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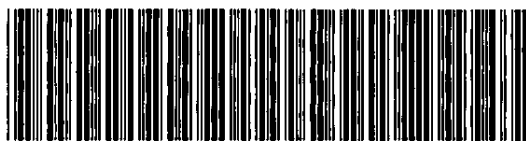
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13 SEP 30 PM 1:47
DIVISION OF CORPORATION

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13 OCT 30 AM 8:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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MD 10/31

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: The Loma Farms Roadowners Maintenance Association, Inc.

DOCUMENT NUMBER: G78406

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

Please return all correspondence concerning this matter to the following:

Connie H. Shivers, C.P.

Name of Contact Person

Penson Law Firm, P.A.

Firm/ Company

1435 East Piedmon Dr., Suite 101

Address

Tallahassee, FL 32308

City/ State and Zip Code

chs@pendd.com

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

For further information concerning this matter, please call:

Connie Shivers

Name of Contact Person

at (850) 561-8000

Area Code & 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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 2, 2013

CONNIE H. SHIVERS, C.P.
PENSON LAW FIRM, P.A.
1435 EAST PIEDMONT DR., SUITE 101
TALLAHASSEE, FL 32308

SUBJECT: THE LOMA FARMS ROADOWNERS MAINTENANCE
ASSOCIATION, INC.
Ref. Number: W13000054646

We have received your document for THE LOMA FARMS ROADOWNERS
MAINTENANCE ASSOCIATION, INC. and your check(s) totaling \$35.00.
However, the enclosed document has not been filed and is being returned for the
following correction(s):

A petition and a new set of proposed Articles of Incorporation must be filed with
the Circuit Court requesting the conversion to a corporation not for profit. When
the Circuit Court judge has approved the petition and articles, an approved and
stamped set of articles with the original signatures are submitted to this office
along with the appropriate filing fees.

We are enclosing the proper form(s) with instructions for your convenience.

Please return the corrected original and one copy of 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) 245-6052.

Maryanne Dickey
Regulatory Specialist II
New Filing Section

Letter Number: 713A00023120



PENSON PA
LAW FIRM

www.pensonlaw.com

October 21, 2013

ALBERT C. PENSON
acp@pendd.com

1435 E. Piedmont Drive, Suite 101
Tallahassee, FL 32308
(850) 561-8000 • FAX (850) 561-8030

Maryanne Dickey, Regulatory Specialist II
New Filing Section
Florida Department of State
Division of Corporations
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: The Loma Farms Roadowners Maintenance Association, Inc.
Reference Number W13000054646

Dear Ms. Dickey:

Attached are the following documents:

- 1) Copy of your correspondence dated October 2, 2013;
- 2) Certified Copy of Petition to Convert Corporation to Not For Profit Corporation with attached proposed and signed Articles of Incorporation;
- 3) Order from Judge Cooper approving proposed and signed Articles of Incorporation; and
- 4) Original signed Articles of Amendment to Articles of Incorporation.

The original signed Articles were filed with the Court. Will you accept the certified copy attached to the petition together with the Amendment to the Articles?

I look forward to hearing from you at your earliest convenience. Thank you for your assistance.

Sincerely,

Connie H. Shivers
Office Manager/Paralegal

:chs
Enclosure



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 23, 2013

CONNIE H. SHIVERS, C.P.
PENSON LAW FIRM, P.A.
1435 EAST PIEDMONT DR., SUITE 101
TALLAHASSEE, FL 32308

SUBJECT: THE LOMA FARMS ROADOWNERS MAINTENANCE
ASSOCIATION, INC.
Ref. Number: W13000054646

We have received your document for THE LOMA FARMS ROADOWNERS
MAINTENANCE ASSOCIATION, INC. and check(s) totaling \$35.00. However,
the enclosed document has not been filed and is being returned to you for the
following reason(s):

There is a balance due of \$35.00.

Sorry for the oversight.

The registered agent must sign accepting the designation.

Please return the corrected original and one copy of 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) 245-6052.

Maryanne Dickey
Regulatory Specialist II
New Filing Section

Letter Number: 713A00023120

IN THE SECOND JUDICIAL CIRCUIT IN AND
FOR LEON COUNTY FLORIDA

IN RE:

LOMA FARMS ROADOWNERS
MAINTENANCE ASSOCIATION, INC.

CASE NO. 2013 CA 001961


**ORDER GRANTING PETITION TO CONVERT
CORPORATION TO NOT FOR PROFIT CORPORATION**

THIS CAUSE having come to be heard on the Petition To Convert Corporation To Not For Profit Corporation filed by The Loma Farms Roadowners Maintenance Association, Inc. and the Court, having reviewed the pleadings, having heard from Petitioner's counsel and being otherwise advised in the premises, it is;

ORDERED AND ADJUDGED as follows:

1. The Articles of Incorporation of The Loma Farms Roadowners Maintenance Association, Inc. attached as Exhibit "E" to the Petition are hereby approved.
2. All of the property of The Loma Farm Roadowners Maintenance Association, Inc. shall become the property of the successor not for profit corporation subject to all of the liabilities and indebtedness of the petitioner corporation.
3. The successor corporation shall provide copies of this Order to all shareholders/members.

DONE AND ORDERED in Chambers in Tallahassee, Leon County, Florida this 4th day of September, 2013.


JOHN C. COOPER
Circuit Judge

Copies to:
Albert C. Penson, Esq.
The Loma Farms Roadowners Maintenance Association, Inc.

IN THE SECOND JUDICIAL CIRCUIT IN AND
FOR LEON COUNTY FLORIDA

IN RE:

LOMA FARMS ROADOWNERS
MAINTENANCE ASSOCIATION, INC.

CASE NO. 2013 CA 1961

PETITION TO CONVERT CORPORATION TO NOT FOR PROFIT CORPORATION

COMES NOW The Loma Farms Roadowners Maintenance Association, Inc. ("TLFRMA") and petitions this Court pursuant to Sections 617.1805, 617.1806 and 617.1807, Florida Statutes to convert TLFRMA from a for profit corporation to a not for profit corporation and as grounds therefore states as follows:

1. TLFRMA was originally formed, and its Articles of Incorporation were filed with the Division of Corporations on January 12, 1984.
2. Following its formation, shares were issued for all 34 lots to the respective lot owners (1 share per lot).
3. Although shares were issued, there were no distributions, nor was TLFRMA operating as a for profit corporation.
4. Its purpose is the same as a Homeowner's Association. It collects dues and assessments for subdivision maintenance and improvements, and membership is required for all lot owners. Shares are not actually transferred upon sale of lots although the rights are transferred.
5. TLFRMA has operated in a manner consistent with a not for profit corporation since its existence.

FILED
13 OCT 30 AM 8:56
CLERK OF COURT
LEON COUNTY
TALLAHASSEE, FLORIDA

6. Article IX of the Articles provide for amendment of the Articles as permitted by law. (See Exhibit A attached). Section 607.1003, Fla. Stat. authorizes amendment by a majority of shareholders.

7. Article 8 of the By Laws of the TLFRMA provide for amendment by a majority of shareholders. (18 shares).

8. Notice of the intent to convert to a not for profit corporation was sent to all shareholders/lot owners along with consents. (See Exhibit C).

9. Pursuant to the terms of the notice, any shareholder not returning a consent or opposition by the close of the meeting on December 7, 2012, was considered to consent. The executed consents are attached as Composite Exhibit D.

10. Although there were no actual written objections, the TLFRMA board of directors was advised of an objection by one lot owner, who would not specify a reason for objection. A majority (33 out of 34) have consented.

11. The new not for profit corporation shall accept all properties of the petitioning corporation, and to pay its indebtedness and liabilities.

12. A copy of the proposed Articles of Incorporation executed by the President and Secretary of the corporation are attached hereto as Exhibit "E".

WHEREFORE, the Petitioner requests this Court approve the Articles of Incorporation, endorse said approval terms, providing that all of the property of the petitioning corporation shall deem the property of the successor corporation not for profit, subject to all liabilities and indebtedness of the petitioners' corporation.

VERIFICATION

UNDER PENALTIES OF PERJURY, I DECLARE THAT I HAVE READ THE FOREGOING AND THE FACTS ALLEGED ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

THE LOMA FARMS ROADOWNERS
MAINTENANCE ASSOCIATION, INC.

By: Teresa Morris
Teresa Morris
Its: President

13 OCT 30 AM 8:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF LEON

SWORN TO and subscribed to before me the undersigned notary this 1st day of July, 2013, by Teresa Morris as President of The Loma Farms Roadowners Maintenance Association, Inc., who is personally known to me or who produced _____ as identification and who did take an oath.

Albert C. Penson

NOTARY PUBLIC
My Commission Expires:

Respectfully submitted.



Albert C. Penson
ALBERT C. PENSON, ESQUIRE
Florida Bar No. 0334510
PENSON LAW FIRM, P.A.
1435 East Piedmont Drive, Suite 101
Tallahassee, Florida 32308
(850) 561-8000
(850) 561-8030 – Facsimile
Primary E-Mail: acp@pendd.com
Secondary E-Mail: chs@pendd.com
Attorneys for Petitioner

State of Florida



Department of State

*I certify that the attached is a true and correct copy of the Articles
of Incorporation of*

THE LOMA FARMS ROADOWNERS MAINTENANCE ASSOCIATION, INC.

*a corporation organized under the Laws of the State of Florida,
filed on January 12, 1984.*

The charter number for this corporation is G78406.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
12th day of January, 1984.



WP-104 CER-101

George Firestone
Secretary of State

13 OCT 30 AM '84
TALLAHASSEE, FLORIDA
56

EXHIBIT "A"

ARTICLES OF INCORPORATION
OF

THE LOMA FARMS ROADOWNERS MAINTENANCE ASSOCIATION, INC.

FILED

JAN 12 2 58 PM '84

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

13 OCT 30 AM 8:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, by these presents, hereby forms a close corporation under Chapter 608², Part II, Florida Statutes.

ARTICLE I. NAME.

The name of this corporation is THE LOMA FARMS ROADOWNERS MAINTENANCE ASSOCIATION, INC.

ARTICLE II. NATURE OF BUSINESS.

The general nature of the business to be transacted by this corporation is: to maintain the roads.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 34 shares of common stock having a nominal or par value of \$100.00 per share.

ARTICLE IV. INITIAL CAPITAL.

The amount of capital with which this corporation will begin business is \$500.00.

ARTICLE V. TERM OF EXISTENCE.

This corporation is to exist perpetually.

ARTICLE VI. ADDRESS.

The initial street address of the principal office of this corporation in the State of Florida is 6497 Thomasville Road, Tallahassee, Florida 32312.

ARTICLE VII. MANAGEMENT.

This corporation shall be managed by the Stockholders pursuant to Section 608.72, Florida Statutes.

ARTICLE VIII. SUBSCRIBERS.

The name and street address of the subscriber to these Articles of Incorporation, the number of shares of stock he agrees to take and the value of the consideration therefore are:

NAME	ADDRESS	SHARES	CONSIDERATION
Leo Crutchfield	6497 Thomasville Rd. Tallahassee, Fl. 34312	34	\$500.00

ARTICLE IX. AMENMENT.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Stockholders by a majority of the stock entitled to vote thereon.

Leo Crutchfield
LEO CRUTCHFIELD

STATE OF FLORIDA

COUNTY OF LEON

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the state and county named above to take acknowledgments, personally appeared LEO CRUTCHFIELD, to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the county and state named above this 12th day of January, 1984.

John H. Conner Jr.
Notary Public
My Commission Expires:

Notary Public, State of Florida at Large
My Commission Expires May 4, 1984
Notary Public, State of Florida at Large

Bylaws of Loma Farms Roadowners
Maintenance Association, Inc.

\$ 25.00
per year

Article I

Identification

Section 1.01. Name. The name of the Corporation is Loma Farms Roadowners Maintenance Association, Inc. Hereinafter it shall be referred to as "the Association".

Section 1.02. Registered Office and Registered Agent. The address of the registered office of the Association is 6497 Thomasville Road, Tallahassee, Florida 32312, and the name of the registered agent at this address is Leo Crutchfield. Either the office or the registered agent may be changed by an appropriate Resolution of the Board of Directors.

Section 1.03. Seal. The seal of the Association shall be circular in form and mounted upon a metal or plastic die, suitable for impressing upon paper. About the upper periphery of the seal shall appear the words "Loma Farms Association" and about the lower periphery of it the word "Florida". In the center of the seal shall appear the words "Corporate Seal" and "1983".

Section 1.04. Fiscal Year. The fiscal year of the Association shall begin on the first day of July in each year and shall end on the last day of June of the following year.

Article 2

Capital Stock

Section 2.01. Payment for Shares. Each property owner in the Loma Farms subdivision, an unrecorded subdivision in Leon County, Florida, shall be entitled to one share of the stock per lot which he owns within the subdivision.

Section 2.02. Certificated Representing Shares and Restrictions. A certificate representing each ownership shall be issued upon the payment to the Association of the first assessment made by the Association against such property. Each certificate shall bear on its reverse side, the following legend: "This (These) share(s) require(s) ownership in real property which is subject to restrictive covenants and road way easements, recorded in the public records of Leon County, Florida, in official record book 894, page 1991-1994 This (These) share(s) may only be transferred by the holder to his assigns or successors in title in fee simple, of all or a portion of the property held by him in an unrecorded subdivision in Leon County, named Loma Farms, which is described in the above recorded document; except that these shares may also be transferred to the Association by redemption.

EXHIBIT "B"

Section 2.03. Voting Shares. All shares shall remain outstanding, once sold, unless redeemed by the Association. However no shares shall be entitled to vote if owner of that share has not paid, up to date, the assessment made against the land underlying the share.

Article 3.

Meetings of Shareholders

Section 3.01. Place of Meetings. Meetings of the shareholders of the Association shall be held at the registered office of the Association, or at such other place as may be determined by the Board of Directors.

Section 3.02. Annual Meeting. An annual meeting of the shareholders shall be held each year during the month of July at a date and time to be established by the Board of Directors. Failure to hold the annual meeting at the designated date and time shall not work a forfeiture or dissolution of the Association; nevertheless the Directors shall endeavor to select a date and time convenient to the largest number of shareholders.

Section 3.03. Special Meetings. Special meetings of the shareholders may be called by the President, or by the Secretary upon his receiving a petition signed by no less than 25% of all shareholders qualified to vote as provided for in Section 2.03 of these Bylaws. Such a petition shall name the time and the place of the proposed meeting. Upon the receipt of the petition and upon his verification that the signatures thereon are those of current property owners whose assessments are paid up, the Secretary shall notify all persons eligible to vote as shareholders of the proposed time and place of the meeting, which must be no less than two weeks subsequent to his receipt of the petition and no less than one week subsequent to the date of mailing the notice.

Section 3.04. Quorum. Twenty five percent of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at any meeting of shareholders.

Section 3.05. Voting Proxies. A shareholder may vote either in person or by proxy executed in writing by the shareholder or by his duly authorized attorney-in-fact. No proxy shall be valid after three months from the date of its execution unless otherwise provided in the proxy. Shareholders shall be entitled to one vote for each share held. Unless otherwise provided, a majority of shares voted shall prevail on all matters.

Article 4

The Board of Directors

Section 4.01. Number and Qualifications. The business and affairs of the Association shall be managed by a Board of five (5) Directors. The number of Directors may be increased, from time to time, by amendment of this section. Directors, at the time of their election, and at all times during their term of office, must be qualified to vote as provided for in Section 2.03.

Section 4.02. Election. Members of the initial Board of Directors shall hold office until the first annual meeting of the shareholders and until their successors have been elected and qualified. At the first annual meeting of shareholders, and at each annual meeting thereafter, the shareholders shall elect Directors to hold office until the next succeeding annual meeting. Each Director shall hold office for the term for which he is elected (unless disqualified under the requirements of Section 4.01) and until his successor shall be elected and qualified.

Section 4.03. Vacancies. Any vacancy occurring in the Board of Directors may be filled only by an election at a special meeting of the shareholders.

Section 4.04. Meetings. The annual meeting of the Board of Directors shall take place immediately following the annual meeting of shareholders. Thereafter the Board of Directors shall meet no less frequently than once every four months. The time and place of such subsequent meetings shall be as determined by the Board, but such meetings shall not be outside of Leon County. Notice of Board of Directors meetings may be communicated by telephone. Additional meetings of the Board of Directors may be held upon the call of the President. Shareholders entitled to vote under Section 2.03 may attend, but may not participate, in Board meetings.

Section 4.05. Quorum. Three (3) Directors shall constitute a quorum for the transaction of business.

Section 4.06. Loans. The Board of Directors shall have the following limited power to borrow funds: they may borrow money for the purposes of maintaining the roads, however no such loan shall be for a period in excess of six months, and the amount of such loans (including all interest due thereunder) shall not exceed the total amount of assessments due to be received during the same six month period. Thereafter no such new loan may be made for six months.



Article 5

The Officers

Section 5.01. Officers. The officers of the Association shall consist of a President, a Vice President, a Secretary and a Treasurer. Such officers shall be elected from the Board of Directors at the annual meeting of the Board.

Section 5.02. Vacancies. Whenever any vacancies shall occur in any office by death, resignation or otherwise, the same shall be filled from and by the Board of Directors, and the officer so elected shall hold office until his successor is chosen and elected.

Section 5.03. The President. The President shall serve as the chief presiding officer over all meetings of the Board of Directors and as the chief executive officer of the Association. As such he shall be entitled to execute all contracts, notes and other documents necessary to carry out the business of the association as determined by appropriate resolution of the Board.

Section 5.04. The Vice-President. The Vice-President shall serve as the chief presiding officer and chief executive officer of the Association in the absence of the President.

Section 5.05. The Secretary. The Secretary shall be responsible for taking and maintaining the Minutes of the shareholders and Board, together with all other corporate records. The Secretary shall also be responsible for notifying all Directors and shareholders of all regular or special meetings. The Secretary shall also be responsible for all correspondence of the Association.

Section 5.06. The Treasurer. The Treasurer shall be responsible for maintaining all books and accounts of the Association. The Treasurer shall also be responsible for the receipt of all assessments, the deposit of all assessments and the disbursement of all funds. However, no disbursements may occur without the co-signature of the President (or in his absence, the Vice-President). As Treasurer he shall keep correct and complete records of account, showing accurately at all times the financial condition of the Association. He shall immediately deposit all funds of the Association coming into his hands in some reliable bank or other depository to be designated by the Board of Directors, and shall keep this bank account in the name of the Association. He shall furnish at meetings of shareholders and of the Board of Directors, or whenever requested, a statement of the financial condition of the Association, and shall perform such other duties as the Bylaws may provide or the Board of Directors may prescribe.

Article 6

Renumeration

No Shareholder, Director, or officer shall be entitled to such capacity to any renumeration by way of wages, salary or fees for his service. However, any shareholder, Director, or officer may submit a request to the Board of Directors for repayment of actual expenses incurred by him on behalf of the Association. Before approving any request, the Board shall require reasonable documentation or other proof of the expenditure and such proof shall be made a part of the minutes of the Association.

Article 7

Assessments against Property

The Board of Directors shall determine, at their annual meeting the annual amounts necessary to pay the expenses of the Association and to properly maintain the roads of the Lona Farm subdivision, for the next fiscal year. Such responsibility shall not extend to those roads, etc, which are maintained by Leon County, by the State of Florida or by any other government entity. Such assessments may be payable on a semi-annual or annual basis at the sole discretion of the Board of Directors. Notice of all such assessments, and payments as they are due, shall be provided to the shareholders by first class mail, at their address as it appears on the deed to the lot(s) owner or such other address as he may have arranged with the Association to be placed on its books. All such annual assessments shall become a lien on the property as of August of each fiscal year. The Board of Directors shall annually establish a reasonable interest rate to be charged on all delinquent payments. Failure to make any payment within 30 days after it becomes due shall constitute default, and the Board of Directors shall proceed immediately with foreclosure proceedings against such property. The Board of Directors is authorized to receive a deed in lieu of foreclosure or other appropriate means of discharging the lien and curing the default, but only if all interest, incidental expenses and costs of attorneys fees relating to the default and foreclosure have been paid.

Article 8

Section 8.01. Bylaws. These Bylaws may be amended at any meeting of the shareholders at which at least fifty percent (50%) of all shares entitled to vote are represented.

Section 8.02. Articles of Incorporation. The Articles of Incorporation may be amended at any meeting of the shareholders at which at least fifty one percent (51%) of all shares entitled to vote are represented.

LOMA FA 25

MC 894 PAGE 1991

SCHEDULE B

RESTRICTIVE COVENANTS

1. No building, fence, wall or other structure shall be commenced, erected or maintained upon said real estate, nor shall any exterior addition to or change or alteration thereon be made until the plans and specifications showing the nature, kind, shape, height, materials and location of the same shall have been submitted to and approved in writing as to harmony of external design and location in relation to surrounding structure and topography by an Architectural Control Committee composed of Leon Crutchfield or such person or persons designated by him. The Architectural Control Committee shall have the absolute and exclusive right to refuse to approve any such building plans and specifications and/or any lot grading and landscaping plans of the developer of said land or contiguous lands. Such building plans and specifications shall consist of not less than the following: foundation plans, floor plans of all floors, section details, elevation drawings of all exterior walls, roof plans and plot plan showing location and orientation of all buildings and other structures and improvements proposed to be constructed on the building plot, with all building restriction lines shown. In addition, there shall be submitted to the Architectural Control Committee for approval such samples of building materials proposed to be used as the Architectural Control Committee shall specify and require.
2. No building shall be located on any lot nearer than 50 feet from the front line or nearer than 20 feet from either side lot line, or 40 feet from any back lot line. Said property shall not be used except for residential purposes. No building, except as may otherwise be provided in these restrictions, shall be erected, altered, placed or permitted to remain on any lot other than one detached, single-family dwelling, not to exceed two and one-half stories in height. No residence shall be constructed on said property with a square footage of less than 1800 square feet, exclusive of porches and garages.
3. Said land shall not be subdivided into lots of less than 28,000 square feet.
4. No noxious or offensive activity shall be carried on upon any lot, nor shall anything be done thereon which may be or become an annoyance or nuisance to the neighborhood.
5. No structure of a temporary character, trailer, basement, tent, shack or other outbuilding shall be used at any time as a residence, either temporarily or permanently.
6. Said property shall be used for residential purposes only.
7. The grantees, and/or their successors in title, agree to pay the pro rata costs of maintaining the road adjacent to and contiguous to the above property. Said pro rata share shall be ascertained by the number of feet of said property fronting on such road. Should the grantees or their successors in title fail to pay such paving or maintenance costs, the grantees shall have a lien on the above property for the amount of such costs, which lien may be enforced by foreclosure by the Architectural Control Committee or by an action at law, and the Architectural Control Committee, in any such legal proceeding, shall be entitled to costs incurred, including a reasonable attorney's fee.

SCHEDULE B, continued

8. Grantees covenant for themselves and their successors in title that, if and when a homeowners' association is formed relating to above described property, they will join such homeowners' association.

XFINITY Connect

jmo1002426@comcast.net

± Font Size

Neighborhood Annual Meeting and Holiday Party**From :** pbwilliams@embarqmail.com

Tue, Nov 27, 2012 04:19 AM

Subject : Neighborhood Annual Meeting and Holiday Party

4 attachments

To : Ellene Reeder <ellenerose@embarqmail.com>, Tippy Amick <tippy@nettally.com>, Gary & Judy Allamon <jpallamon@comcast.net>, Laurie Blank <Lblank16@comcast.net>, Woody & Armie Chase <chasehome75@hotmail.com>, Brian & Roberta Mand <Winnerawd@aol.com>, Donna Chason <Donnachason@yahoo.com>, Bob Crawford <bcrawford@nettally.com>, Ed Hague <edhague@comcast.net>, Betsy Hague <bsh01@comcast.net>, Rick Harper <harper.ricky@gmail.com>, Gail Harper <harper.gail7@gmail.com>, Jim & Nancy Herndon <Herndon1987@embarqmail.com>, Jan Jensen <jjensen770@aol.com>, Bobby & Kimbro <BobbyKimbro.coastmasters@live.com>, David Mims <dgmims@gaf-alarms.com>, Debbie Mims <Tdmims@gaf-alarms.com>, Jim & Teresa Morris <Jmo1002426@comcast.net>, Kay Pons <Kaypons@comcast.net>, Rita Rewiski <Rita@nettally.com>, Doug & Marlene Turner <dmtturner12002@yahoo.com>, Marilyn Walker <mlwalker@comcast.net>, Patty Williams <pbwilliams@embarqmail.com>, Paul & Lolita Brawner <Psbrawner@comcast.net>, Rupert & Dawn Dennis <dkhd114@aol.com>, Lance Kerwin <LKerwin7@comcast.net>, Sharyn Kerwin <Sharyn24@comcast.net>, Mike Schneider <Schneider.m@lycos.com>, Lee Benoit <LeeBenoit@comcast.net>, Nancy Chorba <NancyChorba@comcast.net>, Janice Scholz <holino1@bellsouth.net>

Dear Neighbors:

The annual business meeting/holiday party of the Neighborhood Association is scheduled for December 9th at 4:00 p. m. in the cul-de-sac on Lora Farm Place. The business meeting will be conducted at 4:00 followed by the party. Please bring a covered dish of your choice and your lawn chair. Several people have volunteered to bring soup or chili.

Attached is the agenda for the business meeting and the Amended and Restated Declarations of Covenants and the Restrictive Covenants for your review prior to the meeting. During the business meeting revisions to the Association's Declaration of Covenants and Restrictive Covenants will be discussed. Revisions to the Articles of Incorporation and Bylaws cannot be completed until the Association's for-profit or not-for-profit status has been legally clarified. When the Association was established it was registered as a for-profit organization, but we have functioned as a not-for-profit organization. The attorney assisting with the current revisions recommends we complete the process to legally change the Association's status to not-for-profit. The annual report fee for a not-for-profit corporation is \$61.25 and for a profit corporation is \$150.00. Over 10 years, this would be a savings of \$887.50. In order to initiate this process, all lot owners must agree to this decision. Attached is a "Consent/Opposition To Proposed Petition to Change Corporate Status to Not-For-Profit". Please bring the signed form to the business meeting or return it to a Board member (Teresa Morris, Patty Williams, Chuck Reeder or Teddy Payne). A petition that is not returned by the close of the meeting will be considered an affirmative vote.

The election of the Board of Directors will also be conducted at the business meeting. An additional member needs to be added to our Board of Directors and a vote taken to retain the current members or elect new ones. If you are interested in serving on the Board or nominating someone to serve, please let me or another member of the Board know. If you are nominating someone, please make sure they are interested in serving before submitting their name. Please note that you will be receiving a hard copy of this letter and the petition this week.

I look forward to seeing everyone and if you have any questions, please give me a call.

Thank you.

Teresa S. Morris
President

Meeting Agenda 12-9-12.docx
14 KB

EXHIBIT "C"

**CONSENT/OPPOSITION
TO PROPOSED PETITION TO CHANGE
CORPORATE STATUS TO NOT-FOR-PROFIT**

THE UNDERSIGNED, as Owner of Lot (s) 11 in the unrecorded
subdivision known as LOMA WOODS, hereby: (3717 LOMA FARM RD)

CONSENTS TO ✓

OPPOSES

the filing of a petition to correct the corporate status of the LOMA FARMS ROADOWNERS
MAINTENANCE ASSOCIATION, INC. from a for profit entity to a not-for-profit entity.

Date: 12/7/12


LOT OWNER

FILED
13 OCT 30 AM 8:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Composite
EXHIBIT "D"

**CONSENT/OPPOSITION
TO PROPOSED PETITION TO CHANGE
CORPORATE STATUS TO NOT-FOR-PROFIT**

THE UNDERSIGNED, as Owner of Lot (s) Lot 3, Block "A" in the unrecorded subdivision known as LOMA WOODS, hereby:

CONSENTS TO _____
OPPOSES _____

✓

the filing of a petition to correct the corporate status of the LOMA FARMS ROADOWNERS MAINTENANCE ASSOCIATION, INC. from a for profit entity to a not-for-profit entity.

Date:

12-3-12

Marilyn W. Fritzsche
LOT OWNER

Marilyn W. Fritzsche

CLERK OF STATE
TALLAHASSEE, FLORIDA

18 OCT 30 AM 8:57

FILED

**CONSENT/OPPOSITION
TO PROPOSED PETITION TO CHANGE
CORPORATE STATUS TO NOT-FOR-PROFIT**

THE UNDERSIGNED, as Owner of Lot (s) _____ in the unrecorded
subdivision known as LOMA WOODS, hereby:

CONSENTS TO

OPPOSES

the filing of a petition to correct the corporate status of the LOMA FARMS ROADOWNERS
MAINTENANCE ASSOCIATION, INC. from a for profit entity to a not-for-profit entity.

Date:

12/1/12

Tom & Lance Scholz
LOT OWNER

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

13 OCT 30 AM 8:57

FILED

**CONSENT/OPPOSITION
TO PROPOSED PETITION TO CHANGE
CORPORATE STATUS TO NOT-FOR-PROFIT**

THE UNDERSIGNED, as Owner of Lot (s) _____ in the unrecorded
subdivision known as LOMA WOODS, hereby:

CONSENTS TO _____
OPPOSES _____

RECORDARY OF STATE
TALLAHASSEE, FLORIDA

13 OCT 30 AM 8:57

FILED

the filing of a petition to correct the corporate status of the LOMA FARMS ROADOWNERS
MAINTENANCE ASSOCIATION, INC. from a for profit entity to a not-for-profit entity.

Date: 12/9/12

James E. Morris
LOT OWNER

**CONSENT/OPPOSITION
TO PROPOSED PETITION TO CHANGE
CORPORATE STATUS TO NOT-FOR-PROFIT**

THE UNDERSIGNED, as Owner of Lot (s) 3648 LOMA FARM RD in the unrecorded
subdivision known as LOMA WOODS, hereby:

CONSENTS TO

X

OPPOSES

FILED
13 OCT 30 AM 8:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

the filing of a petition to correct the corporate status of the LOMA FARMS. ROADOWNERS
MAINTENANCE ASSOCIATION, INC. from a for profit entity to a not-for-profit entity.

Date:

12/9/2012

Charles Reed
LOT OWNER

Ellene Reed

**CONSENT/OPPOSITION
TO PROPOSED PETITION TO CHANGE
CORPORATE STATUS TO NOT-FOR-PROFIT**

FILED
13 OCT 30 AM 8:57
SECRETARY OF STATE
TALLAHASSEE FLORIDA

THE UNDERSIGNED, as Owner of Lot (A) 10 in the unrecorded
subdivision known as LOMA WOODS, hereby:

CONSENTS TO ✓

OPPOSES

the filing of a petition to correct the corporate status of the LOMA FARMS ROADOWNERS
MAINTENANCE ASSOCIATION, INC. from a for profit entity to a not-for-profit entity.

Date: 12/8/12

Constant W. Chase Jr
LOT OWNER

**CONSENT/OPPOSITION
TO PROPOSED PETITION TO CHANGE
CORPORATE STATUS TO NOT-FOR-PROFIT**

THE UNDERSIGNED, as Owner of Lot (s) 3579 in the unrecorded
subdivision known as LOMA WOODS, hereby:

CONSENTS TO ✓
OPPOSES _____

RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

13 OCT 30 AM 8:57

the filing of a petition to correct the corporate status of the LOMA FARMS ROADOWNERS
MAINTENANCE ASSOCIATION, INC. from a for profit entity to a not-for-profit entity.

Date: 12-6-12

Diana S. Susan Payne
LOT OWNER

**CONSENT/OPPOSITION
TO PROPOSED PETITION TO CHANGE
CORPORATE STATUS TO NOT-FOR-PROFIT**

FILED
13 OCT 30 AM 8:57
SECRETARY OF STATE
ALLAHASSEE, FLORIDA

THE UNDERSIGNED, as Owner of Lot (s) 3714 in the unrecorded
subdivision known as LOMA WOODS, hereby:

CONSENTS TO
OPPOSES

✓

the filing of a petition to correct the corporate status of the LOMA FARMS ROADOWNERS
MAINTENANCE ASSOCIATION, INC. from a for profit entity to a not-for-profit entity.

Date: 12.3.12

Sharon Kei
LOT OWNER

**CONSENT/OPPOSITION
TO PROPOSED PETITION TO CHANGE
CORPORATE STATUS TO NOT-FOR-PROFIT**

THE UNDERSIGNED, as Owner of Lot (s) 4A & 5A in the unrecorded
subdivision known as LOMA WOODS, hereby:

CONSENTS TO
OPPOSES

✓

the filing of a petition to correct the corporate status of the LOMA FARMS ROADOWNERS
MAINTENANCE ASSOCIATION, INC. from a for profit entity to a not-for-profit entity.

Date:

12-9-12

LOT OWNER

R. W. Crawford

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

13 OCT 30 AM 8:57

FILED

ARTICLES OF INCORPORATION

OF

THE LOMA FARMS ROADOWNERS MAINTENANCE ASSOCIATION, INC.

We, the undersigned, as President and Secretary of The Loma Farms Roadowners Maintenance Association, Inc., subscribe to these Articles of Incorporation, being competent to contract, hereby execute this document for the purpose of becoming a not for profit corporation under the laws of the State of Florida.

ARTICLE I: NAME

The name of this corporation shall be:

THE LOMA FARMS ROADOWNERS MAINTENANCE ASSOCIATION, INC.

The principal place of business of this corporation shall be 3579 Loma Road, Tallahassee, Florida 32309, but it shall have the power to transact business in any other place or places both within and without the State of Florida and throughout the world. The mailing address of the corporation shall be 3579 Loma Farm Road, Tallahassee, Florida 32309. The annual meeting of the stockholders shall be held at the place designated by the Board of Directors.

ARTICLE II: NATURE AND PURPOSE

The general nature of the business to be transacted and carried on by this corporation and its object and purposes are to provide for the preservation of the values, amenities and desirability of the members of the Association and to administer and enforce the applicable Declaration of Covenants and to conduct any and all lawful business consistent with the provisions hereinafter set out or provided and it shall have all the powers conferred by the laws of the State of Florida upon not for profit corporations as fully and to the same extent as natural persons might or could do in all parts of the world.

FILED
18 OCT 30 AM 8:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The foregoing and following provisions shall be construed as objects in furtherance and not in limitation of the general powers conferred by the laws of the State of Florida and the enumeration in these Articles of specific powers and objects shall not be held to limit or restrict in any manner the powers of this corporation; but this corporation may do all and everything necessary, suitable or proper for the accomplishment of any purpose or object, either along or in association with other corporations, firms or individuals, to the same extent and as fully as individuals might or could do as principals, agents, contractors or otherwise.

ARTICLE III: MEMBERSHIP

Membership shall be open to any person owning a lot(s) in the unrecorded subdivision known as Loma Farms in Leon County, Florida.

ARTICLE IV: MANNER OF ELECTION

The Directors are elected by a majority vote of the Members. Elections shall be at the Annual Meeting, except as otherwise set forth in the Bylaws.

ARTICLE V: INITIAL DIRECTORS AND/OR OFFICERS

The name and post office address of the Directors/Officers who shall serve as the first Directors of the Board of directors and Officers of the corporation who shall hold office until their successor are elected or appointed and have qualified, are as follows:

Teresa Morris	President/Director 3676 Loma Farm Road Tallahassee, Florida 32309
---------------	---

C.R. Reeder	Secretary/Director 3648 Loma Farm Road Tallahassee, Florida 32309
-------------	---

Patty Williams

VP/Director
6320 Loma Farm Road
Tallahassee, Florida 32309

Teddy F. Payne

Treasurer/Director
3579 Loma Farm Road
Tallahassee, Florida 32309

FILED
13 OCT 30 AM 8:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

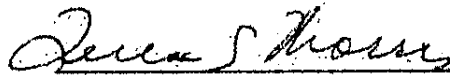
ARTICLE VI: REGISTERED AGENT

Teddy F. Payne is designated as the corporation's agent to accept service of process within Florida at 3579 Loma Farm Road, Tallahassee, Florida 32309

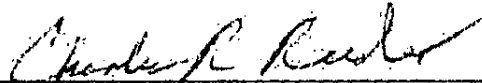
ARTICLE VII: INCORPORATOR

The name and address of the existing President is Teresa Morris of 3676 Loma Farm Road, Tallahassee, Florida 32309.

IN WITNESS WHEREOF, we, the undersigned have made, subscribed and acknowledged these Articles of Incorporation this 1st day of July, 2013.



Teresa Morris
President

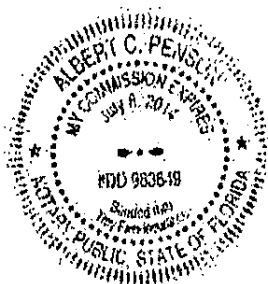


C.R. Reeder
Secretary

STATE OF FLORIDA
COUNTY OF LEON

The foregoing instrument was acknowledged before me by Teresa Morris as President of The Loma Farms Roadowners Maintenance Association, Inc., who is personally known to me or who has produced _____ as identification, and is known to be the person described in and who executed the foregoing instrument and acknowledged to and before me that she executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this 1st day of July, 2013.



Albert C. Pensley
Notary Public
My Commission Expires: _____

FILED
19 OCT 30 AM 8:57
CLERK OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF LEON

The foregoing instrument was acknowledged before me by C.R. Reeder as Secretary of The Loma Farms Roadowners Maintenance Association, Inc., who is personally known to me or who has produced _____ as identification, and is known to be the person described in and who executed the foregoing instrument and acknowledged to and before me that she executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this 1st day of July, 2013.



Albert C. Reeder
Notary Public
My Commission Expires: _____


ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

STATE OF FLORIDA
OFFICE OF THE SECRETARY OF STATE

FILED
19 OCT 30 AM 8:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, Teddy F. Payne, having been designated as Agent for the service of process with the State of Florida, upon THE LOMA FARMS ROADOWNERS MAINTENANCE ASSOCIATION, INC. a corporation, organized under the laws of the State of Florida, does hereby accept the appointment as such agent for the above-named corporation.

IN WITNESS WHEREOF, the name of said registered agent is hereunto affixed at Tallahassee, Leon County, Florida, this 1ST day of July, 2013.


TEDDY F. PAYNE