

**AMENDED AND RESTATED**  
**ARTICLES OF INCORPORATION OF RIVER STORY HOA INC.**  
**(a Corporation Not For Profit)**

*[Substantial rewording. See original for prior text]*

**ARTICLE I – NAME**

The name of this corporation shall be RIVER STORY HOA INC. For convenience the corporation shall be referred to in these Amended and Restated Articles of Incorporation as the “Association.”

**ARTICLE II - DURATION**

Existence of the corporation began on April 20, 2015, with the filing of the original Articles of Incorporation with the State of Florida, Division of Corporations. The Association shall continue in perpetuity.

**ARTICLE III – PURPOSES AND POWERS**

The general purposes and powers for which the Association is formed are as follows:

- A. To manage, maintain, construct, and repair for the use of its members, their guests, and invitees all common area improvements now on or to be placed upon RIVER STORY, a platted subdivision referenced in the public records of Duval County, Florida, (hereinafter referred to as "River Story" or “Subdivision”); which improvements shall be for recreational purposes and utilities in conjunction therewith, the stormwater management system together with all lawns, shrubbery and trees located thereupon. The use of said common facilities shall be governed in accordance with these Articles of Incorporation, as amended, and By-Laws hereinafter enacted and/or amended, the Declaration of Covenants and Restrictions, as amended, and any Rules and Regulations promulgated by the Board of Directors from time to time.
- B. To manage, maintain and repair ingress, egress and utility easements over, under and across said Subdivision.
- C. To enact rules and regulations regarding the use and maintenance of any lot, parcel, or residence by any Owner, and to enact rules and regulations on the use of any common area that may be owned by or conveyed to the Association for the common use of all members.
- D. To enforce the Declaration of Covenants and Restrictions for RIVER STORY (“the Declaration”) as recorded in the public records of Duval County, Florida either on

its own account or in conjunction with other lot owners.

- E. To place easements of record, if necessary, for utility and drainage along the perimeter of any lot line in RIVER STORY, Public Records of Duval County, Florida.
- F. To maintain and improve traffic control signs, subdivision and roadway name designation signs within RIVER STORY.
- G. To maintain and improve private lighting for either decorative effect or security purposes within said Subdivision.
- H. To maintain by appointment or retainer, an Architectural Review Board ("ARB") which need not consist of Lot Owners of RIVER STORY to review plans and specifications required by said Lot Owners to be submitted in accordance with the Declaration of said Subdivision herein above referenced which Committee for and on behalf of the Association shall give approval in writing or rejection in writing, as the case may be, to said Lot Owners as provided herein and in response to an ARB application submitted by Owners pursuant to the Declaration. No member of the ARB shall in any way be subject to liability in granting or failing to grant approval and permission of any plans, specifications and requests brought before said ARB by any person whomsoever.
- I. To obtain insurance for loss purposes, whether by casualty or liability, covering Directors, Officers, Committee members and employees of the Association. Further, it may bond, if desired, Directors, Officers and employees of the Association.
- J. To own and convey property and to pay real estate taxes and utilities attributable thereto and to the common improvements and use thereof.
- K. To operate, maintain and manage common property, specifically the surface water management system as permitted by St John's River Water Management District including lakes, retention areas, culverts, and related appurtenances, including but not limited to contracting for services as to same by a maintenance company, and shall assist in the enforcement of the restrictions and covenants contained herein.
- L. It shall be the right, but not the duty, of the Association to maintain improved or unimproved lots within RIVER STORY wherein Lot Owners have failed to maintain same in keeping said Lot free and clear of debris and trash and unsightly weeds and litter and to assess the costs thereof against said Lot Owner as an assessment. It shall have an easement and license of entry over any Lot within RIVER STORY for the purpose of this maintenance.
- M. To determine, prepare, deliver notice of and collect assessments from the Association members for the purpose of the foregoing and to enforce liens for such

assessments uncollected with interest and collection costs, such as attorney's fees, by legal action, if necessary.

- N. To do every other act as may be reasonably necessary in carrying out that which the Association has been empowered to do under the Declaration, as amended from time to time, and recorded in the Public Records of Duval County, Florida, its Articles of Incorporation, By-Laws, Rules and Regulations and any amendments thereto.
- O. To transact any and all lawful business.

The Association is not formed for pecuniary profit and the Association shall not pay dividends, and no part of any income or assets of the Association shall be distributed to its Members, Directors or Officers (as that item is defined in the Bylaws).

All business transacted by the Board of Directors shall require a majority vote of the members of the Board of Directors.

#### **ARTICLE IV – PRINCIPAL OFFICE**

The principal office and mailing address of the Association shall be the address of the Registered Agent as listed on the website of the State of Florida, Division of Corporations: <https://dos.myflorida.com/sunbiz/>.

#### **ARTICLE V – MEMBERS**

Every person or entity which qualifies as a Member of the Association in accordance with the Declaration shall be a Member of the Association, and such membership shall carry all rights, restrictions, benefits, duties, liabilities, limitations and interests granted pursuant to the Declaration, these Amended and Restated Articles of Incorporation, the Bylaws, as amended from time to time, and the Rules and Regulations.

As a Member, each Lot owner shall be liable and obligated for payment of a pro-rata share the costs of surface water management, those ingress, egress, and utility easements pertaining thereto and the use thereof, together with any sums that the membership in accordance with these Articles of Incorporation may vote to spend for those purposes as outlined herein. Each Lot membership shall bear equal proportion of each assessment regardless of a Lot's location, dimension or size. Any unpaid assessment due at any time, shall be and become the obligation of a subsequent owner of a Lot upon purchase of said Lot.

The owner of each lot in RIVER STORY, Public Records of Duval County, Florida as provided herein who shall pay the normal and any special assessments which may from time to time be fixed by the Board of Directors of the Association shall be a Member of the Association. The foregoing shall not include persons or entities who hold an Interest merely as security for the performance of an obligation. Membership shall be on the terms and conditions set forth herein

and in the Declaration, as regulated by the Board of Directors of the Association, and it shall be appurtenant to and may not be separated from the ownership of any Lots as outlined herein.

A Member not in good standing with the Association shall include a Member that has failed to pay any assessments, charges and costs of the Association during the time period allowed for the payment of same. A Member not in good standing with the Association may be denied the right to vote at the Association meetings or to be a Member of the Board of Directors within the Association, in accordance with Florida law as amended from time to time.

#### **ARTICLE VI – VOTING RIGHTS**

1. A Member's right to vote shall vest immediately upon such Member's qualification for membership as provided in the Declaration and these Articles of Incorporation. All voting rights of a Member shall be exercised in accordance with and subject to the restrictions and limitations in the Declaration, Articles of Incorporation and Bylaws, as amended from time to time.
2. Unless elsewhere specifically provided to the contrary in the Declaration or these Articles of Incorporation, or the Bylaws, any provision of the Declaration, Articles of Incorporation, or the Bylaws, which require a vote or approval of a majority or other specified fraction or percentage of the total voting interests of the Association may be deemed as satisfied by either of the following:
  - a. The vote in person or by proxy of the majority or other specified fraction or percentage of the total voting interests of the Association at a meeting duly called or noticed pursuant to the provisions of the Bylaws dealing with such annual or special meeting of the Members of the Association and at which a quorum of the Members are present; *or*
  - b. Written consents signed by the majority or other specified fraction or percentage of the total voting interests of the Association.
3. Except as provided otherwise in the Declaration or these Articles of Incorporation, or the Bylaws, a quorum at meetings shall consist of thirty percent (30%) of the total voting interests of the Association whether represented in person or by proxy. Subject to any contrary provision or requirement contained in the Declaration or Bylaws, if a quorum is present, the affirmative vote of a majority of voting interests represented at a meeting and entitled to vote on the subject matter shall constitute the acts of the Members, except when approval by a greater vote is required by the Declaration, these Articles of Incorporation, the Bylaws or Florida law. After quorum has been established, the subsequent withdrawal of a Member so as to reduce the number of votes at a meeting below the number required for a quorum shall not affect the validity of any action taken at the meeting or any adjournment thereof.

**ARTICLE VII – BOARD OF DIRECTORS**

The affairs of the Association shall be managed by a Board of Directors who shall be elected pursuant to the provisions of the Declaration and the Bylaws, as amended from time to time. The number of Directors constituting the initial Board of Directors shall be three (3). Any increase or decrease in the number of Directors shall be in accordance with such provisions in the Bylaws.

**ARTICLE VIII – AMENDMENT**

These Articles of Incorporation may be changed, modified or amended from time to time by a majority vote of the Board of Directors at a duly noticed meeting of the Board of Directors.

**ARTICLE IX – INDEMNIFICATION**

Every Director, Officer and member of any committee of the Association shall be indemnified by the Association against all expenses and liabilities, including attorneys' fees and other professional fees, incurred by or imposed upon him in connection with any proceeding whether civil, administrative or investigative, or any settlement of any proceeding, or any appeal from such 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, Officer and/or member of any committee of the Association, whether or not he so serves the Association at the time such expenses are incurred, regardless of by whom the proceeding is brought, except in relation to matters as to which any such Director, Officer and/or member of any committee shall be adjudged liable for gross negligence or willful misconduct, provided that in the event of a settlement, the indemnification shall apply only when the Board of Directors of the Association approves such settlement and reimbursement as being for the best interest of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director, Officer and/or member of any committee may be entitled.

Expenses incurred in defending a suit or proceeding, whether civil, administrative or investigative may be paid by the Association in advance of the final disposition of such action, suit or proceeding, if authorized by a majority vote of the Directors upon receipt of an undertaking by or on behalf of the Director, Officer or member of any committee to repay such amount if it shall ultimately be determined that he or she is not to be indemnified by the Association as authorized by these Articles of Incorporation.

**ARTICLE X – DOCUMENT PRIORITY**

In the event of a conflict between the Declaration, Articles of Incorporation, Bylaws and/or any Rules and Regulations, the Declaration will have priority over all other documents. The Articles of Incorporation will have priority over the Bylaws and any Rules and Regulations. The Bylaws will have priority over the Rules and Regulations.

I HEREBY CERTIFY these Amended and Restated Articles of Incorporation have been adopted at a duly held meeting of the Board of Directors, and, having a majority vote of the Board of Directors, shall be binding on the RIVER STORY HOA, INC. and all Members of the Association.

Dated this 19<sup>th</sup> day of SEPTEMBER, 2025.

Signed, sealed and delivered in the presence of:

RIVER STORY HOA, INC.  
a Florida non-profit corporation

Witness # 1

Signature: Debra Cobb

Print name: Debra Cobb

Address: 1676 Royal Fern Lane  
Fleming Island, FL 32003

By: Jeff Thorsen  
Jeff Thorsen, President

Witness # 2

Signature: Amber McKinney

Print name: Amber McKinney

Address: 2924 Brittany Bluff Dr.  
Orange Park, FL, 32073

STATE OF FLORIDA  
COUNTY OF DUVAL

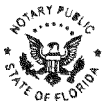
The foregoing instrument was acknowledged before me by means of  physical presence or  online notarization, this 19<sup>th</sup> day of SEPTEMBER, 2025, by Jeff Thorsen, as President of River Story HOA, Inc., a Florida non-profit corporation, on behalf of the corporation. Such person did take an oath and: (Notary must check applicable box).

- is/are personally known to me.
- produced a current driver's license as identification.
- produced \_\_\_\_\_ as identification.

{Notary Seal must be affixed}

Edith Stone Manning  
SIGNATURE OF NOTARY

EDITH STONE MANNING  
Name of Notary (Typed, Printed or Stamped)



EDITH STONE MANNING  
Commission # HH 445075  
Expires January 18, 2028