

This Instrument Prepared by and Return to:

Robert L. Tankel, Esquire

Address:

Robert L. Tankel, P.A.
1022 Main Street, Suite D
Dunedin, Florida 34698

SPACE ABOVE THIS LINE FOR PROCESSING DATA

SPACE ABOVE THIS LINE FOR RECORDING DATA

**CERTIFICATE OF RECORDATION
OF
ARTICLES OF INCORPORATION AND BY-LAWS
RIVER POINT COMMUNITY ASSOCIATION, INC.**

WHEREAS, the Declaration of Covenants, Conditions, Easements and Restrictions of Monument Landing ("Declaration") dated October 28, 1991 was recorded in Official Records Book 7217 at Page 1489, et seq. of the Public Records of Duval County and subsequently amended thereafter; and

WHEREAS, the Board of Directors of River Point Community Association, Inc., ("Board") is the entity responsible for operating all of the property subject to the Declaration; and

WHEREAS, Section 720, Florida Statutes provides that for any community whose Governing Documents are created after October 1, 1995 must have its Articles of Incorporation and By-Laws recorded as an exhibit to the Declaration; and

WHEREAS, the Board is desirous of putting the world on notice of the contents of the Articles of Incorporation and By-Laws of the Association so as to bring its Documents up to "State of the Art."

NOW THEREFORE, the Board hereby resolves as follows:

1. The above recitations are true and correct and are incorporated herein by reference.
2. Attached hereto is a true and correct copy of the Articles of Incorporation and By-Laws of River Point Community Association, Inc., as they exist on the date hereof with all amendments thereto incorporated in the text of said Documents.
3. The purpose of recording this instrument is to put the world on notice of the contents of these documents and to provide that, in the future, any amendments to the Articles of Incorporation or By-Laws will be recorded among the Official Records of Duval County, Florida.

IN WITNESS WHEREOF, the Board has approved of this Certificate this 20th day of

MAY, 2019 at a duly called meeting at which a quorum was present by a vote of 3 to 3.

RIVER POINT COMMUNITY ASSOCIATION, INC.

By: Shantell Hughes
SHANTELL HUGHES, President

David E. Tackett
Signature of Witness #1

David E. Tackett
Printed Name of Witness #1

Sharieen Messinese
Signature of Witness #2

SHARIEEN MESSINESE
Printed Name of Witness #2

Attest Brian Noell
BRIAN NOELL, Secretary

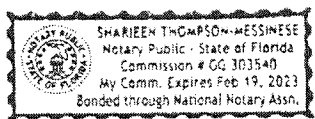
STATE OF FLORIDA)
COUNTY OF DUVAL)

BEFORE ME, the undersigned personally appeared SHANTELL HUGHES and BRIAN NOELL, to me known to be the President and Secretary, respectively, of RIVER POINT COMMUNITY ASSOCIATION, INC., and they jointly and severally acknowledged before me that they freely and voluntarily executed the same as such officers, under authority vested in them by said corporation. They (are personally known to me) or have produced _____ and _____ as identification. If no type of identification is indicated, the above named persons are personally known to me.

WITNESS my hand and official seal in the County and State last aforesaid, this 20th day of MAY, 2019.

Sharieen Messinese
Notary Public
Printed Name: SHARIEEN MESSINESE

My commission expires:



State of Florida



Department of State

I certify that the attached is a true and correct copy of the Articles of Incorporation of RIVER POINT COMMUNITY ASSOCIATION, INC., a corporation organized under the Laws of the State of Florida, filed on May 4, 1988, as shown by the records of this office.

The document number of this corporation is N26253.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
4th day of
May, 1988.



Jim Smith
Secretary of State

ARTICLES OF INCORPORATION

OF

RIVER POINT COMMUNITY ASSOCIATION, INC.

In compliance with the requirements of Non Profit Corporation Law of the State of Florida, the undersigned all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a Corporation not for profit and do hereby swear:

ARTICLE I

The name of the Corporation is RIVER POINT COMMUNITY ASSOCIATION, INC., hereafter call the "Association".

ARTICLE II

The principal office of the Association is located at 3683 Crown Point Road, Jacksonville, Florida 32217.

ARTICLE III

Donald C. Fort whose address is 3683 Crown Point Road, Jacksonville, Florida 32217, is hereby appointed the initial Registered Agent of this Association, and his address is hereby designated as the initial registered office of this Association.

ARTICLE IV

PURPOSES AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to be provided for maintenance, preservation and architectural control of the residential Lots, Units and Common Areas within that certain tract of property described as:

88 MAY -16 PM 8:39
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

ALL THAT CERTAIN TRACT OR PARCEL OF LAND BEING A PORTION OF SECTION 9; A PORTION OF THE F. RICHARD GRANT, SECTION 39; AND A PORTION OF THAT CERTAIN UN-NAMED ROAD (A 200-FOOT RIGHT-OF-WAY ESTABLISHED BY OFFICIAL RECORDS VOLUME 2453, PAGE 1183); ALL IN TOWNSHIP 2 SOUTH, RANGE 28 EAST, JACKSONVILLE, DUVAL COUNTY, FLORIDA AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS;

FOR A POINT OF BEGINNING COMMENCE AT THE POINT WHERE THE EASTERLY RIGHT-OF-WAY LINE OF MONUMENT ROAD (A 120-FOOT RIGHT-OF-WAY AS NOW ESTABLISHED) INTERSECTS THE SOUTHERLY RIGHT-OF-WAY LINE OF McCORMICK ROAD (A 100-FOOT RIGHT-OF-WAY AS NOW ESTABLISHED) AND RUN SOUTH $86^{\circ}-36'-10''$ EAST ALONG SAID SOUTHERLY RIGHT-OF-WAY LINE, A DISTANCE OF 2362.28 FEET TO AN ANGLE POINT; RUN THENCE SOUTH $86^{\circ}-33'-53''$ EAST CONTINUING ALONG SAID SOUTHERLY RIGHT-OF-WAY LINE, A DISTANCE OF 1443.75 FEET TO A POINT ON THE WESTERLY RIGHT-OF-WAY LINE OF THAT CERTAIN UN-NAMED ROAD (A 200-FOOT RIGHT-OF-WAY) DESCRIBED AS "PARCEL 3" IN DEED RECORDED IN THE OFFICIAL RECORDS OF SAID COUNTY IN VOLUME 2453, PAGE 1183; RUN THENCE SOUTH $0^{\circ}-52'-54''$ EAST ALONG SAID WESTERLY RIGHT-OF-WAY LINE, A DISTANCE OF 100.0 FEET TO A POINT; RUN THENCE SOUTH $86^{\circ}-33'-53''$ EAST, A DISTANCE OF 80.23 FEET TO A POINT; RUN THENCE SOUTH $0^{\circ}-52'-54''$ EAST ALONG A LINE PARALLEL TO AND 80.0 FEET (AS MEASURED AT RIGHT ANGLES) EASTERLY OF THE WESTERLY RIGHT-OF-WAY LINE OF SAID UN-NAMED ROAD, A DISTANCE OF 4809.88 FEET TO A POINT ON THE EASTERLY PROLONGATION OF THE NORTHERLY LINE OF CRAIG MUNICIPAL AIRPORT NO. 2 AS DESCRIBED IN DEED RECORDED IN THE OFFICIAL RECORDS OF SAID COUNTY IN VOLUME 2999, PAGE 680; RUN THENCE NORTH $89^{\circ}-43'-50''$ WEST TO AND ALONG LAST MENTIONED NORTHERLY LINE, A DISTANCE OF 4381.99 FEET TO THE SOUTHEASTERLY CORNER OF LANDS NOW OR FORMERLY OF BUCK & BUCK, INC., AS DESCRIBED IN DEED RECORDED IN DEED BOOK 1642, PAGE 260, OF THE CURRENT PUBLIC RECORDS OF SAID COUNTY; RUN THENCE NORTH $4^{\circ}-23'-20''$ EAST ALONG LAST MENTIONED EASTERLY LINE, A DISTANCE OF 4745.16 FEET TO A POINT ON THE CURVED EASTERLY RIGHT-OF-WAY LINE OF SAID MONUMENT ROAD; RUN THENCE IN A NORTHERLY DIRECTION ALONG THE ARC OF A PORTION OF SAID CURVED EASTERLY RIGHT-OF-WAY LINE, SAID CURVE BEING CONCAVE TO THE WEST AND HAVING A RADIUS OF 2924.79 FEET, A CHORD DISTANCE OF 393.97 FEET TO THE POINT OF BEGINNING, THE BEARING OF THE AFOREMENTIONED CHORD BEING NORTH $9^{\circ}-20'-07''$ EAST.

THE LAND THUS DESCRIBED CONTAINS 477.69 ACRES, MORE OR LESS.

and to promote the health, safety and welfare of the residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

a) exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declarations of Covenants, Conditions, Easements and Restrictions, hereinafter called the "Declarations", applicable to the various designated residential units within the property and recorded or to be recorded in the Office of the Clerk of the Circuit Court, in and for Duval County, Florida, and as the same may be amended from time to time as therein provided, said Declarations being incorporated herein as if set forth in length;

b) fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declarations; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

c) acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;

d) borrow money, and with the assent of two-thirds (2/3) of each class of members mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

e) dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes as shown on the plats of the various designated residential units and subject to such conditions as may be agreed to by the members and subject to approval of the City of Jacksonville, Florida. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;

f) participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of Developer, as defined in the Declaration;

Does not need 2/3 of both classes

g) have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Florida by law may now or hereafter have or exercise.

ARTICLE V

MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from membership of any Lot which is subject to assessment by the

ARTICLE VI

VOTING RIGHTS

The Association shall have two classes of voting membership.

Class A. Class A members shall be all Owners, with the exception of the Developer, and shall be entitled to one vote for each Lot owned. When more than one person 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.

Class B. The Class B member(s) shall be the Developer (as defined in the Declarations), and shall be entitled to ten (10) votes for each Lot owned. The Class B membership shall cease and be converted to Class A membership when the total voted outstanding in the Class A membership equal the total votes outstanding in the Class B membership.

ARTICLE VII

BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of five (5) Directors, except for the initial Board of Directors, which shall have three (3) members, who need not be members of the Association. The number of Directors may be changed by amendment of the By-Laws of the Association. The names and addresses of the persons who are to act in the capacity of Directors until the selection of their successors are:

<u>NAME</u>	<u>ADDRESS</u>
Johnette Y. Fort President	3683 Crown Point Road Jacksonville, FL 32217
Ben Taylor Vice-President	3683 Crown Point Road Jacksonville, FL 32217
Elinore Cox Secretary/Treasurer	3683 Crown Point Road Jacksonville, FL 32217

ARTICLE VIII

DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes.

ARTICLE IX

DURATION

The corporation shall exist perpetually.

ARTICLE X

Amendment of these Articles shall require the consent of seventy-five percent (75%) of the entire membership.

ARTICLE XI

INCORPORATORS

The names and addresses of the incorporators are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Johnette Y. Fort President	3683 Crown Point Road Jacksonville, FL 32217
Ben Taylor Vice-President	3683 Crown Point Road Jacksonville, FL 32217
Elinore Cox Secretary/Treasurer	3683 Crown Point Road Jacksonville, FL 32217

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, we, the undersigned, constituting the incorporators of this Association have executed these Articles of Incorporation, this 19th day of April, 1988.

Johnette Y. Fort

JOHNETTE Y. FORT

Ben Taylor

BEN TAYLOR

Elinore Cox

ELINORE COX

STATE OF FLORIDA
COUNTY OF DUVAL

I hereby certify that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared JOHNETTE Y. FORT, BEN TAYLOR, and ELINORE COX, to me well knows to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 19th day of April, 1988.

Mavis C. Flight

NOTARY PUBLIC, State of Florida
at Large.

My Commission Expires: Notary Public, State Of Florida At Large
My Commission Expires April 18, 1989
Bonded By SAFECO Insurance Company of America

The undersigned having been named to accept service of process for the above stated Corporation, at the place designated in Article III of the Articles of Incorporation, hereby accepts such designation and agrees to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping open said office.


DONALD C. FORT

FILED
88 MAY -4 AM 8:39
SECRETARY OF STATE
TALLAHASSEE FLORIDA

*Filed w/ Secretary of State
July 25, 1989*

FIRST AMENDMENT TO
ARTICLES OF INCORPORATION
OF
RIVER POINT COMMUNITY ASSOCIATION, INC.

THIS AMENDMENT, made this _____ day of _____, 1989, by RIVER POINT COMMUNITY ASSOCIATION, INC., a Florida Non Profit corporation, (the "Association"), its successors and assigns.

W I T N E S S E T H:

WHEREAS, the name of the corporation filing these Articles of Amendment is River Point Community Association, Inc.; and

WHEREAS, the Association has executed and caused to be filed in the office of the Secretary of State of Florida, Articles of Incorporation of River Point Community Association, Inc. ("Articles of Incorporation"), dated April 19, 1988, and filed May 4, 1988, under document number N26253; and

WHEREAS, pursuant to Article X, the Articles of Incorporation may be amended by the consent of seventy-five percent (75%) of the entire membership; and

WHEREAS, the fourth numbered Article, labeled as "Article I", and entitled, "Purposes and Powers of the Association", (hereinafter referred to as "Article I"), provides for maintenance, preservation and architectural control of the residential Lots, Units and Common Areas within a certain tract of property as described therein; and

WHEREAS, the legal description attached to Article I of the original Articles of Incorporation was attached in error and describes the incorrect property; and

WHEREAS, the Association now desires to correct the inadvertent error made in the original Articles of Incorporation, and to provide a procedure for adding additional property to the Association; and

WHEREAS, a minimum of seventy-five percent (75%) of the entire membership of the Association, at a special meeting held on the _____ day of _____, 1989, adopted the amendment set forth herein.

NOW THEREFORE, the undersigned officers of the Association hereby execute this Amendment and acknowledge that the foregoing recitals are true and the below described amendment was duly adopted at a special meeting of the Association in accordance with the procedure set forth in the Articles of Incorporation and amend the Articles of Incorporation as follows:

1. Article ^{VI}I is hereby amended so that the property described in Article I of the original Articles of Incorporation is deleted in its entirety and the properties described in Exhibit "A" attached hereto and by this reference made a part hereof are substituted in lieu thereof.

2. It is the intent of this Amendment that the properties described on pages 1 as "Monument Landing" and 7 as "River Point Unit Six" in Exhibit "A" attached hereto shall be deemed to be added as properties to be governed by the Association at such time as those lands have been platted into single family lots and subjected to Covenants & Restrictions by Monument Landing Partnership, as the Developer.

3. This amendment shall become effective as of May 4, 1988, to correspond with the date of the filing of the original Articles of Incorporation.

ATTEST:

By: _____
Elinore Cox
Its Secretary

(CORPORATE SEAL)

STATE OF FLORIDA
COUNTY OF DUVAL

I hereby certify that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared JOHNETTE Y. FORT and ELINORE COX, to me well known to be the persons described as officers in and who executed the foregoing Articles of Incorporation on behalf of RIVER POINT COMMUNITY ASSOCIATION, INC., a Florida corporation.

WITNESS my hand and official seal in the County and State aforesaid this ____ day of _____, 1989.

Notary Public, State of
Florida at Large

My commission expires:

(SEAL)

BY-LAWS

OF

RIVER POINT COMMUNITY ASSOCIATION, INC.

ARTICLE I

NAME AND LOCATION: The name of the corporation is RIVER POINT COMMUNITY ASSOCIATION, INC., hereinafter referred to as the "Association." The principal office of the corporation shall be located at 3683 Crown Point Road, Jacksonville, Florida 32217, but meetings of members and directors may be held at such places within the State of Florida, County of Duval, as may be designated by the Board of Directors.

ARTICLE II

DEFINITIONS

Section 1. "Association" shall mean and refer to RIVER POINT COMMUNITY ASSOCIATION, INC., a Florida corporation not for profit, its successors and assigns.

Section 2. "Owner" shall mean and refer to the record owner, whether one or more persons or entities, of a fee simple title to any Lot, or any portion thereof, which is a part of the properties, including contract sellers, but excluding those having such interest merely as security for the performance of an obligation.

Section 3. "Properties" shall mean and refer to that certain real property hereinbefore described, and such additions thereto as may hereafter be brought within the jurisdiction of the Association by annexation.

Section 4. "Common Area" shall mean all real property (including the improvements thereto) owned by the Association for the common use and enjoyment of the Owners.

Section 5. "Lot" means any numbered lot on the property as indicated on the plat recorded in the current Duval records of Duval County, Florida.

Section 6. "Developer" shall mean and refer to MONUMENT LANDING PARTNERSHIP, a Florida General Partnership, its successors and assigns if such successors or assign should acquire more than one undeveloped Lot from the Developer for the purpose of development.

Section 7. "Declarations" shall mean and refer to the Declarations of Covenants, Conditions, Easements and Restrictions applicable to the Properties recorded in the Official Records of Duval County, Florida.

Section 8. "Member" shall mean and refer to those persons entitled to membership as provided in the Declarations.

ARTICLE II

MEETING OF MEMBERS

Section 1. Annual Meetings. The first annual meeting of the members shall be held within one year from the date of incorporation of the Association, and each subsequent regular annual meeting of the members shall be held on the same day of

the same month of each year thereafter, at the hour of six (6:00) o'clock, p.m. If the day for the annual meeting of the members is a legal holiday, the meeting will be held at the same hour on the first day following which is not a legal holiday.

Section 2. Special Meetings. Special meetings of the members may be called at any time by the president or by the Board of Directors, or upon written request of the members who are entitled to vote one-fourth (1/4) of all of the votes of the Class A membership.

Section 3. Notice of Meetings. Written notice of each meeting shall be given by, or at the direction of, the secretary or person authorized to call the meeting, by mailing a copy of such notice, postage prepaid, at least 15 days before such meeting to each member entitled to vote thereat, addressed to the member's address last appearing on the books of the Association, or supplies by such member to the Association for the purpose of notice. Such notice shall specify the place, day and hour of the meeting, and, in the case of a special meeting, the purpose of the meeting.

Section 4. Quorum. The presence at the meeting of members entitled to cast or of proxies entitled to cast sixty percent (60%) of all the votes of each class of membership shall constitute a quorum. If the required quorum is not present, another meeting may be called subject to the same notice requirement, and the required quorum at the subsequent meeting shall be members or proxies entitled to cause one-third (1/3) of all votes of each class of membership. No such subsequent meeting shall be held more than sixty (60) days following the preceding month.

Section 5. Proxies. At all meetings of members, each member may vote in person or by proxy. All proxies shall be in writing and filed with the secretary. Every proxy shall be revocable and shall automatically cease upon conveyance by the member of his Lot.

ARTICLE IV

BOARD OF DIRECTORS: SELECTION: TERM OF OFFICE

Section 1. Number. The affairs of this Association shall be managed by a board of five (5) directors, except for the initial Board of Directors, which shall have three (3) members, who need not be members of the Association.

Section 2. Term of Office. All directors shall serve for a term of one year, or until successors are elected and installed.

Section 3. Removal. Any director may be removed from the Board, with or without cause, by a majority vote of the members of the Association. In the event of death, resignation or removal of a director, his successor shall be selected by the remaining members of the Board and shall serve for the unexpired term of his predecessor.

Section 4. Compensation. No director shall receive compensation for any service he may render to the Association. However, any director may be reimbursed for his actual expenses incurred in the performance of his duties.

Section 5. Action Taken Without a Meeting. The directors shall have the right to take any action in the absence of a meeting which they could take at a meeting by obtaining the written approval of all the directors. Any action so approved shall have the same effect as though taken at a meeting of the directors.

ARTICLE V

NOMINATION AND ELECTION OF DIRECTORS

Section 1. Nomination. Nomination for election to the Board of Directors shall be made by a Nominating Committee. Nominations may be made from the floor at the annual meeting. The Nominating Committee shall consist of a Chairman, who shall be a member of the Board of Directors, and two or more members of the Association. The Nominating Committee shall be appointed by the Board of Directors prior to each annual meeting of the members, to serve from the close of such annual meeting until the close of the next annual meeting and such appointment shall be announced at each annual meeting. The Nominating Committee shall make as many nominations for election to the Board of Directors as it shall in its discretion determine, but not less than the number of vacancies that are to be filled. Such nominations may be made from among members or nonmembers.

Section 2. Election. Election to the Board of Directors shall be by secret written ballot. At such election the members or their proxies may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provisions of the Declaration. The person receiving the largest number of votes shall be elected. Cumulative voting is not permitted.

ARTICLE VI

MEETINGS OF DIRECTORS

Section 1. Regular Meetings. Regular meetings of the Board of Directors shall be held quarterly without notice, at such place and hour as may be fixed from time to time by resolution of the Board. Should said meeting fall upon a legal holiday, then that meeting shall be held at the same time on the next day which is not a legal holiday.

Section 2. Special Meetings. Special meetings of the Board of Directors shall be held when called by the president of the Association, or by any two directors, after not less than three (3) days' notice to each director.

Section 3. Quorum. A majority of the number of directors shall constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the directors present at a duly held meeting at which a quorum is present shall be regarded as the act of the Board.

ARTICLE VII

POWERS AND DUTIES OF THE BOARD OF DIRECTORS

Section 1. Powers. The Board of Directors shall have power to:

a) adopt and publish rules and regulations governing the use of the Common Area and facilities, and the personal conduct of the members and their guests thereon, and to establish penalties for the infraction thereof;

b) suspend the voting rights of a member during any period in which such member shall be in default in the payment of any assessment levied by the Association. Such rights may also be suspended after notice and hearing, for a period not to exceed 60 days for infraction of published rules and regulations;

c) exercise for the Association all powers, duties and authority vested in or delegated to this Association and not reserved to the membership by other provisions of these By-Laws.

the Articles of Incorporation, or the Declarations:

d) declare the office of a member of the Board of Directors to be vacant in the event such member shall be absent from three (3) consecutive regular meetings of the Board of Directors; and

e) employ a manager, an independent contractor, or such other employees as they deem necessary, and to prescribe their duties.

Section 2. Duties. It shall be the duty of the Board of Directors to:

a) cause to be kept a complete record of all its acts and corporate affairs and to present a statement thereof to the members at the annual meeting of the members, or at any special meeting when such statement is requested in writing by one-fourth (1/4) of the Class A members who are entitled to vote;

b) supervise all officers, agents and employees of this Association, and to see that their duties are properly performed;

c) as more fully provided in the Declarations, to:

(1) fix the amount of the annual assessment against each Lot at least thirty (30) days in advance of each annual assessment period;

(2) send written notice of each assessment to every Owner subject thereto at least thirty (30) days in advance of each annual assessment period; and

(3) record and foreclose the lien against any property for which assessments are not paid within thirty (30) days after due date or to bring an action at law against the owner personally obligated to pay the same.

d) issue, or to cause an appropriate officer to issue, upon demand by any person, a certificate setting forth whether or not any assessment has been paid. A reasonable charge may be made by the Board for the issuance of these certificates. If a certificate states an assessment has been paid, such certificate shall be conclusive evidence of such payment;

e) procure and maintain adequate liability and hazard insurance on property owned by the Association; if any.

f) cause all officers or employees having fiscal responsibilities to be bonded, as it may deem appropriate;

g) cause the Common Area to be maintained;

ARTICLE VIII

OFFICERS AND THEIR DUTIES

Section 1. Enumeration of Offices. The officers of this Association shall be a president and vice-president, who shall at all times be members of the Board of Directors, a secretary, and a treasurer, and such other officers as the Board may from time to time by resolution create.

Section 2. Election of Officers. The election of officers shall take place at the first meeting of the Board of Directors following each annual meeting of the members.

Section 3. Term. The officers of this Association shall be elected annually by the Board and each shall hold office for one (1) year unless he shall sooner resign, or shall be removed

or, otherwise disqualified to serve.

Section 4. Special Appointments. The Board may elect such other officers as the affairs of the Association may require, each of whom shall hold office for such period, have such authority, and perform such duties as the Board may, from time to time, determine.

Section 5. Resignation and Removal. Any officer may be removed from office with or without cause by the Board. Any officer may resign at any time giving written notice to the Board, the president or the secretary. Such resignation shall take effect on the date of receipt of such notice or at any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 6. Vacancies. A vacancy in any office may be filled by appointment by the Board. The officer appointed to such vacancy shall serve for the remainder of the term of the officer he replaces.

Section 7. Multiple Offices. The offices of secretary and treasurer may be held by the same person. No person shall simultaneously hold more than one of any of the other offices except in the case of special offices created pursuant to Section 4 of this Article.

Section 8. The duties of the officers are as follows:

PRESIDENT

a) The president shall preside at all meetings of the Board of Directors; shall see that orders and resolutions of the Board are carried out; shall sign all leases, mortgages, deeds and other written instruments and shall co-sign all checks and promissory notes.

VICE-PRESIDENT

b) The vice-president shall act in the place and stead of the president in the event of his absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required of him by the Board.

SECRETARY

c) The secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the members; keep the corporate seal of the Association and affix it on all papers requiring said seal; serve notice of meetings of the Board and of the members; keep appropriate current records showing the members of the Association together with their addresses, and shall perform such other duties as required by the Board;

TREASURER

d) The treasurer shall receive and deposit in appropriate bank accounts all monies of the Association and shall disburse such funds as directed by resolution of the Board of Directors; shall sign all checks and promissory notes of the Association; keep proper books of account; cause an annual audit of the Association books to be made by a public accountant at the completion of each fiscal year; and shall prepare an annual budget and a statement of income and expenditures to be presented to the membership at its regular annual meeting, and deliver a copy of each to the members.

ARTICLE IX

BOOKS AND RECORDS

The books, records and papers of the Association shall at all times, during reasonable business hours, be subject to inspection by any member. The Declarations, the Articles of Incorporation and the By-Laws of the Association shall be available for inspection by any member at the principal office of the Association, where copies may be purchased at reasonable cost.

ARTICLE XI

ASSESSMENTS

As more fully provided in the Declarations, each member is obligated to pay to the Association annual and special assessments which are secured by a continuing lien upon the property against which the assessment is made. Any assessments which are not paid when due shall be delinquent. In the event that the assessment is not paid on or before the 10th day of the month, a late penalty in the amount of \$25.00 shall be due and payable. Any assessment not paid within thirty (30) days after the due date shall bear interest from the due date at the rate of fifteen percent (15%) per annum. The Association may bring an action at law against the Owner personally obligated to pay the same or foreclose the lien against the property, and interest, costs, and reasonable attorney's fees of any such action shall be added to the amount of such assessment. No owner may waiver or otherwise escape liability for the assessments provided for herein by nonuse of the Common Area or abandonment of his Lot.

ARTICLE XII

CORPORATE SEAL

The Association shall have a seal in circular form having within its circumference the name of the Association and the year of its incorporation.

ARTICLE XIII

AMENDMENTS

Section 1. These By-Laws may be amended, at a regular or special meeting of the members, by a vote of a majority of a quorum of members present in person or by proxy, except that the Federal Housing Administration or the Veterans Administration shall have the right to veto amendments while there is a Class B membership.

Section 2. In the case of any conflict between the Articles of Incorporation and these By-Laws, the Articles shall control; and in the case of any conflict between the Declarations and these By-Laws, the Declarations shall control.

ARTICLE XIV

MISCELLANEOUS

The fiscal year of the Association shall begin on the first day of January and end on the 31st day of December of every year, except that the first fiscal year shall begin on the date of incorporation.

IN WITNESS WHEREOF, we, being all of the directors of RIVER POINT COMMUNITY ASSOCIATION, INC. have hereunto set out hands this 18th day of April, 1988.

Johnette Y. Fort
JOHNETTE Y. FORT

Ben Taylor
BEN TAYLOR

CERTIFICATION

I, the undersigned, do hereby certify:
THAT I am the duly elected and acting secretary of RIVER POINT COMMUNITY ASSOCIATION, INC. a Florida not for profit corporation, and,
THAT the foregoing By-Laws constitute the original By-Laws of said Association, as duly adopted at a meeting of the Board of Directors thereof, held on the 18th day of April, 1988.

Elisavete C. Cox
SECRETARY

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FIRST AMENDMENT TO
BY-LAWS
OF
RIVER POINT COMMUNITY ASSOCIATION, INC OFFICIAL RECORDS

THIS AMENDMENT, made this third day of March, 1992 by RIVER POINT COMMUNITY ASSOCIATION, INC., a Florida Non Profit corporation (the "Association"), its successors and assigns.

W I T N E S S E T H:

WHEREAS, the name of the corporation filing these articles of Amendment is River Point Community Association, Inc., and

WHEREAS, the Association has executed and caused to be filed in the office of the Secretary of State of Florida, Articles of Incorporation of River Point Community Association, Inc. ("Articles of Incorporation"), dated April 19, 1988, and filed May 4, 1988, under document number N26253; and

WHEREAS, pursuant to Article XIII Section 1, of the By Laws of the Articles of Incorporation, the By-Laws may be amended, at a regular or special meeting of the members, by a vote of a majority of a quorum of members present in person or by proxy.

WHEREAS, the Association now desires to embrace a more realistic quorum requirement in that it wishes to amend Article III Section 4 of these By-Laws to read:

"The members and representative proxies present shall constitute the quorum required."

NOW THEREFORE, the undersigned officers of the Association hereby execute this Amendment and acknowledge that the foregoing recitals are true and the above described amendment was duly adopted at a regular or special meeting of the Association in accordance with the procedure set forth in the Articles and By-Laws of Incorporation.

THIS AMENDMENT shall become effective as of May 4, 1988, to correspond with the date of the filing of the original Articles and By Laws of Incorporation.

Kenneth G. Ransom
Kenneth G. Ransom President

ATTEST:
By: Susan L. Scheiding
Susan L. Scheiding
Its Recording Secretary

(SEAL)

STATE OF FLORIDA

COUNTY OF DUVAL

I hereby certify that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared Susan L. Scheiding and Kenneth G. Ransom to me well known to be the persons described as officers in and who executed the foregoing amendment to the By-Laws of the Articles of Incorporation on behalf of RIVER POINT COMMUNITY ASSOCIATION, INC., A Florida corporation.

WITNESS my hand and official seal in the County and State aforesaid this 7th day of March, 1992

Prepared by:
Kenneth G. Ransom
12252 High Laurel Drive
Jacksonville, FL 32225

Leis J. Crawford
Notary Public, State of
Florida at Large

My commission expires: