

# State of Florida



## Department of State

I certify from the records of this office that JULINGTON CREEK PLANTATION PROPERTY OWNERS' ASSOCIATION, INC. is a corporation organized under the laws of the State of Florida, filed on September 19, 1984.

The document number of this corporation is N05235.

I further certify that said corporation has paid all fees due this office through December 31, 2006, that its most recent annual report/uniform business report was filed on May 25, 2006, and its status is active.

I further certify that said corporation has not filed Articles of Dissolution.

I further certify that this is an electronically transmitted certificate authorized by section 15.16, Florida Statutes, and authenticated by the code, 007A00017627-031307-N05235 -1/1, noted below.

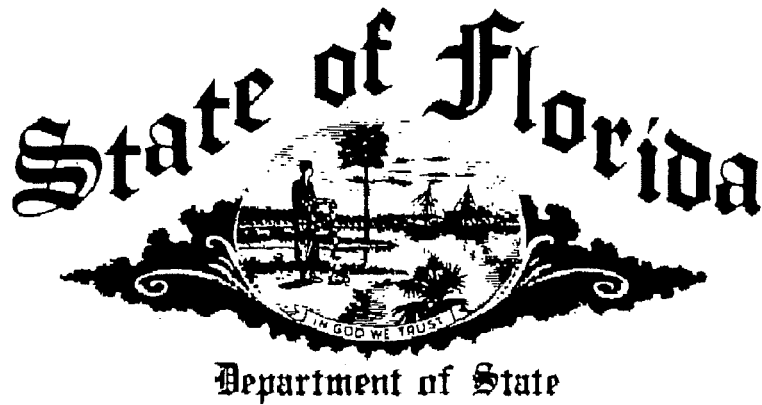
Authentication Code: 007A00017627-031307-N05235

-1/1

Given under my hand and the  
Great Seal of the State of Florida,  
at Tallahassee, the Capital, this the  
Thirteenth day of March, 2007



Kurt S. Browning  
Secretary of State



I certify the attached is a true and correct copy of the Articles of Amendment, filed on March 12, 2007, to Articles of Incorporation for JULINGTON CREEK PLANTATION PROPERTY OWNERS' ASSOCIATION, INC., a Florida corporation, as shown by the records of this office.

I further certify the document was electronically received under FAX audit number H07000063216. This certificate is issued in accordance with section 15.16, Florida Statutes, and authenticated by the code noted below

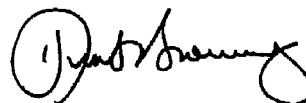
The document number of this corporation is N05235.

Authentication Code: 007A00017627-031307-N05235

-1/1

Given under my hand and the  
Great Seal of the State of Florida,  
at Tallahassee, the Capital, this the  
Thirteenth day of March, 2007



  
Kurt S. Browning  
Secretary of State



March 13, 2007

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

JULINGTON CREEK PLANTATION PROPERTY OWNERS' ASSOCIATION  
5455 AIA SOUTH  
SAINT AUGUSTINE, FL 32080US

Re: Document Number N05235

The Articles of Amendment to the Articles of Incorporation for JULINGTON CREEK PLANTATION PROPERTY OWNERS' ASSOCIATION, INC., a Florida corporation, were filed on March 12, 2007.

The certification requested is enclosed. To be official, the certification for a certified copy must be attached to the original document that was electronically submitted and filed under FAX audit number H07000063216.

Should you have any question regarding this matter, please telephone (850) 245-6050, the Amendment Filing Section.

Pamela Smith  
Document Specialist  
Division of Corporations

Letter Number: 007A00017627

**FIRST AMENDMENT TO AMENDED AND RESTATED**  
**ARTICLES OF INCORPORATION FOR**  
**JULINGTON CREEK PLANTATION PROPERTY OWNERS' ASSOCIATION, INC.**

**THIS FIRST AMENDMENT TO AMENDED AND RESTATED ARTICLES OF INCORPORATION FOR JULINGTON CREEK PLANTATION PROPERTY OWNERS' ASSOCIATION, INC.** (the "First Amendment") is made this 9<sup>th</sup> day of May, 2006, by **D.R. HORTON, INC.-JACKSONVILLE**, a Delaware corporation (the "Developer")

**RECITALS**

**WHEREAS**, the Articles of Incorporation for Julington Creek Plantation Property Owners' Association, Inc. were filed with the Secretary of the State of Florida on September 19, 1984 under Charter Number N05235.

**WHEREAS**, Articles of Amendment for the Association were filed February 21, 1985 and June 24, 1988, and Amended and Restated Articles of Incorporation (the "Amended and Restated Articles") were filed on September 13, 2003.

**WHEREAS**, the Declaration of Covenants and Restrictions for Julington Creek Owners' Association, Inc, recorded in Official Records Book 655, page 1821 of the Public Records of St. Johns County, Florida have been amended and restated all as more fully set forth in the Amended and Restated Declaration of Covenants and Restrictions of the Julington Creek Plantation Property Owners' Association, Inc. recorded in Official Records Book 1004, page 823 of the Public Records of St. Johns County, Florida, as amended (the "Amended Declaration").

**WHEREAS**, pursuant to Article XX of the Amended and Restated Articles of Incorporation, the Class B Member (the Developer) reserves the right to amend or repeal any of the provisions contained in the Amended and Restated Articles or any amendments thereto prior to Turnover.

**WHEREAS**, Turnover of the Association has not occurred.

**WHEREAS**, on May 3, 2006, the Board of Directors approved this First Amendment as more particularly described herein.

**NOW THEREFORE**, in consideration of the premises, the Developer hereby amends the Amended and Restated Articles as follows:

1. Article XV is hereby replaced in its entirety and amended to read as follows:

After Turnover, notwithstanding Article XIII of the Bylaws, amendments to any of the following shall be made by the approval of two-thirds (2/3) vote of one fifth of all the Members entitled to vote:

- a. Amendments of the Declaration.
- b. Amendment of the Articles.
- c. Dissolution of the Association.

In order to approve any of the foregoing amendments, such amendment or change must first be approved by a majority of the Board of Directors. The Board shall then cause the secretary to give notice of a meeting to be held no sooner than thirty (30) days after the notice, which notice shall state the time, date and place of the meeting and shall state the proposed amendments or changes. The notice shall also enclose a limited proxy designation and a written ballot form. Each Member may cast the one (1) ballot for the Lot or Living Unit prior to or at the meeting or may designate a proxy to cast their ballot prior to or at the meeting.

The proposed amendment or change shall be deemed approved if at least a two-thirds (2/3) vote of one-fifth (1/5) of all the Members entitled to vote approve the proposed amendment. If a two-thirds (2/3) vote one-fifth (1/5) of all the Members entitled to vote is not obtained, either approving or disapproving the proposed amendment or change, then the Board may, but is not required to, send a notice requesting all Members who did not vote to cast their ballot approving or disapproving the amendment or change and unless the Association receives a two-thirds (2/3) vote of one-fifth (1/5) of all the Members entitled to vote approving the amendment or change within thirty (30) days of the meeting, the amendment or change shall be deemed disapproved. In the event that a proposal is made to amend a Supplemental Declaration which encumbers only specific property and does not affect the rights or obligations of Owners not subject to such Supplemental Declaration, then an amendment to such Supplemental Declaration shall be made if approved by a two-thirds (2/3) vote of one-fifth (1/5) of all Owners subject to such Supplemental Declaration.

After Turnover, the following amendments or actions shall be made by the approval of a majority of all Members at a duly called meeting at which a quorum is present:

- a. Increases in Assessments in excess of fifteen percent (15%) in any one (1) year.
- b. Amendments to Bylaws (except for amendments required by law, by a Mortgagee or permitting or approval agency).
- c. Merger or consolidation of the Association.
- d. Dedication or conveyance of Common Property (after termination of Class B Member).

In order to approve any of the foregoing actions or amendments, such amendment or change must first be approved by a majority of the Board of Directors. The Board shall then cause the secretary to give notice of a meeting to be held no sooner than thirty (30) days after the notice, which notice shall state the proposed amendment or action. The notice shall also enclose a limited proxy designation and a written ballot form. Each Member may cast the one (1) ballot for the Lot or Living Unit prior to or at the meeting or may designate a proxy to cast the ballot prior to or at the meeting.

The method and requirements for voting shall be set forth in the Bylaws.

2. Article XX, first paragraph is hereby replaced in its entirety and amended to read as follows:

For so long as there is a Class B Membership, the Class B Members reserve the right to amend or repeal any of the provisions contained in these Articles of Incorporation or any amendments hereto. After Turnover, any such amendment shall require the approval of a two-thirds (2/3) vote of one-fifth (1/5) of all Members entitled to vote and provided further that no amendment shall conflict with any provisions of the Amended Declaration unless a similar amendment is made to the Amended Declaration.

3. This Amendment has been prepared in conjunction with the recommendations, suggestions and approval of the Board of Directors of Julington Creek Plantation Property Owners' Association, Inc. and is being executed to facilitate the ongoing operation of said Association.

4. Except as modified herein, all terms and conditions of the Amended and Restated Articles of Incorporation shall remain in full force and effect.

*[the remainder of this page intentionally left blank]*

IN WITNESS WHEREOF, the Developer has executed this First Amendment as of the day and year first above written.

Signed, sealed, and delivered:  
in the presence of:

**D.R. HORTON, INC.-JACKSONVILLE**  
a Delaware corporation

*Linnette C Knox*  
Print Name: Linnette C Knox

By: *Philip A. Fremento*  
Philip A. Fremento, Vice President

*Shelby Restall*  
Print Name: Shelby Restall

STATE OF FLORIDA  
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 9<sup>th</sup> day of May, 2006, by Philip A. Fremento, as Vice President of D.R. HORTON, INC.-JACKSONVILLE, a Delaware corporation, on behalf of the corporation. He is personally known to me.



*Linnette C. Knox*  
Notary Public, State of Florida at Large

Print Name  
My commission expires:  
My commission number is: