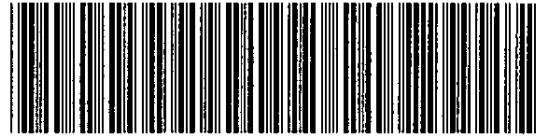


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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: RIVER GARDENS ASSOCIATION, INC.

DOCUMENT NUMBER: _____

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

Please return all correspondence concerning this matter to the following:

GERALD G. DAY

(Name of Contact Person)

(Firm/ Company)

6 SWEETWATER DRIVE

(Address)

PENSACOLA, FL 32514

(City/ State and Zip Code)

For further information concerning this matter, please call:

GERALD G. DAY

(Name of Contact Person)

at (850) 505-4901

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

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Certified Copy
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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

Articles of Amendment
to
Articles of Incorporation
of

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

07 NOV -8 PM 1:16

RIVER GARDENS ASSOCIATION, INC.

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

(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:

NEW CORPORATE NAME (if changing):

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not be used in the name of a not for profit corporation)

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

ARTICLE VI, SECTION 1 — CHANGE MAX. BOARD MEMBERS
FROM 6 TO 7.

ARTICLE IX — AMENDMENTS TO BY-LAWS SHALL BE
PRESENTED IN WRITING TO THE MEMBERSHIP
OF THE CORPORATION "NOT LESS THAN 30 DAYS"
PRIOR TO THE MEETING AT WHICH THEY ARE
VOTED UPON.

ARTICLES OF INCORPORATION
OF
RIVER GARDENS ASSOCIATION, INC.,
a corporation not for profit

We, the undersigned, hereby associate ourselves together for the purpose of becoming incorporated under the laws of the State of Florida, applicable to corporations not for profit, under the following proposed Articles of Incorporation:

ARTICLE I – NAME

The name of the corporation shall be RIVER GARDENS ASSOCIATION, INC., a corporation not for profit.

ARTICLE II – PURPOSE

The aims and purposes of this organization shall be to manage common areas, provide for the common good of the members through the enhancement of the appearance and security of River Gardens neighborhood, administering covenants applicable to property owners, working with various city and county officials for the benefit of the members, providing an opportunity to join together socially, and perform such other duties and assume such other responsibilities required of the RIVER GARDENS ASSOCIATION, INC. if such requirements are shown in the River Gardens Restrictive Covenants, River Gardens First Addition Declaration of Covenants, Conditions, and Restrictions and/or River Gardens Second Addition Declaration of Covenants, Conditions, and Restrictions.

The policies of this corporation shall be in compliance with Section 501(c) (3) of the Internal Revenue Code of 1954. No part of the net earnings of the corporation shall enure to the benefit of any member or any private shareholder or individual and no substantial part of the activities of the corporation shall be to engage in propaganda, or otherwise attempt to influence legislation, and the corporation shall not participate in or intervene in any political campaign on behalf of any candidate for public office.

ARTICLE III – MEMBERSHIP

Section 1. The members of this corporation shall consist of the undersigned subscribers, whose names and addresses are shown below, and such other individuals as may be admitted to membership according to the by-laws adopted by this corporation, which may provide for various classes of membership and which shall define the respective duties and powers of each class.

Section 2. The following persons are hereby declared to meet all of the qualifications of membership of this corporation and shall be and are hereby constituted members of this corporation as of the time of the execution and filing of these Articles of Incorporation in the office of the Secretary of State of the State of Florida:

Julie Holbert
Peg Baldy
Lynn Lovoy
Duncan Roberts

ARTICLE IV – TERM OF EXISTENCE

The corporation shall have perpetual existence.

ARTICLE V – SUBSCRIBERS

The names and addresses of the subscribers of the corporation are as follows:

Julie Holbert
11 Sugarberry Road
Pensacola, FL 32514

Peg Baldy
90 Rockwood Road
Pensacola, FL 32514

Lynn Lavoy
66 Crabapple Lane
Pensacola, FL 32514

Duncan Roberts
54 Crabapple Lane
Pensacola, FL 32514

ARTICLE VI – BOARD OF DIRECTORS

Section 1. The affairs of the corporation shall be managed by a Board of Directors consisting of not less than three (3) and not more than seven (7) members of the corporation elected by all members of the corporation currently qualified to vote.

Section 2. The Directors shall be elected by a majority of the members of the corporation present and voting at the regular scheduled meeting held in October of each year, and those elected shall take office the following January 1st. Nominations and additions to those made by the nominating committee may be made from the floor at the time of the election. In case of other vacancies, the members shall vote by a majority vote to fill any vacancies on the Board of Directors.

Section 3. The number of persons constituting the first Board of Directors shall serve until the first election under these Articles.

Section 4. Directors shall serve without compensation, shall function as active members of the Board, and shall continue to serve until the respective successors have been elected.

Section 5. All members of the Board of Directors of the association shall have equal voting rights and standing and there shall be no separate class of members in the Board of Directors.

Section 6. To qualify to sit on the Board of Directors, a person must be a member of the organization.

Section 7. Each Director shall be entitled to cast one (1) vote at all meetings of the Board of Directors of the Association and no Directors shall be entitled to vote by proxy at any meeting of the Board of Directors unless so authorized by the by-laws of the Association.

Section 8. The following is a list of the initial Board of Directors and their respective addresses:

Julie Holbert
11 Sugarberry Road
Pensacola, FL 32514

Peg Baldy
90 Rockwood Road
Pensacola, FL 32514

Lynn Lavoy
66 Crabapple Lane
Pensacola, FL 32514

Duncan Roberts
54 Crabapple Lane
Pensacola, FL 32514

OFFICERS

Section 1. The Officers of the corporation shall consist of a President, a Secretary, and a Treasurer, who shall at all times be members of the Board of Directors and regular members of the corporation.

Section 2. The Officers shall be elected by the Board of Directors of the corporation at the regular annual meeting held in October of each year, and those elected shall take office the following January 1st. Nominations and additions to those made by the nominating committee may be made from the floor at the time of the election.

Section 3. The names and addresses of the Officers who shall serve until the next election at the annual meeting held in October, 1984, are as follows:

President	Duncan Roberts 54 Crabapple Lane Pensacola, FL 32514
Secretary/Treasurer	Lynn Lavoy 66 Crabapple Lane Pensacola, FL 32514

ARTICLE VIII – MEETINGS

The corporation shall hold meetings on a regular basis as provided in the By-Laws and adopted by the corporation.

ARTICLE IX – AMENDMENTS AND BY-LAWS

The By-Laws of the corporation, amendments to the By-Laws, and amendments to these Articles of Incorporation are to be made, altered, and rescinded by a majority vote of the members of the corporation present and voting at any meeting called for that purpose. Such By-Laws and amendments shall first be presented in writing to the membership of the corporation not less than thirty (30) days prior to the meeting at which they are voted upon.

ARTICLE X – DISTRIBUTION
OF ASSETS UPON DISSOLUTION

Section 1. No person, firm, or corporation shall ever receive any income, dividends, or profits from the undertaking of this corporation and upon dissolution of this corporation, all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations which have qualified for exemption under Section 501(c)(3) of the Internal Revenue Code, or to the Federal Government, or to a state or local government, for a public purpose, and none of the assets will be distributed to any member, officer, or trustee of this corporation.

Section 2. Notwithstanding any other provisions of these Articles, this corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal Income Tax under Section 501 (c) (3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue law, or (b) a corporation who are deductible under Section 170 (c) (2) of the Internal Revenue Code or any other corresponding provision of any future United States Revenue law.

ARTICLE XI – RESIDENT AGENT

Same as originally written, signed by the initial subscribers, and signed and sealed by a Notary Public.

The date of adoption of the amendment(s) was: OCT. 19, 2006

Effective date if applicable: SAME
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (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.

Signature Gerald G. Day
(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.)

GERALD G. DAY
(Typed or printed name of person signing)

PRESIDENT
(Title of person signing)

FILING FEE: \$35