

N04000003955

John L. Suter Ph.D

11613 Rebeccas Cove Ct
Jacksonville, FL 32223

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

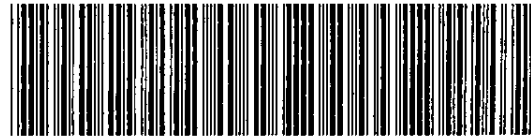
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FILED

Amended
i.
Re stated
Art.

3-2-11
DC



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 16, 2011

JOHN L. SUTER, PH.D, CPA
11613 REBECCAS COVE COURT
JACKSONVILLE, FL 32223

SUBJECT: REBECCAS RAVINE HOMEOWNERS ASSOCIATION, INC.
Ref. Number: N04000003955

We have received your document and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The registered agent must sign accepting the designation.

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) 245-6906.

Darlene Connell
Regulatory Specialist II

Letter Number: 711A00004026

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11 MAR - 1 AM 8:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

John L. Suter, Ph.d.
Certified Public Accountant
11613 Rebeccas Cove Court
Jacksonville, Florida 32223

February 11, 2011

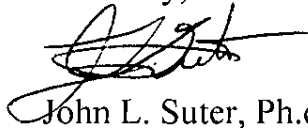
Florida Department of State
Division of Corporations
Corporate Filings
Post Office Box 6327
Tallahassee, Florida 32314

Re: Rebeccas Ravine Homeowners Association, Inc.

Ladies and Gentlemen:

Enclosed is the original copy of the Amended and Restated Articles of Incorporation for filing. Please file the Amended Articles and return a certified copy to me. Enclosed in a check for the filing fees in the amount of \$ 43.75.

Sincerely,



John L. Suter, Ph.d, CPA

Enclosures

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
FOR
REBECCAS RAVINE HOMEOWNERS ASSOCIATION, INC.
A FLORIDA CORPORATION NOT-FOR-PROFIT

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ARTICLE I
AUTHORITY

This corporation not-for-profit is formed under the provisions of Florida Statutes, Chapter 617.

ARTICLE II
DEFINITIONS

Section 2.1 **Articles.**

2.1.1 Original Articles. This means the Articles as filed with the Florida Department of State on April 16, 2004, and all duly adopted amendments.

2.2.2 Amended and Restated Articles. This means the Amended and Restated Articles as filed with the Florida Department of State on _____, 2011, and all duly adopted amendments.

Section 2.2 **Association.** This means Rebeccas Ravine Homeowners Association, Inc.

Section 2.3 **Bylaws.** This means the instrument commemorating the rules for managing the business and regulating the affairs of the Association, as adopted at the organizational meeting for the Association, and all duly adopted amendments.

Section 2.4 **Common Areas.** The common areas are identified in Article II of the Declaration.

Section 2.5 **Developer.** This means A. F. Alan Classic Homes, inc., a Florida corporation, the plat maker and the developer of Rebeccas Ravine. Also, this term includes any transferee or successor in interest to A. F. Alan Classic Homes, Inc. holding the rights of the Developer under the Declaration.

Section 2.6 **Declaration.** This means the Declaration of Covenants, Restrictions and Easements imposed by the Developer upon the record title of Rebeccas Ravine and any duly adopted and recorded amendments to the Declaration.

Section 2.7 **Rebeccas Ravine.** This means a plat of Rebeccas Ravine, according to the plat thereof, recorded in Plat Book 56, Pages 95-95A, and any amended plat of Rebeccas Ravine, recorded in the public records of Duval County, Florida.

Section 2.8 **Lot.** This means any one of the lots shown on the latest amended plat of Rebeccas Ravine.

Section 2.9 **Member.** This term means the persons who have proprietary interests in the Association. This term is interchangeable with the term "Owner" as all owners are required to be members of the Association.

Section 2.10 **Owner.** The means any record owner, whether one or more persons or entities, of a fee simple interest to any of the lots in Rebeccas Ravine, including contract sellers, but excluding those having an interest merely as security for the performance of an obligation.

Section 2.11 **Residence.** This means a detached, single-family residential structure located upon a lot within Rebeccas Ravine.

Section 2.12 **Surface Water or Storm Water Management System.** This means a system which is designed and constructed or implemented to control discharges which are necessitated by rainfall events, incorporating methods to collect, convey, store, absorb, inhibit, treat, use, reuse water to prevent or reduce flooding, over-drainage, environmental degradations, and water pollution or otherwise affect the quantity and quality of discharges.

Section 2.13 **Water Management District.** This means the St. Johns River Water Management District, a Florida public agency, and any successor to that agency.

ARTICLE III **NAME OF CORPORATION**

The name of this corporation shall be Rebeccas Ravine Homeowners Association, Inc., a Florida corporation not-for-profit.

ARTICLE IV **PRINCIPAL OFFICE AND MAILING ADDRESS**

Section 4.1 **Amended Principal Office and Mailing Address.** The street address and the mailing address of the principal office is 11649 Rebeccas Cove Ct., Jacksonville, Florida 32223 and may be changed from time to time by majority vote of the Board of Directors by a filing with the Secretary of State of Florida.

ARTICLE V
PURPOSE AND POWERS OF THE ASSOCIATION

The Association shall operate, maintain, and manage the surface water or storm water management system(s) in a manner consistent with the St. Johns River Water Management District Permit No. 42-031-90039-1 requirements and applicable District rules, and shall assist in the enforcement of the Declaration of Covenants and Restrictions which relate to the surface water or storm water management system. The Association shall levy and collect adequate assessments against members of the Association for the costs of maintenance and operation of the surface water or storm water management system. Additionally, the Association is formed to own and/or manage other common areas within Rebeccas Ravine and to exercise certain powers granted in the Declaration. The Association will have all of the powers provided by law, except as may be limited by the terms of these Articles or the Declaration.

ARTICLE VI
DIRECTORS

The Board of Directors for this Association shall be five (5) persons. The number, election, conduct and removal of directors shall be regulated by the By-Laws. Whenever a vacancy occurs on the Board of Directors, including one resulting from an increase in the number of directors, the vacancy may be filled by a majority of the remaining directors, even if such directors are less than a quorum.

ARTICLE VII
REGISTERED OFFICE AND REGISTERED AGENT

Section 7.1 The street address and name of the current Registered Agent of this Association is as follows:

Charles G. Cobb
11649 Rebeccas Cove Court
Jacksonville, FL 32223

The Registered Agent may be changed from time to time by majority vote of the Board of Directors and by an appropriate notification to the Secretary of State of Florida.

ARTICLE IX
TERM OF CORPORATE EXISTENCE

The term of corporate existence for this Association shall commence as of the time of the filing of these Articles of Incorporation with the Florida Department of State. This corporation shall exist perpetually until terminated as provided by contract or by law.

ARTICLE X
MEMBERSHIP AND VOTING BY MEMBERS

Section 10.1 Membership.

10.1.1 All owners are required to be members of the Association.

10.1.2 All owners automatically become members of the Association at the time they acquire their fee simple interest in the lot.

10.1.3 Membership in the Association runs with the title to the lot and cannot be transferred separately from the title.

10.1.4 Abandonment of ownership of a lot does not discharge the obligations of membership, including payment of assessments.

Section 10.2 Voting Rights.

10.2.1 Subject to the restrictions contained in the Declaration or other governing documents, all members of the Association have voting rights in the Association.

10.2.2 In this instrument and the Declaration and other governing documents for the Association, there will be references to the term "voting interests" or similar language. Unless otherwise expressly stated, there will be only one vote per lot, without regard to the number of owners of the lot, and, therefore, unless otherwise expressly stated, the number of lots will determine the existence of a quorum for the meeting. Where lots are owned by two or more individuals, those individuals must designate one of them in writing to act as agent for all of them in casting the vote for the lot. Where a lot is owned by a legal entity or legal relationship (i.e. a corporation, limited partnership, partnership, limited liability company, etc.), the vote for the lot shall be cast by the person who is designated in writing by the governing body (i.e. the board of directors of a corporation). If a written designation of a representative is not made, then the lot will be counted "as present" for determining a quorum, and the vote of the lot will be cast with the majority.

ARTICLE XI
RESOLUTION OF CONFLICTS BETWEEN DOCUMENTS

In the event of any conflicts between these Articles, the By-laws, and the Declaration, the specific shall control over the general. If that rule is not sufficient to resolve the issue, then the following shall prevail over each other in this order: the Declaration, these Articles, and the By-Laws.

ARTICLE XII
AMENDMENTS AND DISSOLUTION

Section 12.1 Amendments. Amendments to these Articles and the By-laws may be made at any regular or special meeting of the Board of Directors by a majority of the Directors. However, these Articles and the By-laws cannot be amended in any fashion which would be in conflict with the terms of the Declaration. Also, no amendment will be enforceable if it contravenes the permit and the regulations and rules issued by the Water Management District, unless the amendment is approved by that agency.

Section 12.2 Involuntary Dissolution (administrative). The Board of Directors of this Association shall be responsible to immediately reinstate this Association in the event of an administrative, involuntary dissolution because of failure to file annual reports to the Florida Department of State.

Section 12.3 Voluntary Dissolution. The rules governing voluntary dissolution are the same as those governing amendments, as stated in Section 13.1

Section 12.4 Disposition of Assets of This Association Upon Dissolution. If this Association is voluntarily dissolved, by whatever lawful means, and not reinstated, then the assets of this Association shall be dedicated to a public body, or they shall be conveyed to a non-profit organization with similar purposes to this Association.

Section 12.5 Water Management District Approval Upon Dissolution. In the event of termination, dissolution, or final liquidation of this Association, the responsibility for the operation and maintenance of the surface water or storm water management system must be transferred to an accepted by an entity which would comply with Section 40C-42.027, F.A.C., and be approved by the St. Johns River Water Management District prior to such termination, dissolution, or liquidation.

ARTICLE XIII
BY-LAWS

The initial By-laws will be adopted at the organizational meeting. Any amendments must conform to the requirements for amendments of these Articles.

ARTICLE XIV
INDEMNIFICATION OF OFFICERS, DIRECTORS, EMPLOYEES AND AGENTS

Subject to the budgetary limitations contained in the Declarations, and subject to the limitations provided by applicable Florida law, this Association shall have the power to indemnify its officers, directors, employees, and agents, and to purchase insurance on behalf of such persons.

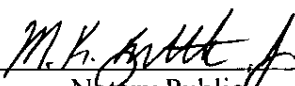
* IN WITNESS WHEREOF, the undersigned duly elected president of **REBECCAS RAVINE HOMEOWNERS ASSOCIATION, INC.**, having been authorized by unanimous vote of the Homeowners present at the November 30, 2010 annual meeting, has executed these amended Articles of Incorporation on the 10 day of February, 2011. *

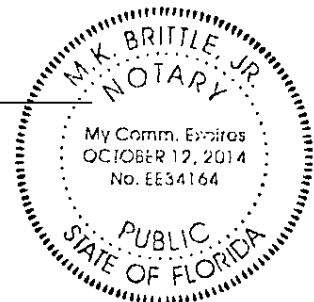
Rebeccas Ravine Homeowners Association, Inc.

By: 
Antal "Tony" Takacs, President

STATE OF FLORIDA,
COUNTY OF DUVAL:

The foregoing instrument was acknowledged before me the 10 day of FEB, 2011, by Antal Takacs, President of Rebeccas Ravine Homeowners Association, Inc., a Florida corporation, on behalf of the corporation.

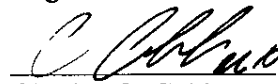

Notary Public



The undersigned, on behalf of Rebeccas Ravine Homeowners Association, Inc., hereby certifies as follows:

1. Name of the Corporation:
Rebeccas Ravine Homeowners Association, Inc
2. Mailing address and street address of the principal office of the Corporation:
11649 Rebeccas Cove Court
Jacksonville, Florida 32223
3. Name and Address of the registered Agent for service of process in Florida:
Charles G. Cobb
11649 Rebeccas Cove Court
Jacksonville, Florida 32223

Acceptance: I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.


Charles G. Cobb,
As registered agent

2/24/11
Date

4. Any other matters:
This is a Not-For-Profit Corporation formed under the provisions of Florida Statutes, Chapter 617.
5. Formation Date of the Corporation:
The original articles of Incorporation were filed with the Florida Department of State on April 16, 2004.

IN WITNESS WHEREOF, the undersigned has executed and acknowledged this certificate on behalf of the Corporation this the 24th day of February, 2011.

 2/24/11
Charles G. Cobb