indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action or suit by or in the right of the corporation to procure a judgement in its favor by reason of the fact that he is or was a director, officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee, or agent of another corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another partnership,

joint venture, trust or other enterprise against expenses (including attorney's fees) actually and reasonable incurred by him in connection with the defense or settlement of such action or suit appeal therein, if he acted in good faith and in a manner he reasonably believed to be in, or not opposed to, the best interests of the corporation and except that no indemnification shall be made in respect of any claim, issue or matter as to which such person shall have been adjudged to be liable for gross negligence or misconduct in the performance of his duty to the corporation unless and only to the extent that the Court of Chancery of the court in which such action or suit was brought shall determine, upon application, that, despite the adjudication of liability but in view of all the circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses which the Court of Chancery or such other court shall deem proper.

To the extent that a director, officer, employee, or agent of this corporation has been successful on the merits or otherwise in defense of any action, suit, or proceeding referred to in the two (2) preceding paragraphs or in defense of any claim, issue, or matter therein, he shall be indemnified against expenses (including attorney's fees) actually and reasonably incurred by him in connection therewith.

Any indemnification under this article (unless ordered by a court) shall be made by the corporation only as authorized in the specific case upon a determination that indemnification of the director, officer employee, or agent is proper in the circumstances because he has met the applicable standard of conduct set forth in this article. Such determination shall be made (1) by the Board of Directors by a majority vote of a quorum consisting of directors who were not parties to such action, suit, or proceeding, or (2) if such a quorum is not obtainable, or, even if obtainable, a quorum of disinterested directors so directs, by independent legal counsel in a written

opinion, or (3) by the members.

Expenses incurred in defending a civil or criminal action, suit, or proceeding may be paid by the corporation in advance of the final disposition of such action, suit, or proceeding as authorized by the Board of Directors in the specific case upon receipt of an undertaking by or on behalf of the director, officer, employee, or agent to repay such amount unless it shall ultimately be determined that he is entitled to be indemnified by the corporation as authorized in this article.

The indemnification provided by this article shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under any by-law, agreement, vote of members or disinterested directors or otherwise, both as to action in his official capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, administrators of such a person.

This corporation shall have power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee, or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust or other enterprise against any liability asserted against him and incurred by him in any such capacity, or arising out of his status as such, whether or not the corporation would have the power to indemnify him against such liability under the provisions of this article.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Amendment
to Articles of Incorporation this 6 day of February, 1997.

PROPERTY OWNERS' ASSOCIATION OF
THE VILLAGES, INC.

By: Dorothy I. Hokr
Dorothy I. Hokr, President

Attest: Carol Kope
Carol Kope, Secretary

STATE OF FLORIDA
COUNTY OF LAKE

The foregoing instrument was acknowledged before me this 6 day of February, 1997,
by DOROTHY I. HOKR, President, and CAROL KOPE, Secretary, of PROPERTY OWNERS'
ASSOCIATION OF THE VILLAGES, INC., who produced FI drivers licenses as
identification, and executed same.

Michael D. Millhorn
NOTARY PUBLIC

(SEAL)

My Commission Expires:



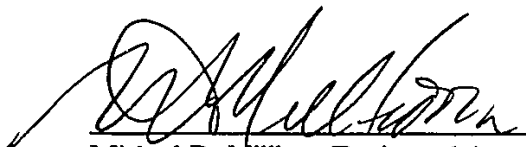
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

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

That PROPERTY OWNERS' ASSOCIATION OF THE VILLAGES, INC., organized under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at Lady Lake, Lake County, Florida, has named Michael D. Millhorn, 10935 SE 177TH Place, Summerfield, Florida 34491, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping open the designated office.


Michael D. Millhorn/Registered Agent