

N15000002172

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

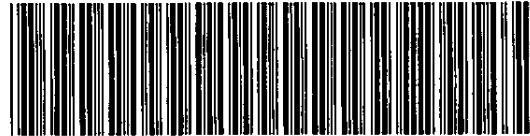
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



700274984047

09/14/15--01042--017 **35.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2015 SEP 14 PM 12:53

Amend

SEP 18 2015

I ALBRITTON

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Park 27 Distribution Center Owner's Association, Inc.

DOCUMENT NUMBER: NI5000002172

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

Please return all correspondence concerning this matter to the following:

Barry L. Hardy

(Name of Contact Person)

Duke Realty Corporation

(Firm/ Company)

3715 Davinci Court, Suite 300

(Address)

Peachtree Corners, GA 30092

(City/ State and Zip Code)

barry.hardy@dukerealty.com

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

For further information concerning this matter, please call:

Barry L. Hardy

707

638-2714

at

(Name of Contact Person)

(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

Park 27 Distribution Center Owner's Association, Inc.

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

N15000002172

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:

(Principal office address **MUST BE A STREET ADDRESS**)

C. Enter new mailing address, if applicable:

(Mailing address **MAY BE A POST OFFICE BOX**)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

(Florida street address)

New Registered Office Address:

(City)

Florida

(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2015 SEP 14 PM 12:53

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

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

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

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

See attached First Amendment to Articles of Incorporation of Park 27 Distribution Center Owner's Association, Inc.

which recites the revisions to Article IV of the Articles of Incorporation.

**FIRST AMENDMENT TO ARTICLES OF INCORPORATION OF PARK 27
DISTRIBUTION CENTER OWNER'S ASSOCIATION, INC.**

The original Articles of Incorporation of Park 27 Distribution Center Owner's Association, Inc. were filed with the office of the Secretary of State of the State of Florida on March 2, 2015. The undersigned Directors, being the sole duly elected Directors of the Corporation, hereby declare that the original Articles are amended in the following respects:

1. ARTICLE IV of the Articles of Incorporation is hereby deleted in its entirety and replaced with the following:

**"ARTICLE IV
Purposes and Powers**

The Corporation is not organized for pecuniary profit or financial gain, and no part of the Corporation's assets or income shall inure to the benefit of any Director, Officer or Member of the Corporation or any other private person except as may be authorized by the Board of Directors in accordance with the terms and provisions of the Bylaws of the Corporation with respect to compensation of Directors, Officers or Members of the Corporation for the rendition of unusual or exceptional services to the Corporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation; and the Corporation shall not participate in, or intervene in (including publishing or distributing statements) any political campaign on behalf of any candidate for public office.

The purposes for which the Corporation is formed, and the powers which may be exercised by the Board of Directors of the Corporation, are:

1. To own, operate, maintain, preserve or replace, and to provide architectural control over portions of that certain parcel of real property situate in Polk County, Florida, known as PARK 27 DISTRIBUTION CENTER, and described in Exhibit "A" to the Declaration and to those additional parcels of real property that may be annexed or otherwise added to the Property from time to time pursuant to the Declaration;
2. To acquire by gift, purchase or otherwise, own, build, improve, operate, repair, maintain and replace, lease, transfer, convey, or otherwise dispose of real property, buildings, improvements, fixtures and personal property in connection with the business and affairs of the Association;
3. To dedicate, sell or transfer all or any part of, or any interest in, the Common Areas to any public agency, taxing authority, or utility for such purposes

and subject to such conditions as may be agreed to by the Board of Directors, provided that such dedication, sale, or transfer is approved by a two-thirds (2/3) vote of the Board of Directors and prior written consent of the Declarant is obtained for so long as the Declarant owns one (1) Tract or portion thereof in the Property;

4. To establish, levy, collect and enforce payment of all assessments and charges pursuant to the terms and provisions of the Declaration or Bylaws of the Corporation and to use the proceeds thereof in the exercise of its powers and duties;

5. To pay all expenses in connection with and incident to the conduct of the business and affairs of the Corporation;

6. To borrow money and to pledge, mortgage or hypothecate any or all of the real or personal property owned by the Association as security for money borrowed or debts incurred by the Association;

7. To annex additional real property to the Property pursuant to the terms and provisions of the Declaration;

8. To exercise such powers which are now or may hereafter be conferred by law upon a Corporation organized for the purposes set forth herein, or which may be necessary or incidental to the powers so conferred;

9. To grant easements on or through the Common Areas or any portion thereof;

10. To exercise all of the powers and privileges, and to perform all of the duties and obligations, of the Corporation as set forth in the Declaration, as the same may be amended from time to time;

11. To promulgate or enforce rules, regulations, bylaws, covenants, restrictions or agreements to effectuate the purposes for which the Corporation is organized;

12. To contract for the management of the Corporation and to delegate in such contract all or any part of the powers and duties of the Association, and to contract for services to be provided to Owners such as, but not limited to, utilities services;

13. To purchase insurance upon the Property or any part thereof and insurance for the protection of the Association, its Officers, Directors and Owners;

14. To employ personnel and contract with professionals including, but not limited to, attorneys, accountants, architects and engineers to perform the services required for the proper operation of the Corporation;

15. To appear through its authorized agents before any legislative, judicial, administrative or governmental body concerning matters affecting the Property and/or the Association; and

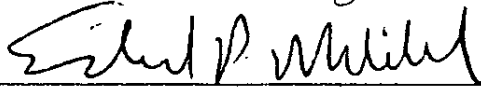
16. To operate and maintain the surface water management system permitted by the Southwest Florida Water Management District.

The foregoing clauses shall be construed both as purposes and powers, and the enumeration of specific purposes and powers shall not be construed to limit or restrict in any way the purposes and powers of the Corporation that may be granted by applicable law and any amendments thereto or otherwise conferred upon not-for-profit corporations by common law and the statutes of the State of Florida in effect from time to time."

2. Other than as modified above the Articles of Incorporation shall remain in full force and effect according to their original terms.

[Signatures on following page]

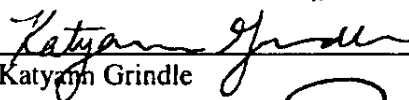
IN WITNESS WHEREOF, the undersigned Directors of the Corporation have executed this First Amendment to Articles of Incorporation of Park 27 Distribution Center Owner's Association, Inc. on this 28th day of July, 2015.



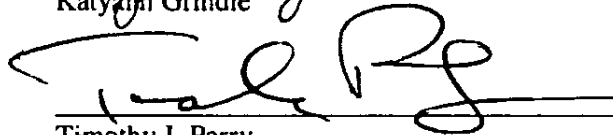
Edward P. Mitchell



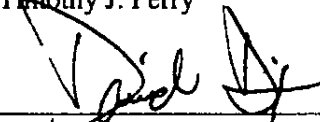
Todd A. Johnson



Katyan Grindle



Timothy J. Perry



David Dix

July 28, 2015

The date of each amendment(s) adoption: _____, if other than the date this document was signed.

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Adoption of Amendment(s) (CHECK ONE)

- ☐ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- ☒ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated September 11, 2015 _____

Signature Barry L. Hardy
(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)

Barry L. Hardy

(Typed or printed name of person signing)

Incorporator

(Title of person signing)