

APR-07-08

08:40 AM

FROM

T-114

P.000/010

F-285

NO80000002160

Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 617-6380

From:

Account Name : ALVAREZ SAMBOL WINTHROP & MADSON, P.A.
Account Number : T20030000104
Phone : (407) 210-2796
Fax Number : (407) 210-2795

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08 APR -7 PM 2:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COR AMND/RESTATE/CORRECT OR O/D RESIGN

JOHNS ROAD ASSOCIATION, INC.

Certificate of Status	0
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Amend

APR-07-08 09:43AM FROM-
850-817-8381

4/2/2008 3:13 PAGE 001/001 Florida Dept of State

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April 2, 2008

FLORIDA DEPARTMENT OF STATE
Division of Corporations

JOHNS ROAD ASSOCIATION, INC.
2405 W. PRINCETON ST., STE. 9
ORLANDO, FL 32804

SUBJECT: JOHNS ROAD ASSOCIATION, INC.
REF: N08000002160

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

If you are filing Amended and Restated Articles, please entitle your document Amended and Restated Articles.

A certificate must accompany the Restated Articles of Incorporation setting forth one of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendments requiring member approval; OR (2) If the restatement contains an amendment requiring member approval, the date of adoption of the amendment by the members and a statement that the number of votes cast for the amendment was sufficient for approval.

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) 245-6892.

Tina Roberts
Regulatory Specialist II

FAX Aud. #: H08000083504
Letter Number: 608A00019517

RECEIVED
2008 APR -7 AM 8:00
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TALLAHASSEE, FLORIDA

P.O. BOX 6327 - Tallahassee, Florida 32314

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: JOHNS ROAD ASSOCIATION, INC.
(Name of Corporation)

DOCUMENT NUMBER: N08000002160

The enclosed Articles of Correction and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Philip D. Storey

(Name of Contact Person)

Alvarez, Sambol, Winthrop & Madson, PA

(Firm/Company)

100 S. ORANGE AVE., SUITE 200

(Address)

Orlando, Florida 32801

(City/State and Zip Code)

For further information concerning this matter, please call:

Philip D. Storey

(Name of Contact Person)

at (407) 210-2796

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$35.00 Filing Fee

☐ \$43.75 Filing Fee & Certificate of Status

☐ \$43.75 Filing Fee & Certified Copy

☐ \$52.50 Filing Fee, Certificate of Status & Certified Copy

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

FILED
08 APR - 7 PM 2:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Amendment
to
Articles of Incorporation
of

JOHNS ROAD ASSOCIATION, INC.

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

N08000002160

(Document number of corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

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

The Articles of Incorporation In Its entirety is amended by deleting said Articles
as the same now exists, and by substituting in lieu thereof, the attached.

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

N/A

(continued)

APR-07-08

08:41AM

FROM-

T-114 P.004/D11 F-285

The date of each amendment(s) adoption: April 2, 2008

Effective date if applicable: _____

(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
(voting group)

☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signature

(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Chuck McNulty

(Typed or printed name of person signing)

Business President

(Title of person signing)

FILING FEE: \$35

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**AMENDED ARTICLES OF INCORPORATION
OF
JOHNS ROAD ASSOCIATION, INC.,
A FLORIDA NOT-FOR-PROFIT CORPORATION**

I, the undersigned Incorporator, desiring to form a corporation not for profit under Chapter 617 F.S., deliver for filing the following Articles of Incorporation for Johns Road Association, Inc. (hereinafter referred to as the "Association"), pursuant to Section 617.01201 F.S.

ARTICLE I-NAME

The name of the Association shall be Johns Road Association, Inc. The principal office and mailing address of the Association is 2405 W. Princeton Street, Suite 9, Orlando, Florida 32804.

ARTICLE II-PURPOSE AND POWERS

The purpose for which the Association is organized is to act as a governing association and the managing entity for the Association. The Association may own, acquire, maintain, and repair Association property which are for the benefit of the Association; to establish and collect assessments and special assessments from owners of property within the Association; enforce the terms and conditions of the Declaration of Restrictive Covenants of the Association (hereinafter referred to as the "Declaration"), including initiating all legal actions to enforce liens, collect assessment monies, and all the other actions necessary to enforce the Declaration.

To the extent that any provision in these Articles of Incorporation conflicts with the Declaration, the Declaration Shall govern.

The Association shall have all of the powers, rights and privileges that a corporation organized under the Florida Not for Profit Corporation Act may now or hereafter have or exercise, provided that such powers, rights and privileges do not conflict with the terms of these Articles, the Bylaws, and the Declaration.

The Association shall use its assets, earnings and revenues exclusively for the benefit of the Association for the purposes set forth herein.

The Association shall operate, maintain and manage the surface water or stormwater management system(s) in a manner consistent with the St. Johns River Water Management District permit no. ~~42-095-105742~~ 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 stormwater 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 stormwater management system.

ARTICLE III-MEMBERS

As provided in the Declaration, every record Owner of a fee or undivided interest in any Unit (or part thereof) within Johns Road shall be a member of the Association. The legal description of the Association property is attached hereto as Exhibit "A" and incorporated herein (hereinafter called the "Property"). Membership shall be in accordance with the terms and conditions set forth in the Declaration as regulated by

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the Board of Directors of the Association. Membership shall be appurtenant to and may not be separate from the ownership of any Unit in the Property.

ARTICLE IV-TERM

Existence of the Association shall commence with the filing of these Articles of Incorporation with the Secretary of State, Tallahassee, Florida. The Association shall exist in perpetuity.

ARTICLE V-VOTING

There shall be one vote for each Owner of a Unit within the Property. In a situation where more than one person or entity owns an interest in a Unit, then there shall be one vote which shall collectively represent the collective interests of that particular Unit.

ARTICLE VI-INCORPORATOR

The name of the incorporator is Charles McNulty whose address is 2405 W. Princeton Street, Suite 9, Orlando, Florida 32804.

ARTICLE VII-REGISTERED AGENT

The initial registered agent is Charles McNulty whose address is 2405 W. Princeton Street, Suite 9, Orlando, Florida 32804.

ARTICLE VIII-OFFICERS

The officers of the Association shall consist of a president, vice president, secretary, treasurer, and such other officers as the Board of Directors (hereinafter referred to as the "Board") may from time to time deem appropriate. The officers of the Association shall be elected at the first meeting of the Board, and each annual meeting of the Board thereafter. Any officer may be removed at any meeting by the affirmative vote of seventy-five percent (75%) of the directors of the Board, either with or without cause, and any vacancy in any office may be filled by the Board at any Board meeting.

The names of the officers who shall serve until the election of their successor are:

Name	Office
Chuck McNulty	President
David Hammett	Vice President
Jennifer Creekmore	Secretary, Treasurer

ARTICLE IX-MANAGEMENT

The affairs of the Association shall be managed by a Board of Directors and by the Officers of the corporation as set forth in Article VIII herein.

ARTICLE X-DIRECTORS

The initial Board shall consist of three (3) persons. The names and addresses of the initial Board who shall hold office until their successors have been elected and qualified are as follows:

Chuck McNulty 2405 W. Princeton Street, Orlando, Suite 9, Florida 32804

David Hammett 2405 W. Princeton Street, Orlando, Suite 9, Florida 32804

Jennifer Creekmore 2405 W. Princeton Street, Orlando, Suite 9, Florida 32804

No member of the Board, officer, Developer, or any other committee of the Association nor employees of the aforementioned, shall be personally liable to the Association, for any damages, losses or claims as a result of any act, omission, error, negligence of that person or group, provided that person or group has, upon the basis of that information possessed by him, acted in good faith, without willful or intentional misconduct.

The Board of Directors shall determine the budget for the maintenance, improvement, administration and repair of the Property and shall determine the amounts of the annual assessments and special assessments. Assessments may also include amounts necessary to cover deficiencies from the previous year. Assessments shall be fixed in proportion to the size of the Unit owned by Owner in relation to the Property, which shall be assessed annually or periodically, if needed, in the case of special assessments, and may be collected on a monthly, quarterly, or annual basis, as the Board may desire.

ARTICLE XI-BYLAWS

The first Bylaws of the Association shall be adopted by the Board of Directors and may be altered, revoked, modified, or amended by a 70% vote of the members as provided in the Bylaws.

ARTICLE XII-AMENDMENTS TO ARTICLES OF INCORPORATION

The Articles of Incorporation may be amended by an affirmative vote of 70% of the members of the Association. No amendment to the Articles of Incorporation shall diminish the voting rights of any members of the Association or change the manner in determining assessments without the consent of the affected member and his mortgagee(s) (if applicable).

ARTICLE XIII-DISSOLUTION

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

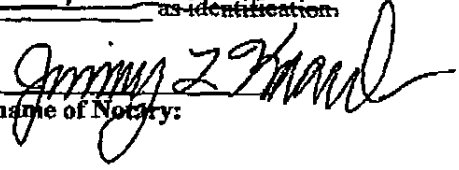
The above address is also the address of the registered office and the principal office of the Association.

In Witness Whereof, the subscribing Incorporator has set his hand and seal and caused these Articles of Incorporation to be executed this 1st day of April, 2008.


CHARLES McNULTY

State of Florida
County of Orange

Sworn to, acknowledged and subscribed before me this 1st day of April, 2008, by Charles McNulty, who is (☒) personally known to me or (☐) has produced _____ as identification.

Signature of Notary: 
Print, type or stamp name of Notary:

Seal:



JIMMY L. KNAUB
MY COMMISSION # DD 574271
EXPIRES: July 21, 2010
Bonded Third Budget Notary Services

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in Article VII of the foregoing Articles of Incorporation, 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 relating to the proper and complete performance of any duties, and I am familiar with and accept the appointment as Registered Agent and agree to act in this capacity.


Chuck McNulty, Registered Agent

Date: 4/1/2008

Exhibit "A"**Legal Description****PARCEL 1:**

That part of Block "C", BRADSHAW AND THOMPSON'S ADDITION TO APOPKA CITY, according to the Plat thereof recorded in Plat Book "B", Page 25, of the Public Records of Orange County, Florida, described as follows: Beginning at the Northwest corner of the Southwest 1/4 of the Southwest 1/4 of Section 9, Township 21 South, Range 28 East, run thence East 266.3 feet; thence South 600.7 feet; thence East 1,015 feet; thence South 722 feet; thence West 1,273 feet; thence North 1,323.1 feet to the Point of Beginning.

LESS THE FOLLOWING:

Beginning 1,122 feet East of the Southwest corner of Section 9, Township 21, Range 28 East, run East, Orange County, Florida; run East 151 feet to the centerline of Bradshaw Road; thence North 412.5 feet; thence West 151 feet to the point in the Clay Road (John's Road); thence South 412.5 feet to the Point of Beginning.

ALSO LESS that portion conveyed in General Warranty Deed recorded in Official Records Book 6807, Page 4649, Public Records of Orange County, Florida described as follows:

The South 420.00 feet of the following described Property:

Beginning at the Northwest corner of the Southwest 1/4 of the Southwest 1/4 of Section 9, Township 21, Range 28 East, run thence East 266.3 feet; thence South 600.7 feet; thence East 1,015 feet; thence South 722 feet; thence West 1,273 feet; thence North 1,323.1 feet to the Point of Beginning, Less the North 30.00 feet for right-of-way for John's Road.

Less the following:

Beginning 1,122 feet East of the Southwest corner of Section 9, Township 21, Range 28 East, run East, Orange County, Florida; run East 151 feet to the centerline of Bradshaw Road; thence North 412.5 feet; thence West 151 feet to the point in the Clay Road (John's Road); thence South 412.5 feet to the Point of Beginning. Less and except the East 30 feet for road right-of-way for Bradshaw Road.

Subject to the Clay Road (John's Road) and less any portion lying in road right-of-way on the East.

LESS that part deeded out in Official Records Book 8651, Page 3624, described as follows:

Commence at the Northwest corner of the Southwest 1/4 of the Southwest 1/4 of Section 9, Township 21 South, Range 28 East, Orange County, Florida; thence South 89°49'11" East, along the North line of the Southwest 1/4 of the Southwest 1/4 of said Section 9, a distance of 266.30

feet, thence South 00°10'47" West, a distance of 598.09 feet to the North line of the South 759.00 feet of the Southwest 1/4 of the Southwest 1/4 of said Section 9, thence South 89°52'47" East, along the North line of said South 759.00 feet a distance of 494.20 feet to the point of beginning, thence South 89°52'47" East, along said North line a distance of 162.83 feet, thence South 00°07'13" West, a distance of 272.00 feet to the North right-of-way line of Johns Road, thence North 89°52'47" West, along said North right-of-way line a distance of 162.83 feet, thence North 00°07'13" East, a distance of 272.00 feet to the point of beginning.

PARCEL 2:

Commence at the Northwest corner of the Southwest 1/4 of the Southwest 1/4 of Section 9, Township 21 South, Range 28 East, Orange County, Florida; thence South 89°49'11" East, along the North line of the Southwest 1/4 of the Southwest 1/4 of said Section 9, a distance of 266.30 feet, thence South 00°10'47" West, a distance of 598.09 feet to the North line of the South 759.00 feet of the Southwest 1/4 of the Southwest 1/4 of said Section 9, thence South 89°52'47" East, along the North line of said South 759.00 feet a distance of 494.20 feet to the point of beginning, thence South 89°52'47" East, along said North line a distance of 162.83 feet, thence South 00°07'13" West, a distance of 272.00 feet to the North right-of-way line of Johns Road, thence North 89°52'47" West, along said North right-of-way line a distance of 162.83 feet, thence North 00°07'13" East, a distance of 272.00 feet to the point of beginning.