

769 442

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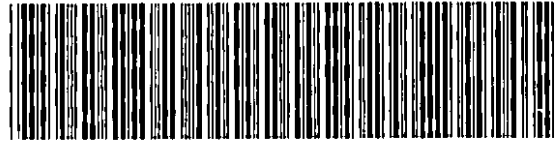
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S TALLENT

AUG 01 2019

SECRETARY OF STATE  
JUL 29 2019 9:41 PM  
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2019 JUL 29 AM 9:41  
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FILED

30

Amended  
Restated

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FLORIDA DEPARTMENT OF STATE  
Division of Corporations

July 30, 2019

CORPORATE ACCESS, INC.  
SOUTHWOOD, A MEDICAL CONDOMINIUM  
ASSOCIATION, INC.

*Corrected*

SUBJECT: SOUTHWOOD, A MEDICAL CONDOMINIUM ASSOCIATION,  
INCORPORATED  
Ref. Number: 769442

We have received your document and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The current name of the entity is as referenced above. Please correct your document accordingly.

PLEASE CORRECT ENTITY NAME THROUGH OUT THE DOCUMENT.

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.

Susan Tallent  
Regulatory Specialist II

Letter Number: 919A00015508

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**CORPORATE  
ACCESS,  
INC.**

*When you need ACCESS to the world*

236 East 6th Avenue, Tallahassee, Florida 32303  
P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666. Fax (850) 222-1666

**WALK IN**

**PICK UP:** 07/29/2019

- ☐ **CERTIFIED COPY** \_\_\_\_\_
- xx** **PHOTOCOPY** \_\_\_\_\_
- ☐ **CUS** \_\_\_\_\_
- xx** **FILING** AMENDMENT / RESTATED

1. SOUTHWOOD, A MEDICAL CONDOMINIUM ASSOCIATION, INC.  
(CORPORATE NAME AND DOCUMENT #)
2. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)
3. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)
4. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)
5. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)
6. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)

**SPECIAL INSTRUCTIONS:**

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**KLEIN & KLEIN, LLC**

Attorneys at Law  
40 Southeast 11<sup>th</sup> Avenue  
Ocala, Florida 34471

PHONE (352) 732-7750  
FAX (352) 732-7754

HARVEY R. KLEIN (1922-2003)  
H. RANDOLPH KLEIN  
FRED N. ROBERTS, JR.  
LAWRENCE C. CALLAWAY, III  
AUSTIN T. DAILEY

**July 26, 2019**

**TO: Registration Section  
Division of Corporation**

**RE: SOUTHWOOD, a Medical Condominium Association, Inc.  
Document Number 769442**

**The attached Amended and Restated Articles of Incorporation and fees are submitted for filing.**

**The following is the email address for the Corporation:**

[ocalarumalla@hotmail.com](mailto:ocalarumalla@hotmail.com)

**For further information concerning this matter, please call**

**Joyce Henry at (352) 732-7750**

2019 JUL 29 AM 9:46  
SECRET  
FILED

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION OF SOUTHWOOD, A MEDICAL  
CONDOMINIUM ASSOCIATION, INCORPORATED**

In compliance with the requirements of Chapter 617 and 718, Florida Statutes, the undersigned, acting as incorporator of this corporation, hereby forms a corporation not for pecuniary profit under the laws of the State of Florida and adopts the following Articles of Incorporation for such corporation:

**ARTICLE 1. NAME**

- 1.1 The name of this corporation shall be "Southwood, a Medical Condominium Association, Incorporated" (hereinafter referred to as the "Association").

**ARTICLE 2. ADDRESS**

- 2.1 The address of the principal office of the Association is 1150 SE 18th Place Ocala, Fl 34471 and the mailing address of the Association is 1150 SE 18th Place Ocala, Fl 34471.

**ARTICLE 3. REGISTERED AGENT**

- 3.1 PRABHAKAR RUMALLA whose address is 1150 SE 18th Place Ocala, Fl 34471 is hereby appointed the initial registered agent of the Association.

**ARTICLE 4. DURATION**

- 4.1 This Association shall exist perpetually, commencing on the date of filing of these Articles with the Florida Department of State.

**ARTICLE 5. PURPOSES**

- 5.1 The Association does not contemplate pecuniary gain or profit, direct or indirect, to the members thereof (hereinafter referred to individually as a "Member" and collectively as "Members"), and the specific purposes for which it is formed are to provide for the maintenance, preservation and architectural control of the Units and Common Elements within the Property (as those terms are defined in the Amended and Restated Declaration of Condominium of Southwood, A Medical Condominium, recorded or to be recorded in the Public Records of Marion County, Florida (the "Declaration") such additional property as may be submitted to the Declaration and brought within the jurisdiction of his Association pursuant to the Declaration to promote the health, safety and welfare of the Owners and residents within the Property and any additions thereto may hereafter be brought within the jurisdiction of the Association. For these purposes the Association shall have the following powers, which, unless indicated otherwise by Declaration or Bylaws, may be exercised by the Board of Directors:

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<sup>1</sup> Unless the context shall otherwise require, words used in these Articles shall have the same meaning as set forth in (i) Chapter 718, Florida Statutes (the "Condominium Act"); or (ii) the Amended and Restated Declaration of Condominium of Southwood, A Medical Condominium, recorded or to be recorded among the Public Records of Marion County, Florida, as supplemented, restated, renewed, extended or amended, from time to time (the "Declaration"), and to which these Articles have been annexed.

residents within the Property and any additions thereto may hereafter be brought within the jurisdiction of the Association. For these purposes the Association shall have the following powers, which, unless indicated otherwise by Declaration or Bylaws, may be exercised by the Board of Directors:

5.1.1. Any and all powers, rights and privileges which a corporation organized under Chapter 617, Florida Statutes, by law may now or hereafter have or exercise;

5.1.2. The powers necessary or desirable to perform all obligations and duties of the Association and to exercise all rights and powers of the Association as set forth in the Declaration or as set forth in the Bylaws, and as the same may be amended from time to time as therein provided including, without limitation, the following:

- a. The rights granted by Chapter 718 Florida Statutes (the "Act");
- b. To fix, levy, collect and enforce the payment of, by any lawful means, all charges of Assessments pursuant to the terms of the Declaration;
- c. To manage, operate, maintain, repair and improve the Common Elements.
- d. 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 property of the Association;
- e. To acquire (by gift, purchase or otherwise), manage, control, own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer dedicate for public use or otherwise disposal of real or personal property subjected to the Declaration or any other property for which the Association by rule, regulation, Declaration or contract has a right or duty to provide such services;
- f. To borrow money, and as provided in the Declaration, Bylaws, or action of the Association, mortgage, pledge, deed in trust or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;
- g. To dedicate, sell or transfer all or any part of the Common Area to any public agency, authority or utility as set forth in the Declaration;
- h. To enter into, make, perform or enforce contracts of every kind and description, and to perform all other acts necessary, appropriate, or advisable in carrying out any purpose of the Association, with or in association with any other association, corporation, or other entity or agency, public or private;
- i. To enforce covenants, conditions, or restrictions affecting any property to the extent the Association may be authorized to do so under the Declaration or Bylaws;

- j. To engage in activities which will actively foster, promote, and advance the interests of owners of real property subject to the Declaration;
  - k. To adopt the Bylaws as may be necessary or desirable for the proper management of the affairs of the Association; provided, however, such Bylaws may be inconsistent with or contrary to any provisions of these Articles of Incorporation or the Declaration; and
  - l. To promulgate or enforce rules, regulations, or agreements to effectuate all of the purposes for which the Association is organized.
- 5.2. The foregoing enumeration of powers shall not limit or restrict in any manner the exercise of other and future rights and powers which may now or hereafter be allowed or permitted by law; and the powers specified in each of the paragraphs of this Article are independent powers, not to be restricted by reference to or interference from the items of any other paragraph or provisions of this Article.

#### ARTICLE 6. MEMBERSHIP

- 6.1 Every Owner of a Unit as defined in the Declaration shall be a Member of the Association.
- 6.2 All Members agree to be bound by the terms and provisions of these Articles and such Bylaws as may be promulgated by the Association from time to time. Membership transfer of Membership, classes of Members and voting by Members shall be as set forth in the Declaration.
- 6.3 Change of Membership in the Association shall be established by recording in the public records of Marion County, Florida, a deed or other instrument establishing a record title to a "Unit" as defined in the Declaration, and the delivery to the Association of a certified copy of such instrument. The Owner designated by such instrument thus becomes a Member of the Association, and the Membership of the prior Owner is terminated with respect to that Unit.
- 6.4 The share of a Member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner except as an appurtenance to the Ownership of a Unit.

#### ARTICLE 7. DIRECTORS

- 7.1 The affairs of the Association shall be managed by a Board of Directors (referred to as a "Board of Administration" in the Condominium Act) consisting of three persons, who need not be Members of the Association.
- 7.2 The Directors named in these Articles shall serve until the first election of Directors, and any vacancies in their number occurring before the first election shall be filled by the remaining Directors, the names and addresses of the initial Directors are as follows:

NAME	ADDRESS
Prabhakar Rumalla	1150 SE 18th Place Ocala, FL 34471

## ARTICLE 8. INCORPORATOR

- 8.1 The name and address of the incorporator is as follows:

NAME	ADDRESS
Prabhakar Rumalla	1150 SE 18th Place Ocala, Fl 34471

## ARTICLE 9. DISSOLUTION OF THE ASSOCIATION

- 9.1 The term of the Association shall be perpetual unless dissolved by vote of all of the Members. (As set forth in the Declaration, each Member voting rights are based upon Ownership Interests).
- 9.2 Upon dissolution, the Association's assets (including any real property and improvements thereon) remaining after payment to creditors and payment of all costs and expenses relating to such dissolution shall be distributed to the following priority:
- 9.2.1. To any municipal or governmental authority which is willing to accept such assets; and if none, then,
- 9.2.2. To the Members in such proportions as they agree upon, or, failing such agreement, in such proportions as are determined by a Court having jurisdiction thereof.

## ARTICLE 10. AMENDMENT

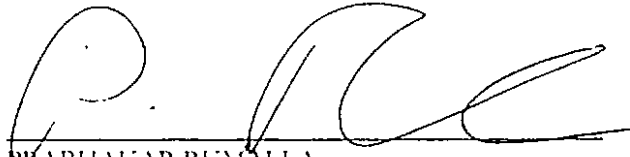
- 10.1. Amendments. These Articles may be amended by a duly executed and recorded instrument approved by the affirmative vote of Members holding at least 67% of the Ownership Interests.

## ARTICLE 11. ACKNOWLEDGMENT REGARDING AMENDMENT AND RESTATEMENT

- 11.1 The effective date of this Amendment and Restatement shall be deemed the date executed as set forth below.
12. This Amendment and restatement was unanimously adopted by the members and the number of votes cast were sufficient for approval.

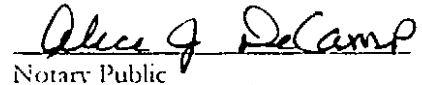
THEREFORE, for the purpose of forming this corporation under the laws of the State of Florida, the undersigned incorporator of this Association has executed these Articles of Incorporation this 9<sup>th</sup> day of July, 2019.



  
PRABHAKAR RUMALLA

STATE OF FLORIDA  
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 9<sup>th</sup> day of July, 2019, by  
PRABHAKAR RUMALLA.



Notary Public

Name: Alice J. DeCamp

(Please Type or Print)

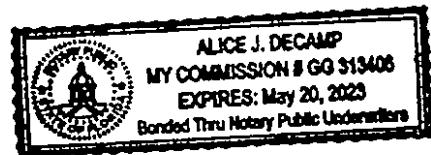
Serial Number: \_\_\_\_\_

Personally Known: ✓

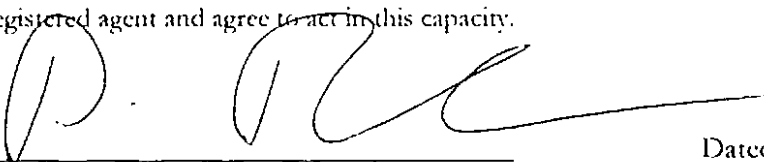
Produced Identification: \_\_\_\_\_

Type: \_\_\_\_\_

My Commission Expires: 5/20/2023



Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

A handwritten signature in black ink, appearing to be 'P. R.', written over a horizontal line.

PRABHAKAR RUMALLA - Registered Agent

Dated: 07/09/2019