

N19000002350

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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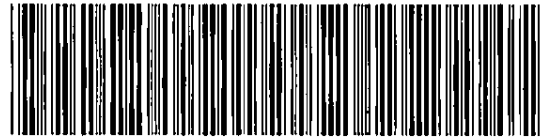
(Business Entity Name)

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APR 16 2019  
S. YOUNG

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COVER LETTER

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: FLETCHER OAKS HOMEOWNERS ASSOCIATION, INC.

DOCUMENT NUMBER: N19000002350

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

Please return all correspondence concerning this matter to the following:

DANIEL E. MANAUSA

(Name of Contact Person)

MANAUSA LAW FIRM, P.A.

(Firm/ Company)

1701 HERMITAGE BLVD., SUITE 100

(Address)

TALLAHASSEE, FL 32308

(City/ State and Zip Code)

DANNY@MANAUSALAW.COM

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

For further information concerning this matter, please call:

SUNITA DIAS

850

597-7616

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 &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy is<br>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

FLETCHER OAKS HOMEOWNERS ASSOCIATION, INC.

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

(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:

New Registered Office Address:

(Florida street 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

**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)*

AMENDING ARTICLES OF INCORPORATION FOR FLETCHER OAKS HOMEOWNERS ASSOCIATION, INC.  
BECAUSE THE FIRST SENTENCE IN PARAGRAPH 2 ON PAGE 6 INCORRECTLY REFERENCES  
BROOKSIDE VILLAGE HOMEOWNERS ASSOCIATION, INC. INSTEAD OF  
FLETCHER OAKS HOMEOWNERS ASSOCIATION, INC.

THE AMENDED ARTICLES ARE ATTACHED.

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

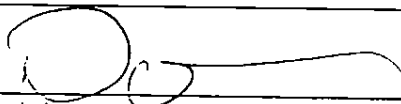
Effective date if applicable: \_\_\_\_\_  
(no more than 90 days after amendment file date)

**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 APRIL 16, 2019 \_\_\_\_\_

Signature  \_\_\_\_\_  
(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Daniel S. Manassa  
(Typed or printed name of person signing)

Authorized Representative  
(Title of person signing)

**AMENDED ARTICLES OF INCORPORATION  
OF  
FLETCHER OAKS HOMEOWNERS ASSOCIATION, INC.**

Pursuant to the provisions of Chapter 617, Florida Statutes, I, the undersigned natural person competent to contract, acting as incorporator of a corporation not-for-profit, hereby adopt the following Articles of Incorporation:

**ARTICLE I**

**NAME**

The name of the corporation is Fletcher Oaks Home Homeowners Association, Inc., hereinafter referred to as the "Association".

**ARTICLE II**

**PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Association is 4708 Capital Circle NW, Tallahassee, FL 32303-7217.

**ARTICLE III**

**REGISTERED AGENT**

Daniel E. Manausa, whose physical and mailing address is 1701 Hermitage Blvd, Ste. 100, Tallahassee, Florida 32308, is hereby appointed the initial registered agent of this Association.

**ARTICLE IV**

**PURPOSE AND POWERS OF THE ASSOCIATION**

This Association does not contemplate pecuniary gain or profit to the members thereof and the specific purpose for which it is formed is to exercise the powers afforded to the Association pursuant to the Declaration of Covenants, Conditions and Restrictions of Solomon Court (the "Covenants"), recorded with the office of the Clerk of the Circuit Court of Leon County, Florida.

## **ARTICLE V**

### **MEMBERSHIP**

Every Owner of a Lot which is subject to assessment shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment.

## **ARTICLE VI**

### **VOTING RIGHTS**

Every Owner of a Lot shall be entitled to one vote for each Lot owned. When more than one person or entity holds an interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any Lot.

## **ARTICLE VII**

### **BOARD OF DIRECTORS**

The affairs of this corporation shall be managed and governed by a Board of Directors composed of three (3) members. The election of the directors shall take place at the first meeting of the Board of Directors which shall follow each annual meeting of members. The names of the directors who are to serve until the first election of directors are:

PRESIDENT	Jason Ghazvini
VICE PRESIDENT/TREASURER	Thomas Asbury
SECRETARY	Behzad Ghazvini

## **ARTICLE VIII**

### **OFFICERS**

The officers of this Association shall be a President, a Vice President, a Secretary, Treasurer, and such other officers as the Board may from time to time by resolution create. The election of officers shall take place at the first meeting of the Board of Directors which shall follow each annual meeting of members. The names of the offices who are to serve until the first election of officers are:

PRESIDENT	Jason Ghazvini
VICE PRESIDENT/TREASURER	Thomas Asbury
SECRETARY	Behzad Ghazvini



**ARTICLE IX**  
**INDEMNIFICATION**

The Association hereby indemnifies any Director or Officer made a party or threatened to be made a party to any threatened, pending or completed action, suit or proceeding whether civil, criminal, administrative, or investigative, for an act alleged to have been committed by such person in his capacity of Director or Officer of the Association. This indemnification applies against judgments, fines, amounts paid in settlement and reasonable expenses, including attorney's fees, actually and necessarily incurred as a result of such action, suit or proceeding or any appeal therein, if such person acted in good faith in the reasonable belief that such action was in the best interests of the Association, and in criminal actions or proceedings, without reasonable ground for belief that such action was unlawful. The termination of any such action, suit or proceeding by judgment, order, settlement, conviction or upon pleas of nolo contendere or its equivalent shall not in itself create a presumption that any such Director or Officer did not act in good faith in the reasonable belief that such action was in the best interests of the Association or that he had reasonable grounds for belief that such action was unlawful.

The Board of Directors shall determine whether amounts for which a Director or Officer seeks indemnification were properly incurred and whether such Director or Officer acted in good faith and in a manner he reasonably believed to be in the best interests of the Association, and whether, with respect to any criminal action or proceeding, he had no reasonable ground for belief that such action was unlawful. Such determination shall be made by the Board of Directors by a majority vote of a quorum consisting of Directors who were not parties to such action, suit or proceeding. The foregoing rights of indemnification shall not be deemed to limit in any way the powers of the Association to indemnify under applicable law.

**ARTICLE X**  
**TRANSACTION IN WHICH DIRECTORS OR OFFICERS ARE INTERESTED**

A. No contract or transaction between the Association and one or more of its Directors or Officers, or between the Association and any other corporation, partnership, association or other organization in which one or more of its Directors or Officers are Directors or Officers, have a financial interest, shall be invalid, void or voidable solely for this reason, or

solely because the Director or Officer is present at or participates in the meeting of the Board or Committee thereof which authorized the contract or transaction, or solely because his or their votes are counted for such purpose. However, such Director or Officer must disclose such financial or other interest. No Director or Officer of the Association shall incur liability by reason of the fact that he is or may be interested in any such contract or transaction.

B. Interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee which authorized the contract or transaction.

## **ARTICLE XI**

### **BYLAWS**

By-Laws shall be initially adopted by the Board of Directors after which these By-Laws may be amended, at a regular or special meeting of the members, by a vote of no less than a majority of the Lots.

## **ARTICLE XII**

### **AMENDMENTS**

Amendment of these Articles of Incorporation may at a regular or special meeting of the Members be made by a vote of no less than a majority of the Lots.

## **ARTICLE XIII**

### **DISSOLUTION**

The Association may be dissolved with the assent given via a unanimous vote of all Lots.

## **ARTICLE XIV**

### **DURATION**

The corporation shall exist perpetually.

## **ARTICLE XV**

### **INCORPORATOR**

The name and address of the incorporator is as follows:

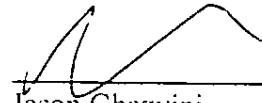
NAME

Jason Ghazvini

ADDRESS

4708 Capital Circle NW  
Tallahassee, FL 32303-7217

IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of Florida, I, the undersigned, constitution the incorporator of this Association, have executed these Articles of Incorporation this 16 day of April 2019.

  
\_\_\_\_\_  
Jason Ghazvini

**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
FOR SERVICE OR PROCESS WITHIN  
THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

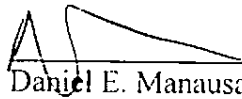
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Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Statute:

FLETCHER OAKS HOMEOWNERS ASSOCIATION, INC., desiring to organize under the laws of the State of Florida, with its principal offices at 4708 Capital Circle NW, Tallahassee, FL 32303-7217 has named Daniel E. Manausa whose office is located at 1701 Hermitage Blvd., Ste. 100 Tallahassee, Florida 32308 as its agent to accept service of process with the State.

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**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

  
Daniel E. Manausa