

**Electronic Articles of Incorporation
For**

N14000010867
FILED
November 25, 2014
Sec. Of State
tchang

RILEY OAKS HOMEOWNERS ASSOCIATION INC.

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

RILEY OAKS HOMEOWNERS ASSOCIATION INC.

Article II

The principal place of business address:

8051 TARA LANE
JACKSONVILLE, FL. US 32216

The mailing address of the corporation is:

8051 TARA LANE
JACKSONVILLE, FL. US 32216

Article III

The specific purpose for which this corporation is organized is:

THE ASSOCIATION SHALL BE RESPONSIBLE FOR THE MAINTENANCE
AND OPERATION OF RILEY OAKS.

Article IV

The manner in which directors are elected or appointed is:

AS PROVIDED FOR IN THE BYLAWS.

Article V

The name and Florida street address of the registered agent is:

MEAGAN H PERKINS
8051 TARA LANE
JACKSONVILLE, FL. 32216

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: MEAGAN H. PERKINS

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tchang

Article VI

The name and address of the incorporator is:

CURTIS L. HART
8051 TARA LANE

JACKSONVILLE, FL 32216

Electronic Signature of Incorporator: CURTIS L. HART

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
CURTIS L HART
8051 TARA LANE
JACKSONVILLE, FL. 32216 US

Article VIII

The effective date for this corporation shall be:

11/25/2014

2015 FLORIDA NOT FOR PROFIT CORPORATION ANNUAL REPORT

DOCUMENT# N14000010867

Entity Name: RILEY OAKS HOMEOWNERS ASSOCIATION INC.

Current Principal Place of Business:

8051 TARA LANE
JACKSONVILLE, FL 32216

Current Mailing Address:

8051 TARA LANE
JACKSONVILLE, FL 32216 US

FEI Number: APPLIED FOR

Certificate of Status Desired: No

Name and Address of Current Registered Agent:

HART, CURTIS
8051 TARA LANE
JACKSONVILLE, FL 32216 US

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: _____

Electronic Signature of Registered Agent

Date

Officer/Director Detail :

Title PRESIDENT
Name HART, CURTIS L
Address 8051 TARA LANE
City-State-Zip: JACKSONVILLE FL 32216

I hereby certify that the information indicated on this report or supplemental report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 617, Florida Statutes; and that my name appears above, or on an attachment with all other like empowered.

SIGNATURE: CURTIS HART

PRESIDENT

04/30/2015

Electronic Signature of Signing Officer/Director Detail

Date

N14000010867

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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DIVISION OF CORPORATIONS
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C.L.
2-4-15

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Riley Oaks Homeowners Association, Inc.

DOCUMENT NUMBER: N140000010867

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

Please return all correspondence concerning this matter to the following:

Curtis L. Hart

(Name of Contact Person)

Riley Oaks Homeowners Association, Inc.

(Firm/ Company)

8051 Tara Lane

(Address)

Jacksonville, Florida 32216

(City/ State and Zip Code)

curtishart1972@att.net

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

For further information concerning this matter, please call:

Curtis L Hart

(Name of Contact Person)

at (904) 993-5008

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|---|--|---|--|
| ☒ \$35 Filing Fee | ☐ \$43.75 Filing Fee &
Certificate of Status | ☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | ☐ \$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

Amended

FILED
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DIVISION OF CORPORATIONS

15 FEB -2 AM 8:10

**ARTICLES OF INCORPORATION
OF
RILEY OAKS HOMEOWNERS ASSOCIATION, INC.
A CORPORATION NOT-FOR-PROFIT**

We, the undersigned, being desirous of forming a corporation not for profit, do hereby associate ourselves into a corporation for the purposes and with the powers herein specified and do hereby agree to the following Articles of Incorporation:

ARTICLE I. NAME

The name of this corporation shall be: RILEY OAKS HOMEOWNERS ASSOCIATION, INC. (hereinafter referred to as the "Association").

ARTICLE II. PURPOSE

The purposes and object of the Association shall be to administer the operation and management of RILEY OAKS, a residential development (hereinafter "the Development") to be established upon that certain real property in DUVAL County, Florida, as described in that certain Declaration of Covenants, Conditions and Restrictions for Rouen Cove, which shall be recorded in the current public records, DUVAL County, Florida, and to operate, maintain and manage the Stormwater Management System(s) in a manner consistent with the requirements and applicable rules of the St. Johns River Water Management District Permit Nos. IND-031- requirements and applicable District rules, and shall assist in the enforcement of the restrictions and Declaration of Covenants and Restrictions which relate to the surface water or stormwater management system. RILEY OAKS INVESTMENTS, INC. is the developer (the "Developer") of the Development.

The Association does not contemplate pecuniary gain or profit to the Members thereof and shall undertake and perform all acts and duties incident to the operation and management preservation and architectural control of the residence lots and Common Areas of the Development in accordance with the terms, provisions, and conditions of these Articles of Incorporation, the By-Laws of the Association and the Declaration.

ARTICLE III. POWERS

The Association shall have the following powers:

3.1 All of the powers and privileges granted to corporations not for profit under the laws of the State of Florida and the Declaration as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth in length.

3.2 All of the powers reasonably necessary to implement and effectuate the purposes of the Association, including, without limitation, the power, authority and right to:

(a) Make and establish reasonable rules and regulations governing the use of the Lots, Common Area and Maintenance Area, as such terms are defined in the Declaration, and to establish in such rules and regulations the imposition of fines and charges and the methodology for announcing and enforcing such fines and charges against Members who willfully violate the provisions of the Declaration and the rules and regulations of the Association from time to time in effect.

(b) Own, hold, improve, build upon, maintain, operate, lease, sell, manage, transfer, dedicate for public use, and otherwise dispose of and deal with such real and personal property as may be necessary or convenient in connection with the affairs of the Association.

(c) To own, manage, administer and operate such property as may be conveyed to it by the Developer, its successors or assigns for the mutual benefit and use of all Members.

(d) Tax, levy, collect and enforce payment by all lawful means all charges or assessments against Members of the Association and their Lots to defray the Common Expenses of the Development, as will be provided in the Declaration and the By-Laws, including the right to levy and collect assessments for the purpose of acquiring, owning, holding, operating, leasing, encumbering, selling, conveying, exchanging, managing and otherwise dealing with the Common Area, the Maintenance Area and other property owned by the Association, which may be necessary or convenient in the operation and management of the Development and in accomplishing the purposes set forth in the Declaration; and to pay all expenses, including office expenses, licenses, taxes, or governmental charges levied or imposed against the property of the Association, incident to the conduct of business of the Association, and to pay the cost of maintenance and operation of the Stormwater Management System (including work performed in the retention areas, drainage structures and drainage easements).

(e) Maintain, repair, replace, operate and manage the Common Area, Maintenance Area, including without limitation, the Stormwater Management System serving the Development (including but not limited to, retention areas, drainage structures and drainage easements) and any property owned by the Association, including the right to reconstruct improvements after casualty and to further improve and add to the Maintenance Area and other property owned by the Association.

(f) Contract for the management of the Development, the Common Area, the Maintenance Area and other property owned by the Association and, in connection therewith, to delegate any and/or all of the powers and duties of the Association to the extent and in the manner permitted by the Declaration, the By-Laws.

(g) Enforce the provisions of these Articles of Incorporation, the Declaration, the By-Laws, and all rules and regulations governing the use of the Development which may hereafter be established.

ARTICLE IV. QUALIFICATION OF MEMBERS

The qualifications of Members, manner of their admission to and termination of membership shall be as follows:

4.1 The Owners (as defined in the Declaration and the By-Laws) of all Lots in the Development shall be members of the Association, and no other persons or entities shall be entitled to membership, except the subscribers hereof.

4.2 A person shall become a Member by the acquisition of a vested present interest in the fee title to a Lot in the Development. The membership of any person or entity shall be automatically terminated upon his being divested of his title or interest in such Lot.

4.3 Transfer of membership shall be recognized by the Association upon its being provided with a certified copy of the recorded deed conveying such fee simple title to a Lot to the new Member.

4.4 If a corporation, partnership, joint venture or other entity is the fee simple title holder to a Lot, or the Lot is owned by more than one person, the Lot Owner shall designate one person as the Member entitled to cast votes and/or to approve or disapprove matters as may be required or provided for in these Articles, the By-Laws or the Declaration.

4.5 Except as an appurtenance to his Lot, no Member can assign, hypothecate or transfer in any manner, his membership in the Association or his interest in the funds and assets of the Association. The funds and assets of the Association shall belong solely to the Association subject to the limitation that the same be expended, held or used for the benefit of the membership and for the purposes authorized herein, in the Declaration, and the By-Laws hereof.

ARTICLE V. VOTING

5.1 There shall be two classes of voting membership which classes are more fully defined in the Declaration and the By-Laws.

5.2 On all matters upon which the membership shall be entitled to vote, there shall be only one vote for each "Developed Lot" in the Development. Such vote may be exercised or cast by the Owner or Owners in such manner as may be provided in the By-Laws of this Association. Should any Member own more than one Lot, each Member shall be entitled to exercise or cast one vote for each such Lot, in the manner provided for in the By-Laws. Notwithstanding the foregoing, the Developer shall have the right to cast the number of votes allocated to it in the Declaration and By-Laws for so long as it owns any "Undeveloped Lots" as defined in the Declaration and By-Laws or until its right to such votes terminates as provided in the Declaration.

5.3 Until the recordation of Declaration in the public records of Duval County, Florida, the membership of the Association shall be comprised of the subscribers to these Articles, each of whom shall be entitled to cast a vote on all matters upon which the membership would be entitled to vote.

ARTICLE VI. TERM OF EXISTENCE

Existence of this Association shall commence with the filing of these Articles with the Secretary of State, Tallahassee, Florida. The Association shall have perpetual existence.

ARTICLE VII. OFFICE

The principal office of the Association shall be 8051 Tara Lane, Jacksonville, Florida 32216, or such other place as the Board of Directors may designate. The address of the registered office and the name of the initial Registered Agent are: Curtis Hart, 8051 Tara Lane, Jacksonville, Florida 32216.

ARTICLE VIII. BOARD OF DIRECTORS

8.1 The business affairs of this Association shall be managed by the Board of Directors. The number of Members of the first Board of Directors shall be one.

8.2 Subject to the Declaration, the Board of Directors shall be elected by the Members of the Association from among the membership at the annual membership meeting as provided in the By-Laws; provided, however, that the Developer shall have the right to elect all of the Directors on the Board subject to the following:

(a) Lot Owners other than the Developer shall be entitled to elect a majority of the Members of the Board of Directors when a Transfer Event has occurred as described in the Declaration the Developer has conveyed one hundred percent (100%) of the Lots or at such earlier time as the Developer may elect to voluntarily relinquish control of the Board of Directors, at Developer's sole option.

(b) The names and residence addresses of the persons who are to serve as the initial Board of Directors until their successors are chosen, are as follows:

Director	Address
CURTIS L. HART	8051 Tara Lane Jacksonville, Florida 32216

ARTICLE IX. OFFICERS

9.1 The officers of the Association shall be a President, one or more Vice Presidents, Secretary and Treasurer and, if any, the Assistant Secretaries and Assistant Treasurers, who shall perform the duties of such offices customarily performed by like officers of corporations in the State of Florida subject to the directors of the Board of Directors.

9.2 Officers of the Association may be compensated in the manner to be provided in the By-Laws. The Board of Directors, on the President with the approval of the Board of Directors, may employ a managing agent, agency, and/or other managerial and supervisory personnel or entity to administer or assist in the administration of the operation and management of the Development and the affairs of the Association, and any and all such persons and/or entity or entities may be so employed without regard to whether any such person or entity is a Member, Director or officer of the Association.

9.3 The persons who are to serve as officers of the Association until their successors are chosen are:

Officer	Name
President	CURTIS L. HART
Vice President	
Secretary/Treasurer	

9.4 The officers shall be elected by the Board of Directors at their annual meeting as provided in the By-Laws. Any vacancies in any office shall be filled by the Board of Directors at any meeting duly held.

9.5 The president shall be elected from the membership of the Board of Directors, but no other officer need be a Director. The same person may hold two offices, provided, however, that the office of President and Vice President shall not be held by the

same person, nor shall the office of President and Secretary or Assistant Secretary be held by same person. Officers shall be elected annually.

ARTICLE X. BY-LAWS

10.1 The Board of Directors shall adopt by a majority vote the original By-Laws of the Association.

10.2 The By-Laws may be amended in accordance with the procedures set forth in the By-Laws.

ARTICLE XI. AMENDMENT OF ARTICLES

11.1 These Articles of Incorporation may be amended as follows:

(a) Amendments shall be proposed by a majority of the Board of Directors.

(b) The President, or acting Chief Executive Officer of the Association in the absence of the President, shall thereupon call a special meeting of the Members of the Association for a date not sooner than twenty (20) days nor later than sixty (60) days from the date on which the Board of Directors approve the amendment proposal. Each Member shall be given written notice of such meeting stating the time and place of the meeting and reciting the proposed amendment or amendments in reasonably detailed form, which notice shall be mailed or presented personally to each Member not less than ten (10) days nor more than thirty (30) days before the date set for such meeting. Such notice shall be deemed properly given when deposited in the United States mail, addressed to the Member at his post office address as it appears on the records of the Association. At such time as there is no Class B Members, the amendment or amendments proposed must be approved by an affirmative vote of at least two-thirds (2/3) of the Class A Members in order for such amendment or amendments to become effective. If so approved, a certified copy of the said amendment or amendments shall be filed in the Office of the Secretary of State of the State of Florida and recorded in the public records of Duval County, Florida.

ARTICLE XII. INDEMNITY

Every Director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including attorneys' 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 of the Association, whether or not he is a Director or officer at the time such expenses are incurred, except in such cases where the Director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties;

provided, that in the event any claim for reimbursement or indemnification hereunder is based upon a settlement by the Director of officer seeking such reimbursement or indemnification, the indemnification herein shall only apply if the Board of Directors approves such settlement and reimbursement as being in the best interests of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or officer may be entitled.

ARTICLE XIII. NON-PROFIT STATUS

No part of the income of this corporation shall be distributed to the Members except upon dissolution or final liquidation and as permitted by the court having jurisdiction thereof.

ARTICLE XIV. RULES OF THE ST. JOHNS RIVER WATER MANAGEMENT DISTRICT

In the event of termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the Stormwater Management System must be transferred to and accepted by an entity which would comply with Section 62-330.310 Florida Administrative Code, and be approved by the St. Johns River Water Management District prior to such termination, dissolution or liquidation.

ARTICLE XV. SUBSCRIBERS

The names and addresses of the subscribers to these Articles are:

CURTIS L. HART	8051 Tara Lane Jacksonville, Florida 32216
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ARTICLE XVI. DISSOLUTION

In the event of termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the Stormwater Management System must be transferred to and accepted by an entity which would comply with Section 62-330.310, Florida Administrative Code, and be approved by the St. Johns River Water Management District prior to such termination, dissolution or liquidation. If the association is dissolved, the assets shall be dedicated to a public body, or conveyed to a nonprofit organization with similar purposes.

ARTICLE XVII. ANNEXATION

Annexation of additional properties, mergers, and consolidations, mortgaging of Common Area, if any, dissolution and amendment of the Articles, requires prior approval of the Veterans Administration, Federal Housing Administration, or Federal National Mortgage Association, so as long as there is a Class B membership.

ARTICLE XVIII. EXISTENCE AND DURATION

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

IN WITNESS WHEREOF, we, the undersigned subscribing incorporators have hereunto set our hands and seal this 26 day of January, 2015, for the purpose of this corporation forming not for profit under the laws of the State of Florida.

CURTIS L. HART

A handwritten signature in black ink, appearing to read "Curtis L. Hart", written over a horizontal line.

The date of each amendment(s) adoption: January 26, 2015
date this document was signed.

FILED
SECRETARY OF STATE, if other than the
DIVISION OF CORPORATIONS

Effective date if applicable: _____
(no more than 90 days after amendment file date) **15 FEB -2 AM 8:10**

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 1-26-2015

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)

Curtis L Hart

(Typed or printed name of person signing)

President

(Title of person signing)

N/14000010867

Florida Department of State
Division of Corporations
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Account Number : FCA000000023
Phone : (850) 205-8842
Fax Number : (850) 878-5368

RE-SUBMIT

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date of submission 2/17

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DIVISION OF CORPORATIONS

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850-617-6381 2/18/2016 11:43:40 AM PAGE 1/001 Fax Server



February 18, 2016

FLORIDA DEPARTMENT OF STATE

Division of Corporations

RILEY OAKS HOMEOWNERS ASSOCIATION INC.

8051 TARA LANE

JACKSONVILLE, FL 32216US

SUBJECT: RILEY OAKS HOMEOWNERS ASSOCIATION INC.

REF: N14000010867

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

If you have any questions concerning the filing of your document, please call (850) 245-6838.

Cheryl R McNair
Regulatory Specialist II

FAX Aud. #: E16000040988
Letter Number: 716A00003379

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TALLAHASSEE, FLORIDA

RE-SUBMIT

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date of submission 2/17

P.O BOX 6327 - Tallahassee, Florida 32314

FILED
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DIVISION OF CORPORATIONS
16 FEB 17 11:55 ET

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION**

OF

RILEY OAKS HOMEOWNERS ASSOCIATION, INC.

The undersigned, being above the age of eighteen (18) years and competent to contract, for the purpose of organizing a not for profit corporation pursuant to the laws of the State of Florida, does hereby agree and certify (i) that the following Amended and Restated Articles of Incorporation were adopted by the Board of Directors as of the date hereof, (ii) that there are currently no members entitled to vote on the following Amended and Restated Articles of Incorporation, and (iii) further agree and certify as follows:

ARTICLE 1- NAME

The name of this corporation shall be Riley Oaks Homeowners Association, Inc. (the "Corporation").

ARTICLE 2- COMMENCEMENT OF CORPORATE EXISTENCE

This Corporation shall commence corporate existence on November 25, 2014 and shall exist in perpetuity.

ARTICLE 3- PRINCIPAL OFFICE AND MAILING ADDRESS

The initial principal office and mailing address of the Corporation shall be located at 680 Crosswater Parkway, Ponte Vedra, Florida 32081.

ARTICLE 4- DEFINITIONS

All capitalized terms used herein which are not defined shall have the same meaning as set forth in that certain Amended and Restated Declaration of Covenants, Conditions, and Restrictions for Riley Oaks, recorded or to be recorded in the Official Records of Duval County, Florida, as same may be amended and/or restated from time to time (the "Declaration").

ARTICLE 5- PURPOSES AND POWERS

5.1 Purposes. The purposes for which this Corporation is organized are:

(a) to operate as a not-for-profit residential homeowners' association in which voting membership is made up of Lot Owners as contemplated by Chapter 720, Florida Statutes, as the same may be amended from time to time;

(b) to be and constitute the Association described in the Declaration, to perform all obligations and duties of the Association, and to exercise all rights and powers of the Association, as specified therein, in the Bylaws of the Corporation, and as provided by law; and

(c) to protect the interests of the owners of real property subject to the Declaration.

5.2 Powers. This Corporation shall have the right to transact any and all lawful business as a not-for-profit residential homeowners' association as contemplated by Chapter 720, Florida Statutes, as the same may be amended from time to time. This Corporation shall also have all of the powers enumerated in the Chapter 617, Florida Statutes (Florida Not for Profit Corporation Act), Chapter 607, Florida Statutes (Florida Business Corporation Act) (as such Florida Business Corporation Act may apply to this not for profit corporation), as the same now exist and as hereafter amended, and all such other powers as are permitted by applicable Florida statutory and common law, including, without limitation and only by illustration, the following:

- (a) all of the powers necessary or desirable to perform the obligations and duties and to exercise the rights and powers set out in these Articles, the Bylaws, or the Declaration;
- (b) to fix and to collect assessments and other charges to be levied against the Lots;
- (c) to manage, control, operate, maintain, repair, and improve property subject to the Declaration or any other property for which the Corporation by rule, regulation, covenant, or contract has a right or duty to provide such services;
- (d) to enforce covenants, conditions, or restrictions affecting any property to the extent the Corporation may be authorized to do so under the Declaration or Bylaws;
- (e) to engage in activities which will actively foster, promote, and advance the common interests of all owners of real property subject to the Declaration;
- (f) to buy or otherwise acquire, sell, or otherwise dispose of, mortgage, or otherwise encumber, exchange, lease, hold, use, operate, and otherwise deal in and with real and personal property of all kinds and any right or interest therein for any purpose of the Corporation, subject to such limitations as may be set forth in the Declaration or Bylaws;
- (g) to borrow money for any purpose, subject to such limitations as may be set forth in the Declaration or the Bylaws;
- (h) to enter into, make, perform, or enforce contracts of every kind and description, and to do all other acts necessary, appropriate, or advisable in carrying out any purpose of the Corporation, with or in association with any other association, corporation, or other entity or agency, public or private;
- (i) to adopt, alter, and amend or repeal such Bylaws as may be necessary or desirable for the proper management of the affairs of the Corporation; provided, however, such Bylaws may not be inconsistent with or contrary to any provisions of the Declarations;
- (j) to elect or appoint officers and agents and define their duties and fix their compensation, if any;

(k) to have and exercise all powers necessary or convenient to effect its purposes.

The foregoing enumeration of powers shall not limit or restrict in any manner the exercise of other rights and powers which may now or hereafter be permitted by law; the powers specified in each of the subsections of this Article V are independent powers, not to be restricted by reference to or inference from the terms of any other paragraph of this Article. The Corporation shall make no distributions of income to its members, directors, or officers.

5.3 Storm Water Management. In addition to the purposes and powers set forth in Sections 5.1 and 5.2 above, the Corporation shall have the following purposes, duties and powers:

(a) The Corporation shall operate, maintain and manage the storm water management system(s) in a manner consistent with the requirements of the St. Johns River Water Management District (the "Agency") permit and applicable Agency rules, and shall assist in the enforcement of the restrictions and covenants contained herein.

(b) The Corporation shall levy and collect adequate assessments against members of the Corporation for the costs of maintenance and operation to the storm water management system.

(c) The assessments shall be used for the maintenance and repair of the storm water management systems and mitigation or preservation areas, including but not limited to work within retention areas, drainage structures and drainage easements.

ARTICLE 6- MEMBERS

6.1 Lot Owners. The Owner of each Lot, as those terms defined in the Declaration, shall be a member of the Corporation and shall be entitled to vote in accordance with the terms of the Declaration, except there shall be no vote for any Lot owned by the Corporation. The manner of exercising voting rights shall be as set forth in the Declaration and in the Bylaws of the Corporation.

6.2 Membership Change. Change of membership in the Corporation shall be established by recording in the Official Records of Duval County, Florida, a deed or other instrument establishing record title to real property subject to the Declaration. Upon such recordation, the owner designated by such instrument shall become a member of the Corporation and the membership of the prior owner with regard to such real property shall be terminated.

6.3 Member Interest in Assets, Liabilities, etc. The share of a member in the funds, liabilities and assets of the Corporation cannot be assigned, hypothecated, or transferred in any manner, except as an appurtenance of its Lot.

ARTICLE 7- INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation shall be located at 250 East Colonial Drive, Suite 300, Orlando, Florida 32801, and the initial registered agent of the Corporation at that address shall be John Kingman Keating. The Corporation may change its registered agent or the location of its registered office, or both, from time to time without amendment of these Articles of Incorporation.

ARTICLE 8- BOARD OF DIRECTORS

The manner in which the Board of Directors of the Corporation are elected and appointed is as set forth in the Bylaws. The initial Board of Directors of the Corporation shall consist of three (3) directors. The number of directors of the Corporation shall be specified, from time to time, by the Bylaws provided, however, that the number of directors shall never be less than three (3). The name and street address of the initial Board of Directors of this Corporation are:

<u>Director</u>	<u>Street Address</u>
Jon Morris	680 Crosswater Parkway Ponte Vedra, Florida 32081
Steve Martin	680 Crosswater Parkway Ponte Vedra, Florida 32081
Keith Donnelly	680 Crosswater Parkway Ponte Vedra, Florida 32081

ARTICLE 9 - OFFICERS

The name and street address of the initial Officers of this Corporation are:

<u>Name and Title</u>	<u>Street Address</u>
Jon Morris, President	680 Crosswater Parkway Ponte Vedra, Florida 32081
Steve Martin, Vice President and Treasurer	680 Crosswater Parkway Ponte Vedra, Florida 32081
Keith Donnelly, Secretary	680 Crosswater Parkway Ponte Vedra, Florida 32081

ARTICLE 10- INCORPORATOR

The name and street address of the person signing these Articles as incorporator is:

<u>Name</u>	<u>Street Address</u>
Keith Donnelly	680 Crosswater Parkway Ponte Vedra, Florida 32081

ARTICLE 11- INDEMNIFICATION

In addition to any rights and duties under applicable law, the Corporation shall indemnify and

hold harmless all of its directors, officers, employees and agents, and former directors, officers, employees and agents from and against all liabilities and obligations, including attorneys' fees and costs, incurred in connection with any actions taken or failed to be taken by said directors, officers, employees and agents in their capacity as such except for willful misconduct or gross negligence.

ARTICLE 12- DISSOLUTION AND AMENDMENT

12.1 Dissolution. The Corporation may be dissolved only as provided in the Bylaws and by the laws of the State of Florida; provided, however, in the event of termination, dissolution or final liquidation of the Corporation, the responsibility for the operation and maintenance of the storm water management system must be transferred to and accepted by an entity which complies with Rule 62-330.310, F.A.C., and Applicant's Handbook Volume I, Section 12.3, and be approved by the Agency prior to such termination, dissolution or liquidation.

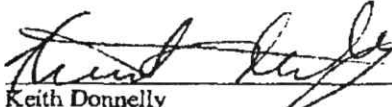
12.2 Amendments. Amendments to these Articles of Incorporation may be proposed and adopted as provided in Chapter 617, Florida Statutes; provided, no amendment may be in conflict with the Declaration, and provided, further, no amendment shall be effective to impair or dilute any rights of members that are governed by such Declaration. Any proposed amendment must be approved by Voting Members representing two-thirds (2/3) of the total Class "A" votes in the Corporation, and the consent of the Class "B" Member, if such exists.

ARTICLE 13- HEADINGS AND CAPTIONS

The headings or captions of these various Articles of Incorporation are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various articles shall not be influenced by any of said headings or captions.

IN WITNESS WHEREOF, I hereby submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

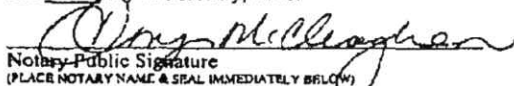
Dated this 12th day of February, 2016.


Keith Donnelly

STATE OF FLORIDA
COUNTY OF St. Johns

I HEREBY CERTIFY, as an officer duly authorized to take acknowledgments and oaths in the State and County aforesaid, that at the execution of this instrument on the date set forth below, Keith Donnelly personally appeared before me and executed or acknowledged his previous execution of this instrument. **I HEREBY FURTHER CERTIFY**, that Keith Donnelly is the same person either executing or acknowledging execution of the foregoing instrument because: ☒ I personally know him/her/them OR ☐ I have satisfactory evidence of same based upon a ☐ Florida driver's license or ☐ Other identification:

WITNESS my hand and official seal in the State and County aforesaid
this 12 day of February, 2016.


Notary Public Signature
(PLACE NOTARY NAME & SEAL IMMEDIATELY BELOW)



AMY MCCLLENAGHAN
MY COMMISSION # EE 859078
EXPIRES: December 17, 2016
Bonded Thru Budget Notary Services

2/23/2016 12:10:33 PM From: To: 8506176380(8/8)

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with sections 48.091 and 617.0501, Florida Statutes, the following is submitted:

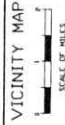
Riley Oaks Homeowners Association Inc. (the "Corporation") desiring to organize as a domestic not for profit corporation or qualify under the laws of the State of Florida has named and designated John Kingman Keating as its Registered Agent to accept service of process within the State of Florida with its registered office located at 250 East Colonial Drive, Suite 300, Orlando, Florida 32801.

ACKNOWLEDGMENT

Having been named as Registered Agent to accept service of process for the Corporation at the place designated in this Certificate, I am familiar with and accept the appointment as Registered Agent and agree to act in this capacity.

DATED this 17th day of February, 2016.


John Kingman Keating
Registered Agent



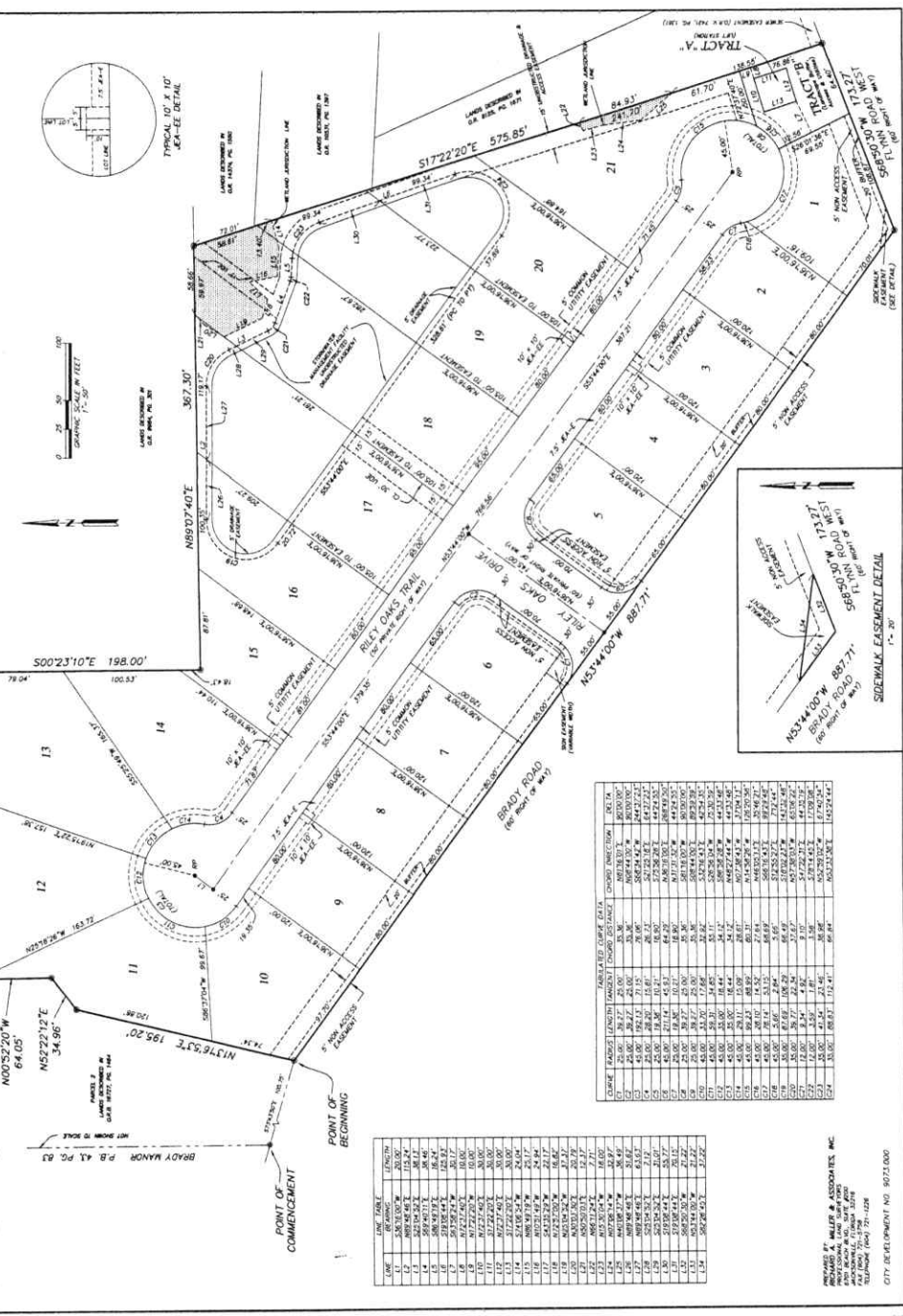
- [illegible]

[illegible]

PREPARED BY:
RICHARD A. MILLER & ASSOCIATES, INC.
PROFESSIONAL LAND SURVEYORS
6701 BEACH RD., SUITE #200
JACKSONVILLE, FLORIDA 32216
FAX (904) 727-5756
TELEPHONE (904) 727-1229

CITY DEVELOPMENT NO. 9073 D00

RILEY OAKS
 Section 24, Township 4 N, Range 26 E, Jacksonville, Duval County, Florida
 Section 24, Township 4 N, Range 26 E, Jacksonville, Duval County, Florida
 Section 24, Township 4 N, Range 26 E, Jacksonville, Duval County, Florida



LINE	BEARING	LENGTH
1	N89°07'40"E	198.00'
2	S57°22'20"E	171.27'
3	N50°32'20"W	198.00'
4	S57°22'20"E	171.27'
5	N50°32'20"W	198.00'
6	S57°22'20"E	171.27'
7	N50°32'20"W	198.00'
8	S57°22'20"E	171.27'
9	N50°32'20"W	198.00'
10	S57°22'20"E	171.27'
11	N50°32'20"W	198.00'
12	S57°22'20"E	171.27'
13	N50°32'20"W	198.00'
14	S57°22'20"E	171.27'
15	N50°32'20"W	198.00'
16	S57°22'20"E	171.27'
17	N50°32'20"W	198.00'
18	S57°22'20"E	171.27'
19	N50°32'20"W	198.00'
20	S57°22'20"E	171.27'
21	N50°32'20"W	198.00'
22	S57°22'20"E	171.27'
23	N50°32'20"W	198.00'
24	S57°22'20"E	171.27'

PREPARED BY: MILLER & ASSOCIATES, INC.
 1000 N. W. 10th St., Suite 100
 Fort Lauderdale, FL 33304
 Phone: (954) 771-1234
 City Development No. 9072.000

