

N95000004924

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

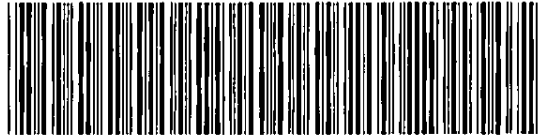
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:  
  
*Can't change Incorporation*

Office Use Only



900420162479

12/11/23--01019--005 \*\*25.00

FILED  
2024 JAN 22 PM 3:49  
STATE OF NEW YORK

JAN 25 2024  
D CUSHING

ORIGINAL

COVER LETTER

Department of State  
Amendment Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: BIG R HILL ROAD LANDOWNERS ASSOCIATION, INC.  
CORPORATE NAME

RESTATED ARTICLES OF INCORPORATION

Enclosed are an original and one (1) copy of the restated articles of incorporation and a check for:

\$35.00  
Filing Fee

\$43.75  
Filing Fee  
& Certificate of Status

\$43.75  
Filing Fee  
& Certified Copy

\$52.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM: PAMELA F. MENDENHALL  
Name (Printed or typed)

3351 SE 164<sup>th</sup> TERRACE  
Address

OCKLAWAHA, FL 32179  
City, State & Zip

(352) 549-0049  
Daytime Telephone number

pdunn2653@gmail.com  
E-mail address: (to be used for future annual report notification)

2024 JAN 22 PM 3:19

FILED

NOTE: Please provide the original and one copy of the document.



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

January 19, 2024

PAMELA F. MENDERHALL  
3351 SE 164TH TERRACE  
OCKLAWAHA, FL 32179

SUBJECT: BIG R HILL ROAD LANDOWNERS ASSOCIATION, INC.  
Ref. Number: N95000004924

We have received your document for BIG R HILL ROAD LANDOWNERS ASSOCIATION, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Diane Cushing  
Operations Manager A

Letter Number: 224A00001186

# RESTATED ARTICLES OF INCORPORATION

In compliance with Chapter 617, F.S. (Not for Profit)

SECRETARY  
2024 JAN 22 PM 3:49  
FBI - TAMPA

## **ARTICLE I – NAME**

The name of the corporation is Big R Hill Road Landowners Association, Inc.

## **ARTICLE II – RESTATED ARTICLES**

The text of the Restated Articles is provided in the attached copy of the Restated Articles of Incorporation.

## **ARTICLE III – OFFICERS AND/OR DIRECTORS (optional)**

The current Officers and Directors were identified when the Big R Hill Road Landowners Association, Inc. was reinstated on September 30, 2023 and are also identified under Article IV of the attached copy of the Restated Articles of Incorporation.

## **ARTICLE IV – AMENDED REGISTERED AGENT (optional)**

The current Registered Agent was identified when the Big R Hill Road Landowners Association, Inc. was reinstated on September 30, 2023 and is also identified on the last page (Page 7 of 7) of the attached copy of the Restated Articles of Incorporation.

## **ARTICLE V – ARTICLE CONSOLIDATION**

These adopted restated articles of incorporation supersede the original articles of incorporation and all amendments to them.

## **ARTICLE VI – REQUIRED ADOPTION INFORMATION**

Adoption of Amendment(s) (CHECK ONE)



These restated articles of incorporation contain an amendment to the articles of incorporation which required member approval. The date of adoption of the amendments was October 19<sup>th</sup> 2023, and the votes cast were sufficient for approval.



These restated articles of incorporation were adopted by the board of directors.

**RESTATED ARTICLES OF INCORPORATION**  
**OF**  
**BIG R HILL ROAD LANDOWNERS ASSOCIATION, INC.**  
**(A Corporation Not for Profit)**

2024 JAN 22 PM 3:19  
SECRETARY'S OFFICE  
PAMELA F. MENDENHALL

**ARTICLE I - NAME**

The name of this corporation is **BIG R HILL ROAD LANDOWNERS ASSOCIATION, INC.**

**ARTICLE II – PRINCIPAL OFFICE**

The principal place of business and the mailing address of this Corporation shall be:

**BIG R HILL ROAD LANDOWNERS ASSOCIATION, INC.**  
**C/O: Pamela F. Mendenhall Secretary/Treasurer**  
**3351 SE 164<sup>th</sup> Terrace**  
**Ocklawaha, FL 32179**

**ARTICLE III - PURPOSE**

The Corporation does not contemplate pecuniary gain or profit to its Members. The specific purposes for which it is formed are to operate as a Corporation -not-for-profit pursuant to Chapter 617, Florida Statutes, and to:

- (a) Maintain the Serenity, Beauty and Peace of the area;
- (b) Preserve the Forest, Wildlife, Ecology and Environment;
- (c) Obtain from the Forestry Service an easement for the road to the properties of the Members with the provision for its upkeep, repairs and maintenance;
  - (i) Community Cooperation in Maintenance of the road,
  - (ii) Major road work shall be determined as deemed necessary by a Majority;
  - (iii) Lease and Maintenance costs shall be shared equally by Home and/or Property Owners
- (d) Have a Neighborhood Watch to protect Homes and Property.
- (e) Primary use of the road is for ingress and egress.
- (f) To operate without profit and for the sole and exclusive purpose hereinabove expressed.

(g) No other obligation, responsibility or authority is granted or implied other than hereinabove expressed.

**ARTICLE IV – MANNER OF ELECTION**

The affairs of this Corporation shall be managed by a Board of Directors, who shall be members of the Corporation. There shall be three (3) Directors of the Association. There can be only one member per Parcel hold a Director or Officer position (i.e., two members living at on the same Parcel cannot hold Director/Officer positions concurrently.)

The names and addresses of the persons who are to act in the initial capacity of Directors until the selection and qualification of their successors are:

<b><u>Name</u></b>	<b><u>Address</u></b>
Jon C. Molnar	3605 Indian Trail, Eustis, FL 32726
Kimberly N. Jones	3471 SE 164 <sup>th</sup> Terrace, Ocklawaha, FL 32179
Jose R. Lopez	3435 SE 164 <sup>th</sup> Terrace, Ocklawaha, FL 32179

At the first annual meeting after Reinstatement of the Corporation, Members shall elect one-third (1/3) of the Directors to be elected by the Members for a term of one (1) year, one-third (1/3) of the Directors to be elected by the Members for a term of two (2) years and one-third (1/3) of the Directors to be elected by the Members for a term of three (3) years. At each annual meeting thereafter, the Members shall elect the Directors to be elected by the Members for terms of three (3) year

Subject to the direction of the Board of Directors, the affairs of the Corporation shall be administered by a President, a Secretary/Treasurer and such other officers as may from time to time be provided by the Bylaws of the Corporation. The officers shall be elected by the Board of Directors at a meeting immediately following the Annual Meeting of the members of the Corporation. The names and addresses of the officers who shall serve until the first annual meeting of the Board f Directors following Reinstatement of the Corporation are:

<b><u>Name and Title</u></b>	<b><u>Address</u></b>
Jon C. Molnar President	3605 Indian Trail, Eustis, FL 32726

Pamela F. Mendenhall  
Secretary/Treasurer

3351 SE 164<sup>th</sup> Terrace  
Ocklawaha, FL 32179

**ARTICLE V – INITIAL REGISTERED AGENT AND STREET ADDRESS**

The address of the initial registered office of the Corporation shall be 3351 SE 164<sup>th</sup> Terrace, Ocklawaha, FL 32179-8404. The initial registered agent of the Corporation at such address shall be Pam F. Mendenhall.

**ARTICLE VI – POWERS**

The Corporation shall have all the powers of a corporation not-for-profit organized under the provisions of Chapter 617, Florida Statutes, which are not in conflict with the terms of Declaration, as amended from time to time, or the terms of these Articles of Incorporation.

**ARTICLE VII – TERM**

This Corporation shall have perpetual duration.

**ARTICLE VIII – MEMBERS**

The members of the Corporation shall consist of every person or entity who is a record owner of a fee or undivided fee interest in any parcel of land designated as follows:

<b><u>Parcel Number</u></b>	<b><u>Situs Address</u></b>
32736-001-00	3255 SE 164 <sup>th</sup> Terrace Ocklawaha, FL 32179-8404
32731-000-00	3351 SE 164 <sup>th</sup> Terrace Ocklawaha, FL 32179-8404
32731-002-00	VACANT SE 164 <sup>th</sup> Terrace Ocklawaha, FL 32179-8404
32731-003-00	3425 SE 164 <sup>th</sup> Terrace Ocklawaha, FL 32179-8404
32731-004-00	3435 SE 164 <sup>th</sup> Terrace Ocklawaha, FL 32179-8404
32737-002-00	3465 SE 164 <sup>th</sup> Terrace Ocklawaha, FL 32179-8404

32737-002-01

3471 SE 164<sup>th</sup> Terrace  
Ocklawaha, FL 32179-8404

From time to time other Parcels, which meet the requirements for membership set forth in the By-Laws may be added as Members.

The transfer of the membership of any Owner shall be established by the recording in the public records of Marion County of a deed or other instrument establishing a transfer for record title to any Parcels for which membership has already been established. Upon such recordation the membership interest of the transferor shall immediately terminate. Notwithstanding the foregoing, the Corporation shall not be obligated to recognize such a transfer of membership until such time as the Corporation receives a copy of the deed or other instrument establishing the transfer of ownership of the Parcel. It shall be the responsibility and obligation of the former and new Owner of the Parcel to provide such copy to the Corporation.

#### **ARTICLE IX – VOTING**

Members shall all be Owners and shall be entitled to one vote for each Parcel owned. When more than one person holds an interest in any Parcel, all such persons shall be Members; however, the vote for such Parcel shall be exercised as they shall determine among themselves, but in no event shall more than one vote be cast with respect to any Parcel. A simple majority (i.e. greater than 50%) is required to approve any proposed Amendment or By-Law.

#### **ARTICLE X – BY-LAWS**

The power to adopt, alter, amend, or repeal By-Laws shall be vested in the Board of Directors, provided, however, that any By-Law providing for the determination and levy of Annual or Special assessments, or any amendment thereto, adopted by the Board shall become effective only upon ratification by members holding a majority of the votes entitled to be cast by the Members of the Corporation.

#### **ARTICLE XI – LIABILITY OF OFFICERS AND DIRECTORS**

To the fullest extent that the Florida Not For Profit Corporation Act, as it exists on the date hereof or as it may hereafter be amended, permits the limitation or elimination of the liability of officers and directors, no officer nor director of the Association shall be personally liable to the Association or its members for monetary damages for breach of duty of care or other duty as an officer or director. This limitation of liability shall not extend to an officer's or director's intentional acts of fraud, misrepresentation, theft, or other intentional acts causing damages to the Association and Members. No amendment to or repeal of this Article shall apply to or have any effect on the liability or alleged liability of any officer or director of the



Association for or with respect to any acts or omissions of such officer or director occurring prior to such amendment or repeal.

#### **ARTICLE XII – AMENDMENTS**

These Articles of Incorporation may be amended by majority vote of the members of the Association.

#### **ARTICLE XIII – DISSOLUTION OF THE ASSOCIATION**

Upon dissolution of the Association, all of its assets remaining after provision for creditors and payment of all cost and expenses of such dissolution shall be distributed in the following manner:

- (1) Dedication to any applicable municipal or other governmental authority of any property determined by the Board of Directors of the Association to be appropriate for such dedication and which the authority is willing to accept.
- (2) The remaining assets shall be distributed to the members of the Association as tenants-in-common, with each member receiving undivided fractional interest equivalent to the number of votes to which such member was entitled immediately prior to the dissolution divided by the total votes then outstanding, such interest being subject, however, to the rights of an "Owner", as defined in the Declaration, as amended from time to time as therein provided, in and to any property so distributed.
- (3) The Association may be dissolved upon resolution to that effect being adopted by affirmative vote of two-thirds (2/3) of the members.

#### **ARTICLE XIV – ASSESSMENTS**

The Association shall levy and collect adequate assessments against members of the Association for:

- (1) Costs of maintenance and prevention of easement from U.S. Forest Service to the Landowners.
- (2) Costs of maintenance and repair of the surface water or storm water management system including but not limited to work within retention areas, drainage structures and drainage easements.

IN WITNESS WHEREOF, the Incorporator has affixed his/her signature this 19<sup>th</sup> day of October, 2023.

[Signature]  
JON C. MOLNAR

STATE OF FLORIDA  
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 19<sup>th</sup> day of October, 2023, by JON C. MOLNAR FL DL as identifier



[Signature]  
Signature of Notary Public  
(Print, typed, or stamp Commissioned  
Name of Notary Public)  
My commission expires: 5/27/2027

Personally known \_\_\_\_\_ OR Produced Identification   
Type of Identification Produced M456-428-52-388-U

**DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT**

The name of the initial registered agent of this corporation is Pamela F. Mendenhall whose address is 3351 SE 164<sup>th</sup> Terrace, Ocklawaha, FL 32179-8404, who signed these Articles of Incorporation to indicate her acceptance and agreement to act in this capacity as contemplated by Florida Statutes.

**ACCEPTANCE**

I HEREBY accept the appointment as Registered Agent of BIG R HILL ROAD LANDOWNERS ASSOCIATION, INC. and acknowledge that I am familiar with the duties of Registered Agent as set forth in Florida Statutes.

Pam F. Mendenhall  
Registered Agent

Pam F. Mendenhall  
10/19/23