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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
HODGES OWNERS ASSOCIATION, INC.**

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Help

Amended and Restated Articles of Incorporation
Of
Hodges Owners Association, Inc.
A Nonprofit Corporation

WHEREAS, the Electronic Articles of Incorporation of Hodges Owners Association, Inc., a Florida nonprofit corporation, were filed on February 6, 2024, with the Florida Department of State Division of Corporations (the "Initial Articles"); and

WHEREAS, these Amended and Restated Articles of Incorporation of Hodges Owners Association, Inc., a Florida nonprofit corporation, are being filed with the Florida Department of State Division of Corporations to amend and restate the Initial Articles and to clarify and expound on information contained therein;

NOW THEREFORE, Hodges Properties Owners Association, Inc. does hereby amend and restate its Articles of Incorporation in their entirety as follows:

ARTICLE I
NAME

The name of the corporation is **HODGES OWNERS ASSOCIATION, INC.**, a Florida nonprofit corporation (the "Corporation").

ARTICLE II
REGISTERED OFFICE AND AGENT

The street address and county of the initial registered office of the Corporation is 10161 Centurion Parkway N, Jacksonville, FL 32256, and the name of its initial registered agent at that office is Gregory R. Blais.

ARTICLE III
INCORPORATOR

The name of the incorporator is Justin S. Scott, and the address of the incorporator is 1 Independent Drive, Suite 3130, Jacksonville, FL 32202.

ARTICLE IV
DEFINITIONS

Unless either provided to the contrary herein or the context requires otherwise, capitalized terms used in these Articles shall have the same meaning ascribed to each term in (i) that certain Master Declaration of Covenants, Restrictions and Easements recorded in Official Records Book 20353, page 1591, of the Public Records of Duval County, FL, as amended by that certain First Amendment recorded in Official Records Book 20884, page 1931 (collectively, the "Declaration"), and (ii) that certain Agreement of Owners of HPI Tract to be recorded in aforesaid

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records (the "Owner's Agreement", and together with the Declaration, the "Declaration Agreements").

ARTICLE V **MEMBERS**

The Corporation shall have two members: (i) the Owner(s), whether entity or person, of the HPI Development Tract (as defined in the Owner's Agreement), and (ii) the Owner(s), whether entity or person, of the HPII Tract (as defined in the Owner's Agreement).

ARTICLE VI **PRINCIPAL OFFICE**

The mailing address and principal office of the Corporation is 10161 Centurion Parkway N, Jacksonville, FL 32256.

ARTICLE VII **AUTHORITY**

The Corporation is organized pursuant to the provisions of the Florida Nonprofit Corporation Code.

ARTICLE VIII **CORPORATE PURPOSE**

The Corporation is not organized for pecuniary profit or financial gain, and no part of the Corporation's assets and incomes shall inure to the benefit of any Director, Officer or Member of the Corporation 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 exception services to the Corporation.

The purpose for which the Corporation is formed, and the business and objectives to be carried on and promoted by it, are as follows:

- (1) To accept and administer the HPI Maintenance and Review (as defined in the Owner's Agreement);
- (2) To operate, maintain, repair, reconstruct and replace the easements on the HPI Tract granted pursuant to the Declaration Agreements, subject to and in accordance with the Declaration Agreements;
- (3) To operate and maintain, repair, reconstruct and replace the Drainage System located on the HPI Tract subject to and in accordance with the Declaration Agreements;

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- (4) To establish, levy, collect, and enforce payment of, all assessments and charges subject to and in accordance with the terms and provisions of the Declaration Agreements in connection with the HPI Maintenance and Review, including, without limitation, issuing invoices to Owners and/or the Outparcel Association subject to and in accordance with the Declaration Agreements;
- (5) To pay all expenses in connection with, and incident to, the conduct of the business and affairs of the Corporation;
- (6) To exercise all of the powers and privileges, and to perform all of the duties and obligations, of the Corporation as set forth in (and subject to the terms and conditions of) the Declaration Agreements, as the same may be amended from time to time;
- (7) To promulgate or enforce reasonable rules, regulations, bylaws, covenants, restrictions or agreements to effectuate the purposes for which the Corporation organized;
- (8) To enter into contracts, to the extent advisable, to carry out its duties under the Declaration Agreements;
- (9) To purchase insurance for the protection of the Corporation, its officers, its directors and the Owners;
- (10) To employ personnel to perform the services required for the proper operation of the Corporation;
- (11) To accept assignment of the HPI Maintenance and Review rights and obligations or any portion thereof under the Declaration Agreements; and.
- (12) To exercise such powers which may be necessary or incidental to carry out the purposes of the Corporation.

The foregoing clauses shall be construed both as purposes and powers.

ARTICLE IX **LIMITATION ON PERSONAL LIABILITY**

Personal liability of all directors or officers of the Corporation to the Corporation for monetary damages for breach of duty of care or other duty as a director or officer is hereby eliminated to the extent allowed by Florida law. Fla. Stat. § 617.0604.

ARTICLE X **DISTRIBUTION OF CORPORATE ASSETS UPON DISSOLUTION**

The Corporation may be dissolved by a unanimous vote of the Members entitled to vote at any regular or special meeting; provided, however, that the proposed action is specifically set forth in the notice of any such meeting. In the event of termination, dissolution or final liquidation of the Corporation, the responsibility for the operation and maintenance of any drainage plan for the stormwater management system must be transferred and accepted by an entity which would comply with Section 40C-42.027, F.A.C., and be approved by SJRWMD prior to such termination, dissolution or liquidation.

ARTICLE XI
BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors. The number and method of electing the Board of Directors shall be set forth in the bylaws of the Corporation. Fla. Stat. § 617.0206.

ARTICLE XII
INITIAL OFFICERS AND DIRECTORS

The initial officers and/or directors are as follows:

HPII Directors:

R. Ryan Holmes– President/Director
10161 Centurion Parkway N
Jacksonville, FL 32256

R. Gregory Hunter– Treasurer/Secretary/Director
10161 Centurion Parkway N
Jacksonville, FL 32256

HP I Director:

Gregory R. Blais– Vice President/Director
10161 Centurion Parkway N
Jacksonville, FL 32256

ARTICLE XIII
EFFECTIVE DATE

These Amended and Restated Articles of Incorporation are effective the day they are accepted for filing with the Florida Secretary of State.

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IN WITNESS WHEREOF, the undersigned have executed these Amended and Restated Articles of Incorporation this 29th day of February, 2024.



R. Gregory Hunter, Secretary and Director

IN WITNESS WHEREOF, the undersigned Registered Agent confirms that he is familiar with and accepts the duties and responsibilities as Registered Agent for the Corporation.



Gregory R. Blais, Vice President and Director

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