

N06000007382

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(City/State/Zip/Phone #)

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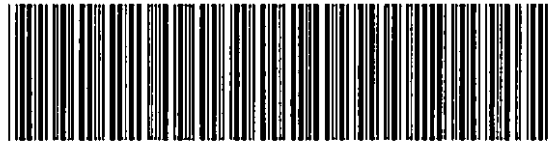
(Business Entity Name)

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2022

HILL & BONDANI

2106 SAWGRASS VILLAGE DR.
PONTE VEDRA BEACH, FLORIDA 32082

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EMAIL: CHRIS@LAWOFFICESHILL.COM

WWW.LAWOFFICESHILL.COM

WILLIAM H. HILL, JR.
(RETIRED)

CHRISTOPHER J. BONDANI
MASTER OF LAWS IN TAXATION

September 22, 2022

USPS PRIORITY MAIL

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

RE: The South Ponte Vedra-Vilano Beach Preservation Association, Inc.
Ref # W22000071656

Dear Ladies and/or Gentlemen:

I hope this letter finds you well. Our office is in the process of assisting the above-described organization and we are hereby submitting some amended articles for public record. Please be advised that we are not looking to change the sunbiz.org listing as it currently appears. These articles were affected on January 24, and the names have since been updated by subsequent proceedings of the company and the changes were indicated under the annual report. The reason that these are late is simply a mix-up by this office.

I would like to sincerely thank you for your kind assistance and cooperation. Also please accept my gratitude for everything that you and your coworkers do to keep the wheels turning over there in this, the time of great frustration and entitlement. I would like to wish you, your peers, and your family nothing but the best for the future. Finally, if you have any questions concerning this petition, or if there is anything we can do to make your job easier, please do not hesitate to contact me directly at the number above.

Very truly yours,


Christopher J. Bondani

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: THE SOUTH PONTE VEDRA-VILANO BEACH PRESERVATION ASSOCIATION, INC

DOCUMENT NUMBER: N06000007382

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

Please return all correspondence concerning this matter to the following:

Christopher Bondani

(Name of Contact Person)

Hill & Bondani, PLLC

(Firm/ Company)

2106 Sawgrass Village Dr

(Address)

Ponte Vedra Beach, FL 32082

(City/ State and Zip Code)

chris@lawofficeshill.com

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

For further information concerning this matter, please call:

Christopher Bondani

(Name of Contact Person)

at 904

(Area Code)

2855576

(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
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

THE SOUTH PONTE VEDRA-VILANO BEACH PRESERVATION ASSOCIATION, INC.

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

N06000007382

(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:

New Registered Office Address:

(Florida street address)

(City)

Florida

(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.

See attached amended articles for signature.

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:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
3) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
4) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
5) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
6) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____

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

See attached amended Articles of Incorporation

The date of each amendment(s) adoption: January 24, 2022, 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 June 28, 2022

Signature See attached amended articles for 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)

Thomas L. Turnage, Jr.
(Typed or printed name of person signing)

Director & President
(Title of person signing)

**SECOND AMENDED ARTICLES OF INCORPORATION
OF
THE SOUTH PONTE VEDRA-VILANO BEACH
PRESERVATION ASSOCIATION, INC.
A Florida Nonprofit Corporation**

In compliance with the requirements of F.S. Chapter 617, the undersigned hereby act as incorporators in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

**ARTICLE I
NAME**

The name of the Corporation is: THE SOUTH PONTE VEDRA-VILANO BEACH PRESERVATION ASSOCIATION, INC.

**ARTICLE II
PRINCIPAL OFFICE**

The street address of the principal office of the Corporation is: 130 Corridor Rd., # 65 Ponte Vedra Beach, FL 32004.

**ARTICLE III
REGISTERED AGENT**

The street address of the Corporation's registered office is: 2106 Sawgrass Village Dr., Ponte Vedra Beach, FL 32082. The registered agent for the Corporation at that address is: Christopher J. Bondani, Esq..

**ARTICLE IV
DIRECTORS**

The board of directors shall consist of nine members. The number of directors may be increased or diminished from time to time by the Bylaws, but at no time shall it ever be less than three, or the minimum number otherwise required under Florida law. The names and addresses of the persons who shall serve on the board of directors are:

Names	Addresses
ROBERT FRANSKOUSKY	574 Ponte Vedra Blvd. Ponte Vedra Beach, FL 32082
TOM TURNAGE (Also President and Treasurer)	4114 Herschel Street Jacksonville, FL 32210

LINDA CHAMBLESS
(Also Vice-President and Secretary)

170 Glen Valley Drive
Ponte Vedra, FL 32081

BARBARA STARK

29 Lattern Oaks Lane
Ponte Vedra, FL 32081

ERVIN BULLOCK

4370 Coastal Highway
St. Augustine, FL 32084

WILLIAM SMITH

3105 S Ponte Vedra Blvd.
Ponte Vedra Beach, FL 32084

GUY RASCH

2802 S Ponte Vedra Blvd.
Ponte Vedra Beach, FL 32082

JOE BATEMAN

220 N Serenata Dr, Unit 633
Ponte Vedra Beach, FL 32082

ARTICLE V INCORPORATORS

The names and street addresses of the persons signing these articles of incorporation are:

Names

Christopher J. Bondani
Hill & Bondani, PLLC

Addresses

2106 Sawgrass Village Dr.
Ponte Vedra Beach, FL 32082

Article VII PURPOSE

The purposes for which this corporation is formed are exclusively charitable, educational and scientific and consist of the following:

This corporation is formed exclusively for charitable, educational and scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

This corporation is formed to protect preserve, restore, and enhance the beach/dune system on the Beaches of St. Johns County, Florida, specifically within the barrier island area south of Guana State Park and north of Porpoise Point.

This corporation is formed to do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, association, trusts, institution, foundations, or governmental bureaus, departments or agencies.

All of the foregoing purposes shall be exercised exclusively charitable and educational purposes in such a manner that the Corporation will qualify as an exempt organization under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

Article VIII. 501(c)(3) LIMITATIONS

CORPORATE PURPOSES: Notwithstanding any other provision of these articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal and state income tax under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

EXCLUSIVITY: The Corporation is organized exclusively for charitable and educational purposes.

NO PRIVATE INUREMENT: The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the Directors, Officers, or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's charitable and educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable and educational purposes no part of which shall inure to the benefit of any individual.

LOBBYING AND POLITICAL CAMPAIGNS: No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.

DISSOLUTION: Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code of 1986 or shall be distributed to the federal government, or to a state or local government, to be used exclusively for charitable and educational purposes, and that share a substantial nexus in regards to corporate values and mission statement, with the mission of this Corporation. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office

is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

PRIVATE FOUNDATION PROVISIONS: In the event this Corporation is considered to be a "Private Foundation" by the U.S. Internal Revenue Service under provisions of the United States Code the following provisions apply:

- a. The Corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- b. The Corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- c. The Corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- d. The Corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- e. The Corporation will not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

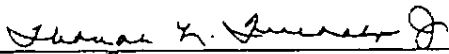
ARTICLE IX INDEMNIFICATION

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.

ARTICLE VIII DURATION

The Corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

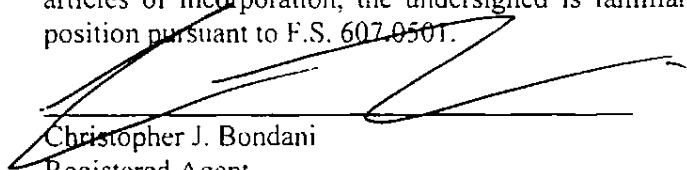
IN WITNESS WHEREOF, the undersigned director has executed these articles of incorporation.


Print, THOMAS L. TUOHY, JR.
Title, PRES., TREASURER

January 24, 2022
Date

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for THE SOUTH PONTE VEDRA-VILANO BEACH PRESERVATION ASSOCIATION, INC. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501.


Christopher J. Bondani
Registered Agent

January 24, 2022
Date

2022