

N12000001D661

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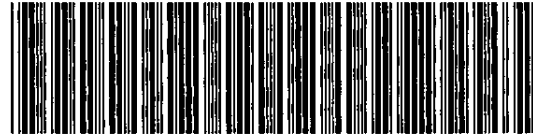
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
13 JAN 11 AM 8:17

Amend
@ 1/14/13

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: The Owner's Association of Parkside Lakes, Inc.

DOCUMENT NUMBER: N12000010661

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

Please return all correspondence concerning this matter to the following:

John Day

(Name of Contact Person)

H. Smith, Inc.

(Firm/ Company)

1 San Jose Place, Suite 7

(Address)

Jacksonville, FL 32257

(City/ State and Zip Code)

info@hsmith-inc.com

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

For further information concerning this matter, please call:

John Day

(Name of Contact Person)

at (904) 268-9990

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
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

The Owner's Association of Parkside Lakes, Inc.

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

N12000010661

(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:

NA

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:

NA

(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:

NA

(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: NA

(Florida street address)

New Registered Office Address:

NA

(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.

Signature of New Registered Agent, if changing

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
13 JAN 11 AM 8:10

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:

<u>X</u> Change	<u>PT</u>	<u>John Doe</u>
<u>X</u> Remove	<u>V</u>	<u>Mike Jones</u>
<u>X</u> 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)

please see attached.

ARTICLE I is amended to state the following:

NAME OF THE CORPORATION

The name of the corporation is "Owner's Association of Parkside Lakes, Inc.", hereinafter called the "Association".

ARTICLE II is amended to state the following:

PRINCIPAL OFFICE OF THE ASSOCIATION

The principal office of the Association is located at One San Jose Place, Suite 7, Jacksonville, Florida 32257.

ARTICLE III is amended to state the following:

REGISTERED AGENT

The registered agent of the Association is John Day, whose address is One San Jose Place, Suite 7, Jacksonville, Florida 32257.

ARTICLE IV is amended to state the following:

PURPOSES OF THE ASSOCIATION

The Association does not contemplate pecuniary gain or profit to the members thereof. The general nature, objects and purposes of the Association are to provide for maintenance, preservation, and architectural control for the Properties within the residential areas subject to the Declaration of Covenants, Conditions, Easements, and Restrictions for Parkside Lakes (the "Declaration") recorded or to be recorded in the current public records of Duval County, Florida, and any additions to Parkside Lakes as may be brought within the jurisdiction of the Association by recording an amendment or joinder to the Declaration in the current public records of Duval County, Florida. The terms "Declarant", "Property", or "Properties", "Owner", "Lot", and any other defined terms used herein, and elsewhere in these Articles, are used with the definitions given them in the Declaration.

ARTICLE V is amended to state the following:

POWERS OF THE ASSOCIATION

The Association shall have, without limitation, the following powers:

(a) to control the specifications, architecture, design, appearance, elevation and location of, all buildings and improvements of any type, including walls, fences, antennae or other structures constructed, placed or permitted to remain on the Property, as well as the alteration and/or changes thereto;

(b) to operate, maintain and manage the Stormwater Management System and to operate, maintain and manage any drainage structures located on the property in a manner consistent with the rules of the U.S. Army Corps of Engineers and the State of Florida Department of Environmental Protection, the St. Johns River Water Management District Permit #40-031-131752-1 requirements for Parkside Lakes, or any other governmental entities having jurisdiction and to perform all of the functions

contemplated for the Association and undertaken by the Board of Directors of the Association (the "Board") in the Declaration hereinabove described;

(c) to exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Declaration as the same may be amended from time to time as therein provided;

(d) to fix, levy, collect and enforce payment by any lawful means, all charges, capital contributions, and assessments pursuant to the terms of the Declaration; and 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 the property of the Association, if any;

(e) to acquire (by gift, purchase, or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property, in connection with the affairs of the Association;

(f) to borrow money, and with the assent of two-thirds of each class of members of the Association as set forth in the Bylaws, to mortgage, pledge, deed in trust or hypothecate any or all of its real or personal property, if any, as security for money borrowed or debts incurred;

(g) to participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property, if any; provided, that any such merger or consolidation shall have the assent of two-thirds of each class of members of the Association; notwithstanding the foregoing, Declarant shall have the right to annex additional residential property as provided in the Declaration; and

(h) the reasonable right to enter upon any Lot to make emergency repairs to maintain or repair the storm water management system, or to do the work reasonably necessary for proper maintenance of the Properties;

(i) to exercise any and all powers, rights and privileges which a non-profit corporation organized under the laws of the State of Florida may now or hereafter have or exercise;

(j) to be responsible for the construction, maintenance, operation and repair of the stormwater management system. Maintenance of the stormwater management system(s) shall mean the exercise of practices which allow the systems to provide drainage, water storage, conveyance or other stormwater management capabilities as permitted by the St. Johns River Water Management District. The Association shall be responsible for such maintenance and operation. Any repair or reconstruction of the stormwater management system shall be as permitted, or if modified as approved by the St. Johns River Water Management District.

Notwithstanding anything set forth herein to the contrary, the provisions of this paragraph shall not be construed to prevent the Association from delegating any power set forth in the Declaration to the Architectural Review Committee as provided in the Declaration.

ARTICLE VI is amended to state the following:

MEMBERSHIP

Every person or entity who is an owner of a fee or an undivided fee interest in any Lot which is subject, pursuant to the Declaration, to assessments by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association.

ARTICLE VII is amended to state the following:

BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of not less than three (3) Directors. Directors shall be elected and shall serve according to the provisions of the Bylaws. The number of Directors may be changed in accordance with the provisions of the Bylaws of the Association, but shall never be less than three (3). The names and addresses of the initial Directors are:

<u>Name</u>	<u>Address</u>
John Day	1 San Jose Place, Suite 7 Jacksonville, FL 32257
V. Hawley Smith, Jr.	1 San Jose Place, Suite 7 Jacksonville, FL 32257
Taylor Day	1 San Jose Place, Suite 7 Jacksonville, FL 32257
Donna Passmore	1 San Jose Place, Suite 7 Jacksonville, FL 32257

ARTICLE VIII is amended to state the following:

INITIAL OFFICERS

The affairs of the Association shall be managed by a president, vice president, secretary, treasurer, and such other officers as permitted in the Bylaws. The names and addresses of those persons who shall act as officers of the corporation until their successors are duly elected and qualified, or until the earlier of their death, resignation, or removal are:

President	John Day 1 San Jose Place, Suite 7 Jacksonville, FL 32257
Vice President	V. Hawley Smith, Jr. 1 San Jose Place, Suite 7 Jacksonville, FL 32257
Secretary	Taylor Day 1 San Jose Place, Suite 7 Jacksonville, FL 32257

Treasurer

Donna Passmore
1 San Jose Place, Suite 7
Jacksonville, FL 32257

ARTICLE IX is added to state the following:

INCORPORATION

The name and address of the initial incorporator of the Association is as follows:

John Day

1 San Jose Place, Suite 7
Jacksonville, FL 32257

ARTICLE X is added to state the following:

DISSOLUTION

(a) The Association may be dissolved upon a resolution to that effect being recommended by two-thirds of the members of the Board of Directors, and approval by two-thirds of each class of members of the Association, and if necessary at the time of the dissolution, after receipt of an appropriate decree as set forth in Florida Statutes 617.05 or statute of similar import.

(b) Upon dissolution of the Association, the Board of Directors shall cause responsibility for the maintenance of the stormwater management system contained within the Properties to be assigned to a responsible entity approved by (1) the St. Johns River Water Management District and complying 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, (2) the Florida Department of Environmental Protection, (3) Duval County, and (4) such other applicable governmental authorities having jurisdiction.

(c) Upon dissolution of the Association, all of its assets remaining after provisions for creditors and payments of all costs and expenses of such dissolution shall be distributed in the following manner:

(1) Any real property contributed to the Association without the receipt of other than nominal consideration by the Declarant (or its successor in interest) shall be returned to the Declarant (whether or not the Declarant exists as a member of the Association at the time of such dissolution), unless it refuses to accept the conveyance (in whole or in part);

(2) Remaining assets shall be distributed among the members as tenants in common, with each member's share of the assets to be determined in accordance with its voting rights.

ARTICLE XI is added to state the following:

EXISTENCE AND DURATION

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 XII is added to state the following:

INDEMNIFICATION

Every Director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including attorneys' fees, reasonably incurred by or imposed upon him in connection with any proceeding to which he may be a party, or in which he may become involved, by reason of his being or having been a Director or officer at the time such expenses are incurred, except in such cases which the Director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled.

ARTICLE XIII is added to state the following:

AMENDMENTS

Amendment of these Articles may be proposed by the Board of Directors or by not less than thirty percent (30%) of the entire membership and adoption of any such amendment shall require the assent of seventy-five percent (75%) of the entire membership.

ARTICLE XIV is added to state the following:

BYLAWS

The Bylaws of this Association shall be adopted by the Board of Directors and may be altered, amended, or rescinded by a majority vote of the Board of Directors.

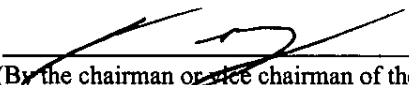
The date of each amendment(s) adoption: 1/8/13

Effective date if applicable: 1/8/13
(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(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 1/8/13

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)

John Day
(Typed or printed name of person signing)

President
(Title of person signing)