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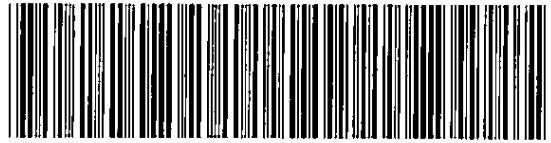
(Business Entity Name)

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STATE
CLERK
FL
JUL 26 PM 3:50

R. HUNT

07/26/24

Salter • Feiber

ATTORNEYS AT LAW

July 25, 2024

VIA FED EX

Department of State
Division of Corporations
The Centre of Tallahassee
2415 N Monroe St., Ste. 810
Tallahassee, FL 32303

Re: Beville Professional and Medical Property / First Amendment to Declaration of Covenants, Conditions and Restrictions
Our File #: 23-1050.3 AB

Dear Sir/Madam:

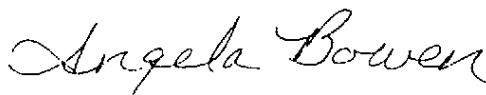
Enclosed with this correspondence, please find an original and one (1) copy of the First Amendment to Declaration of Covenants, Conditions and Restrictions relating to the corporation referenced above.

Also enclosed please find this firm's check in the amount of \$35.00 made payable to the Florida Department of State for the filing fee.

We appreciate your cooperation in this matter. If you require any further information or have any questions, please do not hesitate to call.

Sincerely yours,

SALTER FEIBER, P.A.



Angela L. Bowen, Legal Assistant to
Denise Lowry Hutson

:ab
Enclosures

This instrument prepared by:
Denise Lowry Hutson, Esq.
Salter Feiber, P.A.
3940 N.W. 16th Blvd., Bldg. B
Gainesville, FL 32605
Phone: (352) 376-8201
SFPA File #: 23-1050.3AB

**FIRST AMENDMENT TO
BEVILLE PROFESSIONAL AND MEDICAL PROPERTY
DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS**

JUL 25 PM 3:50
ALACHUA COUNTY, FL
CLERK OF COURT

THIS AMENDMENT TO THE BEVILLE PROFESSIONAL AND MEDICAL PROPERTY DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS, (the "**Amendment**"), made this ___ day of July, 2024, by Beville Holdings, LLC, a Florida limited liability company whose address is 6809 NW 81st Blvd., Gainesville, FL 32653, (the "**Developer**"),

WITNESSETH:

A. The Developer made and entered into the Beville Professional and Medical Property Declaration of Covenants, Conditions and Restrictions dated November 15, 2017 and recorded November 16, 2017, in Official Records Book 4557, Page 2268, Public Records of Alachua County, Florida (the "**Declaration**").

B. The Developer has the right to amend the Declaration pursuant to Article X of the Declaration.

C. The Developer desires to amend the Declaration to confirm and clarify the obligations of the Association to maintain the stormwater system included as part of the Common Property owned by the Association in compliance with the St. Johns River Water Management District.

NOW THEREFORE, the Declaration is hereby amended by the Developer as follows:

1. Article I – Definitions. The Definitions will be amended to add the following definitions:
 - l. "Surface Water or Stormwater Management System" means a system which is designated and constructed or implemented to control discharges which are necessitated by rainfall events, incorporating methods to collect, convey, store, absorb, inhibit, treat, use or reuse water to prevent or reduce flooding, overdrainage, environmental degradation, and water pollution or otherwise affect the quantity and quality of discharges.
 - m. "District" means the St. Johns River Water Management District,

2. Article III, Section 6. Duties, Powers and Authority of the Association shall be amended as follows:

Section 6. Duties, Powers and Authority of the Association. The Association shall have all the powers of a non-profit corporation organized under the laws of the State of Florida, subject only to such limitations upon the exercise of such powers as are expressly set forth in the Articles of Incorporation, the Bylaws, or this Declaration. The Association shall have the power to do any and all lawful things which may be authorized, assigned, required or permitted to be done by this Declaration, any amendment thereto, the Articles of Incorporation and the Bylaws, and to do and perform any and all acts which may be necessary or proper for, or incidental to, the exercise of any of the duties or powers of the Association for the benefit of the Owners and for the maintenance, administration, and improvement of the Common Property and Areas of Common Responsibility. The Association shall be responsible for the maintenance, operation and repair of the Surface Water or Stormwater Management System. Maintenance of the Surface Water or Stormwater Management System shall mean the exercise of practices which allow the systems to provide drainage, water storage, conveyance or other Surface Water or Stormwater Management capabilities as permitted by the District. Any repair or reconstruction of the Surface Water or Stormwater Management System shall be as permitted, or, if modified, as approved in writing by the District.

3. Article IV Property Rights in the Common Property shall be amended to add the following provision:

Section 7. Easement for Access and Drainage. The Association shall have a perpetual non-exclusive easement over all areas of the Surface Water or Stormwater Management System for access to operate, maintain or repair the system. By this easement, the Association shall have the right to enter upon any portion of any lot which is a part of the Surface Water or Stormwater Management System, at a reasonable time and in a reasonable manner, to operate, maintain or repair the Surface Water or Stormwater Management System as required by the District Permit. Additionally, the Association shall have a perpetual non-exclusive easement for drainage of over the entire Surface Water or Stormwater Management System. No person shall alter the drainage flow of the Surface Water or Stormwater Management System, including buffer areas or swales, without the prior written approval of the District.

4. Article VI, Section 2. Purpose of Assessments shall be amended to add the following provision:

i. Maintenance and repair of the Surface Water or Stormwater Management Systems including but not limited to work within retention areas, drainage structures and drainage easements.

5. Article XII Amendment shall be amended to add the following provision:

Section 3. District Approval. Any Amendment to the Declaration which alter any provision relating to the Surface Water or Stormwater Management System beyond maintenance in its original condition, including the water management portions of the Common Property, must have the prior written consent of the District.

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6. Article XV Enforcement shall be amended to add the following provision:

Section 5. Enforcement by the District. The District shall have the right to enforce, by a proceeding at law or in equity, the provisions contained in the Declaration which relate to the maintenance, operation and repair of the Surface Water or Stormwater Management System.


7. The Articles of Incorporation attached as Exhibit "C" to the Declaration are Amended to the new Exhibit "C" attached hereto and incorporated herein by reference.

[EXECUTION PAGE TO FOLLOW].

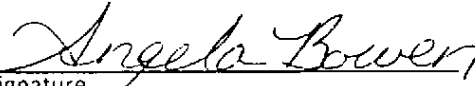
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IN WITNESS WHEREOF, the Developer has executed this Amendment this 29 day of July, 2024.

WITNESSES:

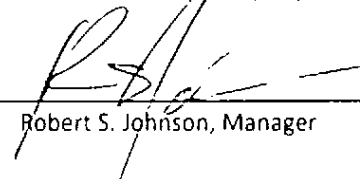


Signature
Denise L. Hutson
3940 NW 16th Blvd., Bldg. B
Gainesville, FL 32605



Signature
Angela L. Bowen
3940 NW 16th Blvd., Bldg. B
Gainesville, FL 32605

Beville Holdings, LLC
a Florida limited liability company

By: 

Robert S. Johnson, Manager


STATE OF FLORIDA
COUNTY OF ALACHUA

NOTARY PUBLIC
JUL 29 PM 3:50

BEFORE ME, the undersigned authority authorized to take acknowledgments in the state and county aforesaid, appeared Robert S. Johnson, Manager of Beville Holdings, LLC, a Florida limited liability company, and he was physically present and acknowledged that he executed the foregoing instrument on behalf of the company pursuant to due authority therefrom. He is personally known to me or has produced _____ as identification and did (did not) take an oath.

WITNESS my hand and seal this 29 day of July, 2024.

 (NOTARY SEAL)
DENISE LOWRY HUTSON
Commission # HH 320895
Expires December 12, 2026



(Notary Signature)
NOTARY PUBLIC

EXHIBIT "C"

**AMENDED
ARTICLES OF INCORPORATION
OF
BEVILLE PROFESSIONAL AND MEDICAL PROPERTY MANAGEMENT ASSOCIATION, INC.,
a Florida not for profit corporation**

THE UNDERSIGNED hereby associate themselves together for the purpose of forming a corporation not for profit under Chapter 617, Florida Statutes, and certify as follows:

ARTICLE I

Name

The name of the corporation shall be BEVILLE PROFESSIONAL AND MEDICAL PROPERTY MANAGEMENT ASSOCIATION, INC. For convenience, this corporation shall be referred to as the "Association".

ARTICLE II

Definitions and Purposes

1. Unless otherwise defined herein, all capitalized terms shall have the meaning given such terms in the Declaration (as defined below).

2. The purposes for which the Association is organized is to manage, operate and maintain professional and medical office facilities, in accordance with the Beville Professional and Medical Property Management Association, Inc. Declaration of Covenants, Conditions and Restrictions (hereinafter the "Declaration"). All terms used in these Articles of Incorporation shall have the same meaning as the identical terms utilized in the Declaration, unless the context otherwise requires. The Association shall further operate, maintain and manage the Surface Water or Stormwater Management System in a manner consistent with the St. Johns River Water Management District (the "District") permit no. 150254-1 requirements and applicable District rules, and shall assist in the enforcement of the Beville Professional and Medical Property Declaration of Covenants, Conditions and Restrictions.

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.

3. The Association shall have no capital stock and shall make no distribution of income or profit to its members, directors or officers.

ARTICLE III

Powers

1. The Association shall have all of the common law and statutory powers of a corporation not for profit which are not in conflict with the terms of these Articles.

2. The Association shall have all of the powers reasonably necessary to implement the purpose of the Association, including but not limited to the following:

- a. To adopt a budget and make and collect assessments against members to defray the costs of the Common Property.
- b. To use the proceeds of assessments in the exercise of its powers and duties.
- c. To maintain, manage, repair, replace and operate the Common Property.
- d. To reconstruct improvements after casualty and construct further improvements to the Common Property.
- e. To promulgate and amend the Association Rules and Regulations respecting the use of The Properties.
- f. To enforce by legal means the provisions of the various Declaration Documents, these Articles, the Bylaws of the Association, and the Association Rules and Regulations.
- g. Pursuant to the terms of the Declaration, to contract for the management of the Common Property and to delegate to such contractor all powers and duties of the Association except such as are specifically required by the various Declaration Documents and applicable law to have approval of the board of directors or the members of the Association.
- h. To serve as the association for condominiums other than the Condominium in the discretion of the board of directors, in which case the terms "Unit" and "Owners" as used in these Articles and the Bylaws shall refer to Units and Owners in any condominium operated by this Association.

3. All funds and the titles to all property acquired by the Association and the proceeds thereof shall be held only for the benefit of the members in accordance with the provisions of the Declaration Documents.

4. The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the Declaration.

ARTICLE IV

Members

The qualifications of members, the manner of their admission, and voting by members shall be as set forth in the Bylaws of the Association.

EXHIBIT "C"

ARTICLE V

Directors

1. The affairs of the Association will be managed by a board of directors of not less than three (3) nor more than three (3) directors as shall be determined by the Bylaws, and in the absence of such determination shall consist of three (3) directors.

2. Directors of the Association shall be appointed or elected at the annual meeting of the members in the manner determined by the Bylaws.

3. The following persons shall serve as directors until their successors are elected or appointed as provided in the Bylaws:

<u>Name</u>	<u>Address</u>
Robert S. Johnson	6809 NW 81 st Blvd. Gainesville, FL 32653
Erica Johnson	6809 NW 81 st Blvd. Gainesville, FL 32653
Fred C. Chamberlain	4356 Trails Drive Sarasota, FL 34232

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ARTICLE VI

Officers

The affairs of the Association shall be administered by a president, a vice-president, a secretary, a treasurer, and as many assistant vice-presidents, assistant secretaries and assistant treasurers as the board of directors shall from time to time determine. Such officers shall be elected by the board of directors at its first meeting following each annual meeting of the members of the Association. Officers shall serve without compensation at the pleasure of the board of directors. Any person may hold two or more offices, the duties of which are not incompatible; provided, however, that the president shall not also be the vice-president, secretary or treasurer, or assistant secretary or assistant treasurer. The names and addresses of the officers who shall serve until their successors are designated by the board of directors are as follows:

President:	Robert S. Johnson 6809 NW 81 st Blvd. Gainesville, FL 32653
------------	--

Vice President: Fred C. Chamberlain
4356 Trails Drive
Sarasota, FL 34232

Secretary/
Treasurer: Erica Johnson
6809 NW 81st Blvd.
Gainesville, FL 32653

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ARTICLE VII **Indemnification**

Every director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including attorneys' and paralegals' 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 wherein the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement, the indemnification herein shall apply only when the board of directors has approved such settlement and when the board of directors has approved such settlement and reimbursement as being in the best interests of the Association. The foregoing indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled.

ARTICLE VIII **Bylaws**

The Bylaws shall be adopted by the board of directors and may be altered, amended or rescinded by not less than two-thirds (2/3) of all the directors until the first election of a majority of directors by Owners other than the Declarant. Thereafter, the Bylaws may be altered, amended or rescinded as provided Therein.

ARTICLE IX **Amendments**

Amendments to these Articles of Incorporation shall be proposed and adopted in the following manner:

1. Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is considered.
2. Until the first election of a majority of directors by members other than the Developer, proposal of an amendment and approval thereof shall require the affirmative action of two-thirds (2/3)

EXHIBIT "C"

of the entire membership of the board of directors, and no meeting of the members nor any approval thereof need be had.

3. After the first election of a majority of directors by members other than the Declarant, a resolution approving a proposed amendment may be proposed by either the board of directors or by the members of the Association, and after being proposed and approved by one of such bodies, requires the approval of the other body. Except as otherwise provided herein, such approvals must be by not less than two-thirds (2/3) of all the directors and by not less than a majority vote of the members of the Association at a duly called meeting of the Association.

4. An amendment when adopted shall be effective when filed with the Secretary of State of the State of Florida and recorded in the Public Records of the county in which The Property is situated.

5. At any time prior to the first election of a majority of directors by members other than the Declarant, these Articles of Incorporation may be amended by the Declarant without the approval of the board of directors or the membership of the Association as may be required by any governmental entity or institutional lender or as may be necessary to conform these Articles to any governmental statutes.

6. Any amendments to these Articles shall be in accord with the terms and provisions of the Declaration which sets forth additional voting and approval requirements with respect to certain types of amendments.

ARTICLE X

Term

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

ARTICLE XI

Incorporator

The name and residence of the incorporator to these Articles of Incorporation is as follows:

<u>Name</u>	<u>Address</u>
Robert S. Johnson	6809 NW 81 st Blvd. Gainesville, FL 32653

2007 JUN 26 PM 3:11
TALLAHASSEE, FL
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ARTICLE XII
Registered Agent

The association hereby appoints Robert S. Johnson, as its Registered Agent to accept service of process within this state, with the Registered Office located at 6809 NW 81st Blvd., Gainesville, FL 32653.

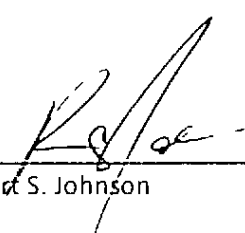
ARTICLE XIII
Principal Office

The address of the principal office of the Association is 6809 NW 81st Blvd., Gainesville, FL 32653.

ARTICLE XIV
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 District.


IN WITNESS WHEREOF, the incorporator has hereto affixed its signature this 25 day of July, 2024.



Robert S. Johnson

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned hereby accepts the appointment to serve as the initial Registered Agent of BEVILLE PROFESSIONAL AND MEDICAL PROPERTY MANAGEMENT ASSOCIATION, INC.



Robert S. Johnson

2024 JUL 26 PM 3:50
CLERK OF STATE
TALLAHASSEE, FL