

745955

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(Address)

(Address)

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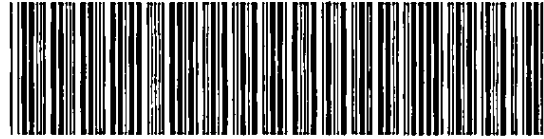
(Business Entity Name)

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JUL 27 2017

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Rainbow Springs Property Owners Association, Inc.

DOCUMENT NUMBER: 745955

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Richard Lemma

(Name of Contact Person)

Rainbow Springs Property Owners Association, Inc.

(Firm/ Company)

P.O. Box 3389

(Address)

Dunnellon, FL 34430

(City/ State and Zip Code)

PROPOA@AOL.COM

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Burton Eno

352

465-2828

(Name of Contact Person)

(Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|--|--|--|--|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input checked="" type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is
Enclosed) |
|--|--|--|--|

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 17, 2017

RICHARD LEMMA
PO BOX 3389
DUNNELLON, FL 34430

SUBJECT: RAINBOW SPRINGS PROPERTY OWNERS ASSOCIATION, INC.
Ref. Number: 745955

We have received your document for RAINBOW SPRINGS PROPERTY OWNERS ASSOCIATION, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

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) 245-6050.

Rebekah White
Regulatory Specialist II

Letter Number: 017A00014407

**RESTATED ARTICLES OF INCORPORATION
OF
RAINBOW SPRINGS PROPERTY OWNERS ASSOCIATION, INC.**

**ARTICLE I
NAME**

The name of the corporation shall be RAINBOW SPRINGS PROPERTY OWNERS ASSOCIATION, INC., which is hereinafter referred to as "the Association."

**ARTICLE II
PURPOSES AND POWERS**

Section 1. Purpose. The purpose of the Association is to provide for maintenance, preservation and architectural control of the real property defined in Exhibit A to the Rainbow Springs Declaration of Covenants, Conditions, Restrictions and Easements, and to promote the health, safety and welfare of the residents within the Properties. The Association is not organized for profit and no part of the net earnings, if any, shall inure to the benefit of any member or individual person, firm or corporation.

Section 2. Powers. The Association shall have the power to:

(a) Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions, Restrictions and Easements for Rainbow Springs, hereinafter called the "Declaration" applicable to the property and recorded or to be recorded in the Public Records of Marion County, Florida and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

(b) Fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

(c) Acquire, own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;

(d) Borrow money, and with the assent of a majority of the members mortgage, pledge, deed in trust, or hypothecate, any or all of its real or personal property as security for money borrowed or debts incurred;

(e) Dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds of each class of members, agreeing to such dedication, sale or transfer;

(f) To have and to exercise all of the common law and statutory powers of a corporation not for profit which are not in conflict with the terms of these Articles and the Declaration.

**ARTICLE III
MEMBERS**

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot, or Unit, or a purchaser under an Agreement for Deed, as those terms are defined in the Declaration, shall be a member of the Association. The foregoing is not intended to include the persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and not be separated from ownership of any such property.

**ARTICLE IV
VOTING RIGHTS**

Each Member shall have the following voting rights.

(a) Owners of Residential Lots and Family Dwelling Units shall be entitled to one vote for each Residential Lot or Family Dwelling Unit owned. Provided, however, that the construction of a Family Dwelling Unit upon a Residential Lot shall not increase the number of votes for the ownership of such Lot.

(b) Owners of Multi-Family Lots, Public and Commercial Lots and Industrial Lots shall be entitled to one vote such each .5 of an acre contained in such Lot. Provided, however, that in computing the number of votes, each member shall have the area contained in such property rounded off to the nearest .5 of an acre.

(c) Owners of Public and Commercial Units and Industrial Lots shall be entitled to one vote for each 1,500 square feet of area covered by roof, awning, or canopy or similarly protected from the elements (this shall hereafter be called "Covered Area") contained in the unit which he owns; provided, however, that in computing the number of votes such member shall have the square footage of covered area rounded off to the nearest 1,500 square feet.

Notwithstanding any provision to the contrary, the Declarant shall have the right to appoint a majority of the members of the Board of Directors until the earlier to occur of: (i) Declarant's written waiver of this right; or (ii) Declarant's ceasing to hold record title to a minimum of ten (10%) percent of the aggregate Residential, Multi-family, Public and Commercial, and Industrial Lots which comprise the Properties, as those terms are defined in the Declaration of Covenants, Conditions, Restrictions and Easements for Rainbow Springs which has been recorded in Official Records Book 964 at Page 250 of the Public Records of Marion County, Florida, and as same may be further amended from time to time (hereinafter referred to as the "Declaration"). Declarant shall have the right to appoint not less than one (1) member of the Board of Directors until such time as Declarant no longer holds record title to any portion of the Properties. The Members of the Association other than Declarant, shall always have the right to elect one (1) member to the Board of Directors.

When any property entitling the owner to membership as a member of the Association is owned of record in the name of two or more persons or entities, whether fiduciaries, joint tenants, tenants in common, tenants in partnership or any other manner of joint or common ownership, or if two or more persons or entities have the same fiduciary relationship respecting the same property, the votes for such property shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any property.

ARTICLE V MEETINGS OF MEMBERS

The By-Laws of the Association shall provide for an annual meeting of members and may make provision for regular and special meetings of members other than the annual meeting. A quorum for transaction of business at any meeting of the members shall exist if twenty percent (20%) of the total number of members in good standing shall be present at the meeting, in person or by proxy. If the required quorum is not present, another meeting may be called and the required quorum shall be ten percent (10%) of the members in good standing present at the meeting, in person or by proxy, provided however, that so long as the Declarant has a right to a majority of the votes to be cast at a meeting, only the Declarant need be present at a meeting for the election of directors.

ARTICLE VI CORPORATE EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE VII DIRECTORS

Section 1. Management by Directors. The property, business and affairs of the Association shall be managed by a Board of Directors, which shall consist of not less than three nor more than nine persons, but as many persons as the Board shall from time to time determine. A majority of the directors in office shall constitute a quorum for the transaction of business. The By-Laws shall provide for meetings of directors, including an annual meeting.

Section 2. Board of Directors. The names and addresses of the Board of Directors of the Association, who shall hold office for one year from date hereof, and until qualified successors are duly elected and have taken office, shall be as follows:

Burton Eno	9220 SW 193rd Circle, Dunnellon, FL 34432
Mark Eder	8730 SW 197th Court Rd, Dunnellon, FL 34432
Tim Collins	9718 SW 188th Terrace, Dunnellon, FL 34432
Judy Larsen	9160 SW 193rd Circle, Dunnellon, FL 34432
Audrey Strahan	19025 SW 93rd Loop, Dunnellon, FL 34432
Rosalie Adler	8892 SW 192nd Court Rd, Dunnellon, FL 34432
Hugh Lochrane	9184 SW 193rd Circle, Dunnellon, FL 34432
Paul McNamee	19588 SW 86th Lane, Dunnellon, FL 34432
Phil McKinley	9921 SW 196th Ave Road, Dunnellon, FL 34432

Section 3. Election of Members of Board of Directors. Directors shall be elected by the members of the Association at the annual meeting of the membership as provided herein and by the By-Laws of the Association, and the By-Laws may provide for the method of voting in the election and for removal from office of directors. All directors shall be members of the Association residing in the Rainbow Springs development or shall be authorized representatives, officers, or employees of corporate members of the Association provided that such limitations shall not apply to directors elected by the Declarant.

RSPOA Articles of Incorporation

Section 4. Duration of Office. Members elected to the Board of Directors shall hold office until they resign or until the next succeeding annual meeting of members, and thereafter until qualified successors are duly elected and have taken office.

Section 5. Vacancies. If a director elected by the general membership shall for any reason cease to be a director, the remaining directors so elected may elect a successor to fill the vacancy of the unexpired term.

ARTICLE VIII OFFICERS

Section 1. Officers Provided For. The Association shall have a President, a Vice President, a Secretary and a Treasurer, and such other officers as the Board of Directors may from time to time elect.

Section 2. Election and Appointment of Officers. The officers of the Association, in accordance with any applicable provisions of the By-Laws, shall be elected by the Board of Directors for terms of one year and until qualified successors are duly elected and have taken office. The By-Laws may provide for the method of voting in the election, for the removal from office of officers, for filling vacancies, and for the duties of the officers. The President and Vice President shall be directors; other officers may or may not be directors of the Association. If the office of President shall become vacant for any reason, or if the President shall be unable or unavailable to act, any Vice President shall automatically succeed to the office or perform its duties and exercise its powers. If any office other than that of President shall become vacant for any reason, the Board of Directors may elect or appoint an individual to fill such vacancy.

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<u>Office</u>	<u>Name</u>	<u>Address</u>
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ARTICLE IX BY-LAWS

The Board of Directors shall adopt By-Laws consistent with these Articles of Incorporation. Such By-Laws may be altered, amended or repealed by the Board of Directors in the manner set forth in the By-Laws.

ARTICLE X AMENDMENTS

Amendments to these Articles of Incorporation may be made by a majority of the Board of Directors.

ARTICLE XI SUBSCRIBERS

The names and addresses of the subscribers to these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
WILLIAM M. PORTER	3010 Coral Way, Miami, FL 33145
HAROLD D. WHITE	3010 Coral Way, Miami, FL 33145
SCOTT STEPHENS	Route 4, Box 600, Dunnellon, FL 32630

ARTICLE XII REGISTERED AGENT

The name and address of the appointed Registered Agent of the Corporation is:

Richard A. Lemma
21869 SW 83rd Loop
Dunnellon, FL 34431

.....

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Section 2. Powers. The Association shall have the power to:

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(b) Fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

(c) Acquire, own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;

(d) Borrow money, and with the assent of a majority of the members mortgage, pledge, deed in trust, or hypothecate, any or all of its real or personal property as security for money borrowed or debts incurred;

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ARTICLE XII REGISTERED AGENT

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Richard A. Lemma
21869 SW 83rd Loop
Dunnellon, FL 34431

.....

July 5, 2017

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

Immediate upon filing.

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 July 5, 2017

Signature

Burton Eno

(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)

Burton Eno

(Typed or printed name of person signing)

President

(Title of person signing)