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SECRETARY OF STATE
DIVISION OF CORPORATIONS
17 DEC 22 PM 3:36

DEC 27 2017

D CUSHING

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: St. George Plantation Home Owners Assoc, Inc.
(Name of Surviving Corporation)

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

Karen Rudder
(Contact Person)

St. George Plantation
(Firm/Company)

1712 Magnolia Rd.
(Address)

St. George Island, FL 32328
(City/State and Zip Code)

For further information concerning this matter, please call:

Karen Rudder At (850) 927-2312
(Name of Contact Person) (Area Code & Daytime Telephone Number)

☒ Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is required)

STREET ADDRESS:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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DIVISION OF CORPORATIONS
17 DEC 22 PM 3:36

PLAN OF MERGER
RESORT VILLAGE AUTHORITY, INC. into
ST. GEORGE PLANTATION OWNERS' ASSOCIATION, INC.

WHEREAS, the Resort Village Authority, Inc. ("RVA") was established June 6, 1995, for the purpose of serving as a homeowners association for that certain planned community commonly known as the Resort Village, located on St. George Island, Franklin County, Florida;

WHEREAS, the St. George Plantation Owners' Association, Inc. ("SGPOA") was established August 22, 1977, for the purpose of serving as a homeowners association for that certain planned community commonly known as St. George Plantation, located on St. George Island, Franklin County, Florida.

NOW THEREFORE, SGPOA agrees as follows:

1. **Recitals.** The above-stated recitals are hereby incorporated into this Plan of Merger as if fully restated herein.

2. **Corporation Name.** The names of the merging corporations are Resort Village Authority, Inc. and St. George Plantation Owners' Association, Inc. The name of the surviving entity shall be St. George Plantation Owners' Association, Inc., a Florida not for profit corporation.

3. **Approval of Plan of Merger.** This Plan of Merger must be approved by a majority of the Board of Directors of the SGPOA and a majority of the Board of Directors of the RVA, pursuant to section 617.1103(1)(b), Florida Statutes.

4. **Result of Merger.** All real and personal property, benefits, and obligations of the RVA shall vest to the SGPOA upon the filing of the Articles of Merger with the Florida Department of State, Division of Corporations. Further, all former members of the RVA shall be members of the SGPOA. The SGPOA shall cause a Notice of Merger to be recorded in the Franklin County, Florida Public Records.

There are 7 total Board members. The number of Board members who voted in favor of this Resolution is 6. The number of Board members who voted against this Plan of Merger is 0. The vote of each Director is reflected in the minutes of the meeting at which this Plan of Merger was adopted.

ST. GEORGE PLANTATION OWNERS
ASSOCIATION, INC.

BY: _____

Robert Williams, President

Date: _____

11/20/2017

PLAN OF MERGER
RESORT VILLAGE AUTHORITY, INC. into
ST. GEORGE PLANTATION OWNERS' ASSOCIATION, INC.

WHEREAS, the Resort Village Authority, Inc. ("RVA") was established June 6, 1995, for the purpose of serving as a homeowners association for that certain planned community commonly known as the Resort Village, located on St. George Island, Franklin County, Florida;

WHEREAS, the St. George Plantation Owners' Association, Inc. ("SGPOA") was established August 22, 1977, for the purpose of serving as a homeowners association for that certain planned community commonly known as St. George Plantation, located on St. George Island, Franklin County, Florida.

NOW THEREFORE, RVA agrees as follows:

1. **Recitals.** The above-stated recitals are hereby incorporated into this Plan of Merger as if fully restated herein.

2. **Corporation Name.** The names of the merging corporations are Resort Village Authority, Inc. and St. George Plantation Owners' Association, Inc. The name of the surviving entity shall be St. George Plantation Owners' Association, Inc., a Florida not for profit corporation.

3. **Approval of Plan of Merger.** This Plan of Merger must be approved by a majority of the Board of Directors of the SGPOA and a majority of the Board of Directors of the RVA, pursuant to section 617.1103(1)(b), Florida Statutes.

4. **Result of Merger.** All real and personal property, benefits, and obligations of the RVA shall vest to the SGPOA upon the filing of the Articles of Merger with the Florida Department of State, Division of Corporations. Further, all former members of the RVA shall be members of the SGPOA. The SGPOA shall cause a Notice of Merger to be recorded in the Franklin County, Florida Public Records.

There are 3 total Board members. The number of Board members who voted in favor of this Resolution is 2. The number of Board members who voted against this Plan of Merger is 0. The vote of each Director is reflected in the minutes of the meeting at which this Plan of Merger was adopted.

RESORT VILLAGE AUTHORITY, INC.

BY: _____

Robert Williams, President

Date: _____

11/20/2017

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SECRETARY OF
DIVISION OF CORPORATIONS
17 DEC 22 PM 3:36

ARTICLES OF MERGER

RESORT VILAGE AUTHORITY, INC. ST. GEORGE PLANTATION OWNERS' ASSOCIATION, INC.

Pursuant to Section 617.1101 to 617.1105, Florida Statutes (2017), the undersigned corporations affirm and adopt the following:

1. The Plan of Merger of Resort Village Authority, Inc. and St. George Plantation Owners' Association, Inc., both Florida corporations not-for-profit, has been duly approved, as follows:
 - (a) By majority approval of the Board of Directors of Resort Village Authority, Inc. at a meeting held November 18, 2017.
 - (b) By majority approval of the Board of Directors of St. George Plantation Owners' Association, Inc. at a meeting held November 18, 2017.
2. The surviving corporation shall be St. George Plantation Owners' Association, Inc., a Florida not-for-profit corporation (Document Number: 739955).
3. The merging corporation shall be Resort Village Authority, Inc., a Florida not-for-profit corporation (Document Number: N95000002763).
4. The Plan of Merger adopted by the corporations is attached herewith to these Articles of Merger.
5. The merger shall become effective on January 1, 2018 at 12:01 A.M., or on the date of the Articles of Merger are filed with the Florida Department of State, whichever occurs later.

SIGNATURES ON FOLLOWING PAGES

RESORT VILLAGE AUTHORITY, INC.

Charles R. Shiver
WITNESS 1 CHARLES R. SHIVER
Brenda Ash
WITNESS 2 BRENDA ASH

Robert Williams
ROBERT WILLIAMS
ITS PRESIDENT

STATE OF FLORIDA :
: SS
COUNTY OF FRANKLIN :

The foregoing instrument was acknowledged before me this 20 day of November, 2017, by Robert Williams, ~~as the~~ President of Resort Village Authority, Inc., a not-for-profit corporation. He is personally known to me, or produced _____ as identification, and has taken an oath. If no type of identification is indicated, the above-named person is personally known by me.

My Commission Expires:



Laurie L. Little
Notary Public Signature
Laurie L. Little
Printed Name

ST. GEORGE PLANTATION OWNERS' ASSOCIATION, INC.

Charles R. Shiver
WITNESS 1 CHARLES R. SHIVER
Brendon Ash
WITNESS 2 BRENDON ASH

Robert Williams
ROBERT WILLIAMS
ITS PRESIDENT

STATE OF Florida :
: SS
COUNTY OF Franklin :

The foregoing instrument was acknowledged before me this 20 day of November 2017, by Robert Williams, as the President of St. George Plantation Owners' Association, Inc., a not-for-profit corporation. He is personally known to me, or produced _____ as identification, and has taken an oath. If no type of identification is indicated, the above-named person is personally known by me.

My Commission Expires:



Laurie L. Little
Notary Public Signature
Laurie L. Little
Printed Name

Prepared by and returned to:

Becker & Poliakoff, P.A.
Jay Roberts, Esquire
348 S.W. Miracle Strip Parkway, Suite 7
Fort Walton Beach, FL 32458

**CERTIFICATE OF RECORDING / NOTICE OF MERGER
ST. GEORGE PLANTATION OWNERS' ASSOCIATION, INC.**

WHEREAS, St. George Plantation Owners' Association, Inc., a Florida Corporation not for profit, is the corporate entity responsible for the operation and management of St. George Plantation, a planned community, as more particularly described in the Protective Covenants thereof, recorded at Official Records Book 134, Page 466, Public Records of Franklin County, Florida, *et seq.* (as amended from time to time);

WHEREAS, Resort Village Authority, Inc., a Florida Corporation not for profit, was the corporate entity responsible for the operation and management of Resort Village, a planned community, as more particularly described in the Declaration of Covenants, Conditions, and Restrictions thereof, recorded at Official Records Book 571, Page 661, Public Records of Franklin County, Florida (as amended from time to time);

WHEREAS, on November 18, 2017, Resort Village Authority, Inc. and St. George Plantation Owners' Association, Inc. approved the Plan of Merger:

WHEREAS, said Plan of Merger has been finalized by the filing of Articles of Merger with the Florida Secretary of State, Division of Corporations, which were accepted for filing on November 18, 2017.

NOW THEREFORE, record notice is placed as follows:

1. The above recitations are true and correct.
2. Resort Village Authority, Inc., a Florida corporation not-for-profit, the merging corporation, has merged into St. George Plantation Owners' Association, Inc., a Florida not-for-profit corporation.
3. St. George Plantation Owners' Association, Inc. shall assume all rights, title, and interests to all assets and liabilities of Resort Village Authority, Inc.

ST. GEORGE PLANTATION OWNERS' ASSOCIATION, INC.

Charles R. Utter
WITNESS 1 Charles R. Utter
Brenda Pitt
WITNESS 2 Brenda Pitt

Robert Williams
ROBERT WILLIAMS
ITS PRESIDENT

STATE OF Florida :
COUNTY OF Franklin : SS

The foregoing instrument was acknowledged before me this 20 day of November 2017, by Robert Williams, as the President of St. George Plantation Owners' Association, Inc., a not-for-profit corporation. He is personally known to me, or produced _____ as identification, and has taken an oath. If no type of identification is indicated, the above-named person is personally known by me.

My Commission Expires:



Notary Public Signature:

Laurie L. Little

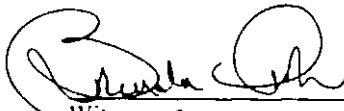
Printed Name: Laurie L. Little

This instrument prepared by:
Jay Roberts, Esq.
Becker & Poliakoff, P.A.
348 Miracle Strip Pkwy, Suite 7
Fort Walton Beach, FL 32548
(850)664-2229

Inst: 201719006081 Date: 12/05/2017 Time: 1:59PM
Page 1 of 3 B: 1207 P: 240, Marcia Johnson, Clerk of Court
Franklin County, By: SM Deputy Clerk


**ST. GEORGE PLANTATION PROTECTIVE COVENANTS
AMENDMENT CERTIFICATE
ST. GEORGE PLANTATION OWNERS' ASSOCIATION, INC.**

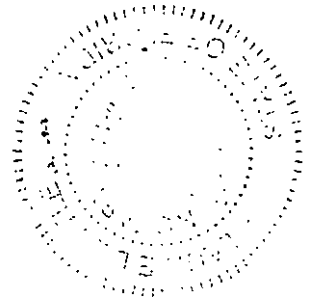
THE UNDERSIGNED, being the duly elected and acting President of St. George Plantation Owners' Association, Inc., a Florida corporation not for profit, does hereby certify that the attached amendment to the St. George Plantation Protective Covenants were approved by the requisite vote of the members on October 21, 2017.


Witness BRENDA ASH


Witness CHARLES A. SHINER

ATTEST:
St. George Plantation Owners' Association, Inc.

By: 
Robert Williams, Its President

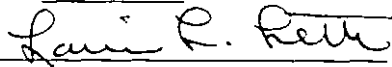


STATE OF Florida

COUNTY OF Franklin

Before me, the undersigned authority appeared Robert Williams, to me personally known or produced _____ as identification, and known to be the President of St. George Plantation Owners' Association, Inc., a Florida non-profit corporation, and acknowledged to and before me that the execution of the foregoing instrument was for the uses and purposes therein stated.

WITNESS my hand and official seal this 20 day of November, 2017.


NOTARY PUBLIC
My Commission Expires: _____



SCHEDULE OF AMENDMENTS

(EXHIBIT A – 2017 AMENDMENT LANGUAGE)

Article III(A), St. George Plantation Protective Covenants

A. Property Subject to this Declaration by Plat or Map.

1. BAY COVE VILLAGE, a subdivision as per map or plat thereof recorded in Plat Book 5, Pages 18 - 19 of the Public Records of Franklin County, Florida;
2. BAY PALM VILLAGE, a subdivision as per map or plat thereof recorded in Plat Book 4, Page 33, of the Public Records of Franklin County, Florida;
3. BAY PINE VILLAGE, a subdivision as per map or plat thereof recorded in Plat Book 4, Page 32, of the Public Records of Franklin County, Florida;
4. BAY VIEW VILLAGE, a subdivision as per map or plat thereof recorded in Plat Book 5, Pages 14 - 15, of the Public Records of Franklin County, Florida;
5. DOLPHIN BEACH VILLAGE, a subdivision as per map or plat thereof recorded in Plat Book 5, Page 13, of the Public Records of Franklin County;
6. HERON BAY VILLAGE, a subdivision as per map or plat thereof recorded in Plat Book 5, Pages 20-21, of the Public Records of Franklin County, Florida;
7. INDIAN BAY VILLAGE, a subdivision as per map or plat thereof recorded in Plat Book 5, Pages 16 - 17, of the Public Records of Franklin County, Florida;
8. NICK'S HOLE, a subdivision as per map or plat thereof recorded in Plat Book 5, Page 36, and Plat Book 5, Page 37 of the Public Records of Franklin County, Florida;
9. OSPREY VILLAGE, a subdivision as per map or plat thereof recorded in Plat Book 5, Pages 6 - 7, of the Public Records of Franklin County, Florida;
10. OYSTER BAY VILLAGE, a subdivision as per map or plat thereof recorded in Plat Book 5, Pages 22 - 23, of the Public Records of Franklin County, Florida;
11. PEBBLE BEACH VILLAGE, a subdivision as per map or plat thereof recorded in Plat Book 4, Pages 34 - 35, of the Public Records of Franklin County, Florida;
12. PELICAN BEACH VILLAGE, a subdivision as per map or plat thereof recorded in Plat Book 5, Page 12, of the Public Records of Franklin County, Florida;
13. PLANTATION BEACH VILLAGE, a subdivision as per map or plat thereof recorded in Plat Book 5, Page 10, of the Public Records of Franklin County, Florida, and Lots 3, 4, and 5 of Plantation Beach Village, the metes and bounds description of which are printed in the middle of page 4 of the Revision and Restatement of St. George Plantation Owners' Protective Covenants filed in the Official Records, Franklin County, Florida, Book 270, at page 154;
14. RESORT VILLAGE, a subdivision as per the map or plat thereof recorded in Plat Book 9, Page 8, of the Public Records of Franklin County, Florida;
15. SANDPIPER VILLAGE, a subdivision as per map or plat thereof recorded in Plat Book 5, Pages 8 - 9, of the Public Records of Franklin County, Florida;
16. SCHOONER LANDING, Lots 1, 2, 3, 4, 5, 6, 7, 8, 18, 19, 20, 21, 22, and 23 as shown on the map or plat thereof recorded in Plat Book 6, Pages 5 and 8, of the Public Records of Franklin County, Florida;
17. SEA DUNE VILLAGE, a subdivision as per map or plat thereof recorded in Plat Book 4, Page 21, of the Public Records of Franklin County, Florida (This subdivision includes Block A & Block B);
18. SEA PALM VILLAGE, a subdivision as per map or plat thereof recorded in Plat Book 4, Page 30, of the Public Records of Franklin County, Florida;

19. SEA PINE VILLAGE, a subdivision as per map or plat thereof recorded in Plat Book 4, Page 28, of the Public Records of Franklin County, Florida;
20. TREASURE BEACH VILLAGE, a subdivision as per map or plat thereof recorded in Plat Book 5, Page 25, of the Public Records of Franklin County, Florida;
21. TURTLE BEACH VILLAGE, a subdivision as per map or plat thereof recorded in Plat Book 4, Pages 36-37, of the Public Records of Franklin County, Florida; and
22. WINDJAMMER VILLAGE, a subdivision as per map or plat thereof recorded in Plat Book 4, Pages 38 - 39, of the Public Records of Franklin County, Florida.

Article III(D), St. George Plantation Protective Covenants

- D. **Resort Village Property.** On August 3, 2016, the Association purchased lots 14 through 20, inclusive, lots 36 through 58, inclusive, and all property designated as "conservation areas" within Resort Village, a subdivision in accordance with the map or plat thereof recorded in Plat Book 9, Page 8, of the Public Records of Franklin County, Florida. All such property has been dedicated to this Declaration. All remaining lots within Resort Village have recorded submissions to the jurisdiction and control of this Declaration. Accordingly all of the Resort Village, graphically described at Plat Book 9, Page 8, of the Public Records of Franklin County, Florida, shall be merged within St. George Plantation. The following described property is not subject to this Declaration, but is subject to the 2004 Resort Village Agreement dated May 18, 2004, some of the provisions of which are incorporated herein:

(Resort Village pre-platted legal description deleted in its entirety)

Article IV(B)(1), St. George Plantation Protective Covenants

1. Each owner of a Lot in the Covered Property shall be a Member of the Association upon the recording of a deed conveying title to such Lot. Each owner of a Resort Village Parcel shall be a ~~Special~~ Member of the Association upon the recording of a deed conveying title to such Parcel. Ownership shall be established by record title. Within five (5) days after transfer of title, the Member or Special Member shall furnish the Association with a copy of the recorded document used to effect such transfer. The contact and billing address for each Member or Special Member shall conclusively be presumed to be the address contained on the document transferring title to the Member or Special Member unless the Member or Special Member furnishes a different address to the Association in writing.

Article IV(J), St. George Plantation Protective Covenants

~~Assessments for Resort Village. Assessments for Resort Village Parcels shall be as follows: Each Resort Village Parcel shall be subject to the levy of annual and special assessments payable to the Association in accordance with the provisions of the 2004 Resort Village Agreement dated May 18, 2004, as same may be amended from time to time. The amount, payment and enforcement of collection of such assessments shall be as set out in said Agreement.~~

(Additions are indicted via underlined text; Deletions are indicated via ~~strikethrough~~ text)