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S. PRATHER

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: RAINBOW SPRINGS PROPERTY OWNERS ASSOCIATION, INC.

DOCUMENT NUMBER: 59-1970697

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

Please return all correspondence concerning this matter to the following:

JOSEPH STAYANOFF, ESQ.
(Name of Contact Person)

KAYE BENDER REMBAUM, PL
(Firm/ Company)

855 EAST S.R. 434, SUITE 2209
(Address)

WINTER SPRINGS, FL 32708
(City/ State and Zip Code)

JSTAYANOFF@KBRLEGAL.COM
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

JOSEPH STAYANOFF at 321 236-4401
(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:

- ■ $35 Filing Fee
- ☐ $43.75 Filing Fee & Certificate of Status
- ☐ $43.75 Filing Fee & Certified Copy (Additional copy is enclosed)
- ☐ $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
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Articles of Amendment
to
Articles of Incorporation
of

RAINBOW SPRINGS PROPERTY OWNERS ASSOCIATION, INC.

(Name of Corporation as currently filed with the Florida Dept. of State)

59-1970697

(Document Number of Corporation (if known)

Pursuant to the provisions of section 617.1006, Florida Statutes, this ***Florida Not For Profit Corporation*** adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

______________________________ *The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc."* ***"Company" or "Co." may not be used in the name.***

B. Enter new principal office address, if applicable: ______________________________
(Principal office address MUST BE A STREET ADDRESS)

____

____

C. Enter new mailing address, if applicable: ______________________________
(Mailing address MAY BE A POST OFFICE BOX)

____

____

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent: ______________________________

____
(Florida street address)

New Registered Office Address:

______________________________, Florida ______________
(City) *(Zip Code)*

New Registered Agent's Signature, if changing Registered Agent:
I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

____
Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:
(Attach additional sheets, if necessary)
Please note the officer/director title by the first letter of the office title:
P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change. Mike Jones leaves the corporation. Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

X Change	PT	John Doe
X Remove	V	Mike Jones
X Add	SV	Sally Smith

Type of Action (Check One)	Title	Name	Address
1) ____ Change ____ Add ____ Remove	______	____________________	____________________ ____________________ ____________________
2) ____ Change ____ Add ____ Remove	______	____________________	____________________ ____________________ ____________________
3) ____ Change ____ Add ____ Remove	______	____________________	____________________ ____________________ ____________________
4) ____ Change ____ Add ____ Remove	______	____________________	____________________ ____________________ ____________________
5) ____ Change ____ Add ____ Remove	______	____________________	____________________ ____________________ ____________________
6) ____ Change ____ Add ____ Remove	______	____________________	____________________ ____________________ ____________________

E. <u>If amending or adding additional Articles, enter change(s) here</u>:
(*attach additional sheets, if necessary*). *(Be specific)*

SEE ATTACHED EXHIBIT.

The date of each amendment(s) adoption: NOVEMBER 27, 2023, if other than the date this document was signed.

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 1/20/2025

Signature ____

(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)

BRAD POTTS

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)

ADOPTED AMENDMENTS TO RESTATED ARTICLES OF INCORPORATION OF RAINBOW SPRINGS PROPERTY OWNERS ASSOCIATION, INC.

(additions are indicated by underlining, deletions are indicated by ~~strikethrough,~~ and omitted but unaltered provisions are indicated by ellipses)

Article V of the Restated Articles of Incorporation is hereby amended as follows:

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 virtue of having submitted a ballot~~proxy~~. If the required quorum is not present, another meeting ~~may~~shall 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 virtue of having submitted a ballot~~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 VII, Section 3 of the Restated Articles of Incorporation is hereby amended as follows:

ARTICLE VII
DIRECTORS

. . .

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.

. . .