

N/14000010867

**Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet**

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H16000040988 3)))



H160000409883ABC3

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

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

From:

Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 205-8842
Fax Number : (850) 878-5368

RE-SUBMIT

**Please retain original filing
date of submission 2/17**

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

**COR AMND/RESTATE/CORRECT OR O/D RESIGN
RILEY OAKS HOMEOWNERS ASSOCIATION INC.**

Certificate of Status	0
Certified Copy	1
Page Count	078
Estimated Charge	\$43.75

RECEIVED
16 FEB 23 PM 1:10

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
16 FEB 17 PM 5:57

2/23/2016 12:10:33 PM From: To: 8506176380(2/8)
850-617-6381 2/18/2016 11:43:40 AM PAGE 1/001 Fax Server



February 18, 2016

FLORIDA DEPARTMENT OF STATE
Division of Corporations

RILEY OAKS HOMEOWNERS ASSOCIATION INC.
8051 TARA LANE
JACKSONVILLE, FL 32216US

SUBJECT: RILEY OAKS HOMEOWNERS ASSOCIATION INC.
REF: N14000010867

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
16 FEB 17 1 53 PM

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 there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

If you have any questions concerning the filing of your document, please call (850) 245-6838.

Cheryl R McNair
Regulatory Specialist II

FAX Aud. #: E16000040988
Letter Number: 716A00003379

RECEIVED
16 FEB 23 PM 1:10
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RE-SUBMIT
Please retain original filing
date of submission 2/17

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
16 FEB 17 11:55 ET

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION**

OF

RILEY OAKS HOMEOWNERS ASSOCIATION, INC.

The undersigned, being above the age of eighteen (18) years and competent to contract, for the purpose of organizing a not for profit corporation pursuant to the laws of the State of Florida, does hereby agree and certify (i) that the following Amended and Restated Articles of Incorporation were adopted by the Board of Directors as of the date hereof, (ii) that there are currently no members entitled to vote on the following Amended and Restated Articles of Incorporation, and (iii) further agree and certify as follows:

ARTICLE 1- NAME

The name of this corporation shall be Riley Oaks Homeowners Association, Inc. (the "Corporation").

ARTICLE 2- COMMENCEMENT OF CORPORATE EXISTENCE

This Corporation shall commence corporate existence on November 25, 2014 and shall exist in perpetuity.

ARTICLE 3- PRINCIPAL OFFICE AND MAILING ADDRESS

The initial principal office and mailing address of the Corporation shall be located at 680 Crosswater Parkway, Ponte Vedra, Florida 32081.

ARTICLE 4- DEFINITIONS

All capitalized terms used herein which are not defined shall have the same meaning as set forth in that certain Amended and Restated Declaration of Covenants, Conditions, and Restrictions for Riley Oaks, recorded or to be recorded in the Official Records of Duval County, Florida, as same may be amended and/or restated from time to time (the "Declaration").

ARTICLE 5- PURPOSES AND POWERS

5.1 Purposes. The purposes for which this Corporation is organized are:

(a) to operate as a not-for-profit residential homeowners' association in which voting membership is made up of Lot Owners as contemplated by Chapter 720, Florida Statutes, as the same may be amended from time to time;

(b) to be and constitute the Association described in the Declaration, to perform all obligations and duties of the Association, and to exercise all rights and powers of the Association, as specified therein, in the Bylaws of the Corporation, and as provided by law; and

(c) to protect the interests of the owners of real property subject to the Declaration.

5.2 Powers. This Corporation shall have the right to transact any and all lawful business as a not-for-profit residential homeowners' association as contemplated by Chapter 720, Florida Statutes, as the same may be amended from time to time. This Corporation shall also have all of the powers enumerated in the Chapter 617, Florida Statutes (Florida Not for Profit Corporation Act), Chapter 607, Florida Statutes (Florida Business Corporation Act) (as such Florida Business Corporation Act may apply to this not for profit corporation), as the same now exist and as hereafter amended, and all such other powers as are permitted by applicable Florida statutory and common law, including, without limitation and only by illustration, the following:

(a) all of the powers necessary or desirable to perform the obligations and duties and to exercise the rights and powers set out in these Articles, the Bylaws, or the Declaration;

(b) to fix and to collect assessments and other charges to be levied against the Lots;

(c) to manage, control, operate, maintain, repair, and improve property subject to the Declaration or any other property for which the Corporation by rule, regulation, covenant, or contract has a right or duty to provide such services;

(d) to enforce covenants, conditions, or restrictions affecting any property to the extent the Corporation may be authorized to do so under the Declaration or Bylaws;

(e) to engage in activities which will actively foster, promote, and advance the common interests of all owners of real property subject to the Declaration;

(f) to buy or otherwise acquire, sell, or otherwise dispose of, mortgage, or otherwise encumber, exchange, lease, hold, use, operate, and otherwise deal in and with real and personal property of all kinds and any right or interest therein for any purpose of the Corporation, subject to such limitations as may be set forth in the Declaration or Bylaws;

(g) to borrow money for any purpose, subject to such limitations as may be set forth in the Declaration or the Bylaws;

(h) to enter into, make, perform, or enforce contracts of every kind and description, and to do all other acts necessary, appropriate, or advisable in carrying out any purpose of the Corporation, with or in association with any other association, corporation, or other entity or agency, public or private;

(i) to adopt, alter, and amend or repeal such Bylaws as may be necessary or desirable for the proper management of the affairs of the Corporation; provided, however, such Bylaws may not be inconsistent with or contrary to any provisions of the Declarations;

(j) to elect or appoint officers and agents and define their duties and fix their compensation, if any;

(k) to have and exercise all powers necessary or convenient to effect its purposes.

The foregoing enumeration of powers shall not limit or restrict in any manner the exercise of other rights and powers which may now or hereafter be permitted by law; the powers specified in each of the subsections of this Article V are independent powers, not to be restricted by reference to or inference from the terms of any other paragraph of this Article. The Corporation shall make no distributions of income to its members, directors, or officers.

5.3 Storm Water Management. In addition to the purposes and powers set forth in Sections 5.1 and 5.2 above, the Corporation shall have the following purposes, duties and powers:

(a) The Corporation shall operate, maintain and manage the storm water management system(s) in a manner consistent with the requirements of the St. Johns River Water Management District (the "Agency") permit and applicable Agency rules, and shall assist in the enforcement of the restrictions and covenants contained herein.

(b) The Corporation shall levy and collect adequate assessments against members of the Corporation for the costs of maintenance and operation to the storm water management system.

(c) The assessments shall be used for the maintenance and repair of the storm water management systems and mitigation or preservation areas, including but not limited to work within retention areas, drainage structures and drainage easements.

ARTICLE 6- MEMBERS

6.1 Lot Owners. The Owner of each Lot, as those terms defined in the Declaration, shall be a member of the Corporation and shall be entitled to vote in accordance with the terms of the Declaration, except there shall be no vote for any Lot owned by the Corporation. The manner of exercising voting rights shall be as set forth in the Declaration and in the Bylaws of the Corporation.

6.2 Membership Change. Change of membership in the Corporation shall be established by recording in the Official Records of Duval County, Florida, a deed or other instrument establishing record title to real property subject to the Declaration. Upon such recordation, the owner designated by such instrument shall become a member of the Corporation and the membership of the prior owner with regard to such real property shall be terminated.

6.3 Member Interest in Assets, Liabilities, etc. The share of a member in the funds, liabilities and assets of the Corporation cannot be assigned, hypothecated, or transferred in any manner, except as an appurtenance of its Lot.

ARTICLE 7- INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation shall be located at 250 East Colonial Drive, Suite 300, Orlando, Florida 32801, and the initial registered agent of the Corporation at that address shall be John Kingman Keating. The Corporation may change its registered agent or the location of its registered office, or both, from time to time without amendment of these Articles of Incorporation.

ARTICLE 8- BOARD OF DIRECTORS

The manner in which the Board of Directors of the Corporation are elected and appointed is as set forth in the Bylaws. The initial Board of Directors of the Corporation shall consist of three (3) directors. The number of directors of the Corporation shall be specified, from time to time, by the Bylaws provided, however, that the number of directors shall never be less than three (3). The name and street address of the initial Board of Directors of this Corporation are:

<u>Director</u>	<u>Street Address</u>
Jon Morris	680 Crosswater Parkway Ponte Vedra, Florida 32081
Steve Martin	680 Crosswater Parkway Ponte Vedra, Florida 32081
Keith Donnelly	680 Crosswater Parkway Ponte Vedra, Florida 32081

ARTICLE 9 - OFFICERS

The name and street address of the initial Officers of this Corporation are:

<u>Name and Title</u>	<u>Street Address</u>
Jon Morris, President	680 Crosswater Parkway Ponte Vedra, Florida 32081
Steve Martin, Vice President and Treasurer	680 Crosswater Parkway Ponte Vedra, Florida 32081
Keith Donnelly, Secretary	680 Crosswater Parkway Ponte Vedra, Florida 32081

ARTICLE 10- INCORPORATOR

The name and street address of the person signing these Articles as incorporator is:

<u>Name</u>	<u>Street Address</u>
Keith Donnelly	680 Crosswater Parkway Ponte Vedra, Florida 32081

ARTICLE 11- INDEMNIFICATION

In addition to any rights and duties under applicable law, the Corporation shall indemnify and

hold harmless all of its directors, officers, employees and agents, and former directors, officers, employees and agents from and against all liabilities and obligations, including attorneys' fees and costs, incurred in connection with any actions taken or failed to be taken by said directors, officers, employees and agents in their capacity as such except for willful misconduct or gross negligence.

ARTICLE 12- DISSOLUTION AND AMENDMENT

12.1 Dissolution. The Corporation may be dissolved only as provided in the Bylaws and by the laws of the State of Florida; provided, however, in the event of termination, dissolution or final liquidation of the Corporation, the responsibility for the operation and maintenance of the storm water management system must be transferred to and accepted by an entity which complies with Rule 62-330.310, F.A.C., and Applicant's Handbook Volume I, Section 12.3, and be approved by the Agency prior to such termination, dissolution or liquidation.

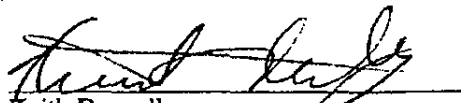
12.2 Amendments. Amendments to these Articles of Incorporation may be proposed and adopted as provided in Chapter 617, Florida Statutes; provided, no amendment may be in conflict with the Declaration, and provided, further, no amendment shall be effective to impair or dilute any rights of members that are governed by such Declaration. Any proposed amendment must be approved by Voting Members representing two-thirds (2/3) of the total Class "A" votes in the Corporation, and the consent of the Class "B" Member, if such exists.

ARTICLE 13- HEADINGS AND CAPTIONS

The headings or captions of these various Articles of Incorporation are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various articles shall not be influenced by any of said headings or captions.

IN WITNESS WHEREOF, I hereby submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

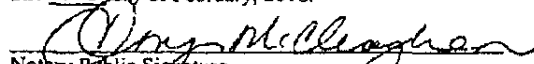
Dated this 12th day of February, 2016.


Keith Donnelly

STATE OF FLORIDA
COUNTY OF St. Johns

I HEREBY CERTIFY, as an officer duly authorized to take acknowledgments and oaths in the State and County aforesaid, that at the execution of this instrument on the date set forth below, Keith Donnelly personally appeared before me and executed or acknowledged his previous execution of this instrument. **I HEREBY FURTHER CERTIFY**, that Keith Donnelly is the same person either executing or acknowledging execution of the foregoing instrument because: ☒ I personally know him/her/them OR ☐ I have satisfactory evidence of same based upon a ☐ Florida driver's license or ☐ Other identification: _____.

WITNESS my hand and official seal in the State and County aforesaid this 12 day of February, 2016.


Notary Public Signature
(PLACE NOTARY NAME & SEAL IMMEDIATELY BELOW)



AMY MCCLLENAGHAN
MY COMMISSION # EE 859078
EXPIRES: December 17, 2016
Bonded Thru Budget Notary Services

2/23/2016 12:10:33 PM From: To: 8506176380(8/8)

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED**

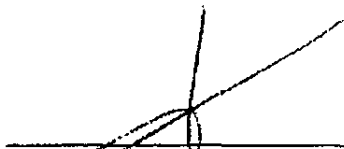
In compliance with sections 48.091 and 617.0501, Florida Statutes, the following is submitted:

Riley Oaks Homeowners Association Inc. (the "Corporation") desiring to organize as a domestic not for profit corporation or qualify under the laws of the State of Florida has named and designated John Kingman Keating as its Registered Agent to accept service of process within the State of Florida with its registered office located at 250 East Colonial Drive, Suite 300, Orlando, Florida 32801.

ACKNOWLEDGMENT

Having been named as Registered Agent to accept service of process for the Corporation at the place designated in this Certificate, I am familiar with and accept the appointment as Registered Agent and agree to act in this capacity.

DATED this 17th day of February, 2016.



John Kingman Keating
Registered Agent