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VOLUSIA CO., FL

SECOND AMENDMENT TO DECLARATION OF COVENANTS AND RESTRICTIONS
THE ORMOND GREEN
ORMOND BEACH, FLORIDA

This Amendment to Declaration of Covenants and Restrictions made this 28 day of January, 1992, by THE ORMOND GREEN DEVELOPMENT, INC., a Florida corporation, hereinafter referred to as the "Developer"

W I T N E S S E T H:

WHEREAS, Developer originally filed and recorded in Official Record Book 3610, page 1299, Public Records of Volusia County, Florida, a Declaration of Covenants and Restrictions, The Ormond Green, Ormond Beach, Florida, setting forth uniform protective covenants, affecting the property more particularly described therein; and

WHEREAS, pursuant to Article IX, Section 3, Developer reserves the right to amend, modify or rescind such parts of the Declaration of Covenants and Restrictions, as it, in its sole discretion, deems necessary or desirable; and

WHEREAS, the Developer, in its sole discretion deems it necessary and desirable to amend the Declaration of Covenants and Restrictions, The Ormond Green, Ormond Beach, Florida, as set forth below;

NOW THEREFORE, Developer hereby amends the Declaration of Covenants and Restrictions, The Ormond Green, Ormond Beach, Florida, recorded as referenced above, as follows:

1. Amend Article IV, COVENANT FOR MAINTENANCE

FILED FOR RECORD
RECORD VERIFIED
012362
CLERK OF THE CIRCUIT
& COUNTY COURT VOLUSIA CO., FL
92 JAN 30 PM 1:45

[Handwritten signature]

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VOLUSIA CO., FL

MINUTES OF SPECIAL OWNERS MEETING -
ALL CLASS A AND CLASS A AND CLASS B MEMBERS
ORMOND GREEN HOMEOWNERS ASSOCIATION, INC.

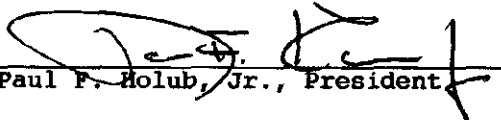
The meeting was called to order by the President, Paul F. Holub, Jr. Upon roll call, all Class A Members and all Class B Members as defined in Article 3, Membership and Voting Rights of the Declaration of Covenants and Restrictions were noted to be present in person.

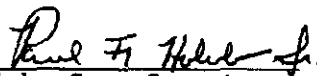
The Secretary published the written notice of the meeting and confirmed that said notice had been sent to all members not less than thirty (30) days nor more than sixty (60) days as provided in Article IV, Section 5 of the Restrictive Covenants.

The next order of business was a general discussion regarding the maximum annual assessment as provided in Article IV, Section III of the Declaration. Upon Motion duly made, seconded and unanimously approved by all Class A and Class B Members, the initial annual assessment was increased from \$120.00 per lot to \$200.00 per lot annually. The President was directed to prepare an Amendment to the Declaration of Covenants and Restrictions and record same in the Public Records of Volusia County, Florida.

There being no further business, the meeting was adjourned.

Dated this 27 day of JANUARY 1992.


Paul F. Holub, Jr., President

Attest: 
Paul F. Holub, Sr., Secretary

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VOLUSIA CO., FL

ASSESSMENTS, Section 3, found on page 11 of the Declaration of Covenants and Restrictions by increasing the initial annual assessment from \$120.00 per lot to \$200.00 per lot.

2. Amend Article VI, RESTRICTIONS, Section 2, Dwellings, found on page 16 of the Declaration of Covenants and Restrictions by increasing the minimum enclosed living area contained within each single family dwelling from 1700 square feet to 1750 square feet.

3. Amend Article I, DEFINITIONS, Section 1 (a) "Association", found on page 2 of the Declaration of Covenants and Restrictions by adding the following at the end of the Definition of "Association":

"A copy of the Articles of Incorporation of the Association is also attached hereto as Exhibit B-1.

4. Developer's Right to Amend. The Developer, or a successor Developer, reserves the right to amend any of the provisions contained herein consistent with Article IX, Section 3, Amendment.

IN WITNESS WHEREOF, the Developer has caused this Amendment to Declaration of Covenants and Restrictions to be executed this 28 day of January, 1992.

THE ORMOND GREEN DEVELOPMENT, INC.
a Florida corporation

Walter G. Somley
Caroline M. Holub

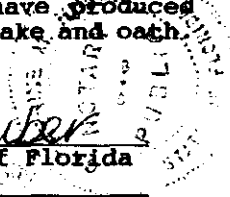
By: Paul F. Holub, Jr.
Paul F. Holub, Jr., President

ATTEST: Paul F. Holub, Sr. [CORPORATE SEAL]
Paul F. Holub, Sr., Secretary

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VOLUSIA CO., FL

COUNTY OF VOLUSIA
STATE OF FLORIDA

The foregoing instrument was acknowledged before me this 28
day of JANUARY, 1992, by Paul Holub, Jr. and Paul Holub, Sr.,
President and Secretary respectively of The Ormond Green
Development, Inc., a Florida corporation, on behalf of the
corporation. They are personally known to me or have produced
their driver licenses as identification and they did take and oath.


Catherine M. Huber
Notary Public, State of Florida
Catherine M. Huber
Printed Name
Secretary
Title or Rank
826121
Serial Number

State of Florida



Department of State

I certify that the attached is a true and correct copy of the Articles of Incorporation of THE ORMOND GREEN HOMEOWNERS ASSOCIATION, INC., a corporation organized under the Laws of the State of Florida, filed on October 27, 1989, effective October 23, 1989, as shown by the records of this office.

The document number of this corporation is N34930.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
27th day of October, 1989.



Jim Smith
Secretary of State

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VOLUSIA CO.,FL

EFFECTIVE DATE
10-23-89

ARTICLES OF INCORPORATION
OF
THE ORMOND GREEN HOMEOWNERS ASSOCIATION, INC.
(A Corporation not for profit under
the laws of the State of Florida.)

The undersigned, hereby associate themselves into a corporation not for profit under Chapter 617, Florida Statutes, and certify as follows:

ARTICLE 1.
NAME

The name of the corporation shall be THE ORMOND GREEN HOMEOWNERS ASSOCIATION, INC. For convenience the corporation shall be referred to in this instrument as "The Association."

ARTICLE 2.
TERM

The term of the Association shall be perpetual. The date and time of commencement is the time these Articles are subscribed and acknowledged if filed with the Department of State of the State of Florida within five (5) days after such date, but if not filed within five (5) days, the time of filing with the Department of State.

ARTICLE 3.
PURPOSE

3.1 The purposes of this Association are:

a. To provide an entity to carry out and accomplish the purposes described in the Declaration of Covenants and Restrictions for The Ormond Green, which Declaration shall be recorded in the Public Records of Volusia County, Florida, and to undertake such management, maintenance, operation, ownership and other duties with respect to the subdivision described in the above Declaration and to any other land or property which may be submitted to said Declaration in accordance therewith;

b. To transact any and all lawful business for which corporations not for profit may be organized under Chapter 617, Florida Statutes, not inconsistent with the Association.

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ARTICLE 4.
POWERS

4.1 The Association shall have all of the common-law and statutory powers of a corporation not for profit not in conflict with the terms of these Articles and shall have all of the powers and duties reasonably necessary to carry out the responsibilities conferred upon it by the Declaration, as it may be enacted or supplemented from time to time:

a. To make and establish reasonable rules and regulations regarding the use of Association common property, subject to its jurisdiction;

b. To make and collect assessments against members of the Association to defray the costs, expenses and losses of the Association.

c. To use the proceeds of assessments in the exercise of its powers and duties.

d. To maintain, repair, replace, operate and manage the Association property.

e. To acquire, own, manage, maintain and repair real and personal property.

f. To purchase insurance upon the Association property and insurance for the protection of the Association and its members.

g. To enforce by legal means the provisions of the Declarations of Covenants and Restrictions and any supplemental Declaration, these Articles of Incorporation, the By-laws of the Association which may be hereafter adopted, and the rules and regulations governing the use of the Association property.

h. To contract for the management of the Association property and to delegate to such contractor all powers and duties of the Association except such as are specifically required by the Declaration of Covenants and Restrictions to have approval of the Board of Directors or the membership of the Association.

i. To contract for the management and operation of portions of the Association property susceptible of separate management or operation.

j. To employ personnel and engage such professional assistance as may be necessary to perform the services required for the proper operation of the Association and its properties.

k. To exercise, undertake and accomplish all of the rights, duties and obligations which may be granted to or imposed upon the Association pursuant to the Declaration of Covenants and any Declaration supplementary thereto.

4.2 All funds and the titles of all properties acquired by the Association, and their proceeds, shall be held for the benefit of the members of the Association in accordance with the provisions of the Declaration of Covenants and Restrictions, these Articles of Incorporation and the By-laws.

ARTICLE 5.
MEMBERS

The qualifications of the members, the manner of their admission to membership and termination of such membership, and voting by members shall be as follows:

5.1 The membership of the Association shall consist of two classes of members. Class "A" members shall include every person who is a record owner of a fee simple estate, a life estate, an estate pur autre vie, or a fee upon condition, in any Lot, as such term is defined in the Declaration of Covenants and Restrictions, which is subject, by the Declaration of Covenants and Restrictions, or by any supplementary Declaration, to assessment by the Association. Class "B" membership shall consist of Stemper Enterprises, Inc. or any successor to whom it may assign its rights as developer, or who may succeed to such rights by operation of law.

5.2 Change of membership in the Association shall be established by recording in the Public Records of Volusia County, Florida, a deed or other instrument establishing a record title to a lot subject to assessment by the Association and the delivery to the Association of a certified copy of such instrument. The owner or owners designated by such instrument thus becomes a member of the Association, and the membership of the prior owner is terminated.

5.3 On all matters on which the membership shall be entitled to vote, said voting shall be in accordance with the voting rights as established in the By-Laws.

5.4 The Class "B" membership shall terminate upon the first to occur of the following events:

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a. The transfer other than to a successor developer by Stemper Enterprises, Inc. of title to all lots within the boundaries described on Exhibit "A" to the Declaration of Covenants and Restrictions recorded in the Public Records of Volusia County, Florida, more fully described in the premises hereof; or

b. October 26, 1999; or

c. Such earlier time as Stemper Enterprises, Inc. shall designate by written notice to the Association.

5.5 The interest of a member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner except as an appurtenance to his lot. The funds and assets of the Association belong solely to the Association subject to the limitation that same be expended, held or used for the benefit of the membership and for the purposes authorized herein, and in the By-Laws.

ARTICLE 6.
PRINCIPAL OFFICE

The principal office of the Association shall be located at 150 Magnolia Avenue, Daytona Beach, Florida, but the Association may maintain offices and transact business in such other places within or without the State of Florida as may from time to time be designated by the Board of Directors.

ARTICLE 7.
DIRECTORS

7.1 The affairs of the Association will be managed by a Board consisting of not less than three (3) nor more than five (5) directors. The number of members of the Board of Directors shall be as provided from time to time by the By-Laws of the Association, and in the absence of such determination, shall consist of three (3) directors. Directors need not be members of the Association.

7.2 Directors of the Association shall be elected at the annual meeting of the members in the manner determined by the By-laws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the By-laws. Notwithstanding the foregoing, the Class "B" member shall have the right to designate and select the members of the Board of Directors of the Association as set forth in the By-Laws.

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7.3 The names and address of the members of the first Board of Directors who shall hold office until their successors have qualified, are as follows:

Ray T. Stemper
1919 North Summit Avenue
Milwaukee, WI 53202

Gerald E. Conen
Suite 935
Empire Building
701 N. Plankinton Avenue
Milwaukee, WI 53203

Jolene O. Stemper
1919 North Summit Avenue
Milwaukee, WI 53202

7.4 The Board of Directors shall elect a President, Secretary, Treasurer, and as many Vice Presidents, Assistant Secretaries, and Assistant Treasurers as the Board of Directors shall determine. The President shall be elected from among the membership of the Board of Directors, but no other officers need be a director. The same person may hold two offices, the duties of which are not incompatible; 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 the same person.

ARTICLE 8.
OFFICERS

The initial officers of the corporation, who shall hold office until their successors are elected, are as follows:

<u>NAME</u>	<u>OFFICE</u>
Ray T. Stemper	President
Jolene O. Stemper	Secretary/Treasurer

ARTICLE 9.
INDEMNIFICATION

Every director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding or any settlement of any proceeding to which he may be a part of 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 when the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement the indemnification shall apply only when the Board of Directors approved such

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settlement and reimbursement as being for 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 10.
BY-LAWS

The first By-Laws of the Association shall be adopted by the members of the Association and may be altered, amended or rescinded in the manner provided by the By-Laws.

ARTICLE 11.
AMENDMENTS

Amendments to the Articles of Incorporation shall be proposed and adopted in the following manner:

11.1 A Resolution for the adoption of a proposed amendment may be proposed by the Board of Directors or by 66.67 percent of the membership whether meeting as members or by instrument in writing signed by them.

11.2 Any amendment or amendments to these Articles of Incorporation so proposed shall be transmitted to the President of the Association or other officer of the Association in the absence of the President, who shall thereupon call a special meeting of the members of the Association for a day no sooner than 10 days nor later than 30 days from the receipt by him of the proposed amendment or amendments, and it shall be the duty of the secretary to give to each member written or printed 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 to or presented personally to each member not less than 10 nor more than 30 days before the date set for such meeting. If mailed, such notice shall be deemed to be properly given when deposited in the United States Mail, postage prepaid, addressed to the member at his post office address as it appears on the records of the Association. Any member may, by written waiver of notice signed by such member waive such notice, and such waiver when filed in the records of the corporation, whether before or after the holding of the meeting, shall be deemed equivalent to the giving of such notice to such member. At such meeting the amendment or amendments proposed must be approved by an affirmative vote of not less than 66.67 percent of all votes eligible to be cast of the total membership in order for such amendment or amendments to become effective.

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A copy of each amendment, after it has become effective, shall be transcribed and certified in such form as may be necessary to register the same in the office of the Secretary of State of the State of Florida, and upon the registration of such amendment or amendments with the Secretary of State, a certified copy thereof shall be recorded in the Public Records of Volusia County.

11.3 At any meeting held to consider any amendment or amendments of these Articles of Incorporation, the written vote of any member of the Association shall be recognized, if such member is not in attendance at such meeting or represented thereat by proxy, provided such written vote is delivered to the Secretary of the Association at or prior to such meeting.

11.4 No amendment shall be made that is in conflict with the Declaration of Covenants and Restrictions or any supplementary Declaration filed pursuant thereof. No amendment to these Articles of Incorporation which shall abridge, amend or alter the rights of Stemper Enterprises, Inc. or a successor developer may be adopted or become effective without the prior written consent of Stemper Enterprises, Inc. or such successor.

ARTICLE 12.
SUBSCRIBERS

The name and address of the subscriber of these Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
David M. Presnick	150 Magnolia Avenue Daytona Beach, FL 32114

ARTICLE 13.
REGISTERED AGENT

The name and address of the registered agent of the Association are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Palmetto Charter Services, Inc.	150 Magnolia Avenue Daytona Beach, FL 32114

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VOLUSIA CO..FL

IN WITNESS WHEREOF, the subscribers have affixed their signatures this the 23rd day of October, 1989.

WITNESSES:

Anna Stanley
Lorain J. McLaughlin

David M. Presnick (SEAL)
David M. Presnick

STATE OF FLORIDA)
) SS.
COUNTY OF VOLUSIA)

Before me, the undersigned authority, personally appeared David M. Presnick, who after being duly sworn, acknowledged that he executed the foregoing Articles of Incorporation for the purposes expressed in such Articles, this 23rd day of October, 1989.

Santha P. Bullington
Notary Public, State of Florida
at Large.

My Commission Expires:

Notary Public, State of Florida
My Commission Expires Oct. 7, 1992
Bonded thru Troy Fair - Insurance Inc.

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VOLUSIA CO., FL

CERTIFICATE DESIGNATING REGISTERED
AGENT AND STREET ADDRESS FOR
SERVICE OF PROCESS

Pursuant to Section 48.091, Florida Statutes, THE ORMOND GREEN HOMEOWNERS ASSOCIATION, INC., desiring to incorporate under the laws of the State of Florida hereby designates Palmetto Charter Services, Inc., 150 Magnolia Avenue, Daytona Beach, Florida 32114, as its Registered Agent and the street address of its registered office, respectively, for the service of process within the State of Florida.

THE ORMOND GREEN HOMEOWNERS
ASSOCIATION, INC.

By: David M. [REDACTED]
David M. Pre

Its Subscriber

ACCEPTANCE OF DESIGNATION

I hereby accept the foregoing designation as Registered Agent of THE ORMOND GREEN HOMEOWNERS ASSOCIATION, INC., for the service of process within the State of Florida.

PALMETTO CHARTER SERVICES, INC.

By: [Signature]
Larry D. Marsh, Vice President

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VOLUSIA CO., FL

State of Florida



Department of State

I certify that the attached is a true and correct copy of the Articles of Amendment, filed on June 29, 1990, to Articles of Incorporation for THE ORMOND GREEN HOMEOWNERS ASSOCIATION, INC., a Florida corporation, as shown by the records of this office.

The document number of this corporation is N34930.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
5th day of July, 1990.



Jim Smith
Secretary of State

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ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF THE ORMOND GREEN HOMEOWNERS ASSOCIATION, INC.

(A Corporation Not-for-Profit under the Laws
of the State of Florida)

FILED
29 JUN 7 1990
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 617.018 of the Florida Not For Profit Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is The Ormond Green Homeowners Association, Inc.

2. Section 5.4 of Article 5 of the Articles of Incorporation shall be amended to read in its entirety as follows:

"5.4 The Class "B" Membership shall terminate upon the first to occur of the following events:

1. When the total votes outstanding in the Class "A" Membership equal the total outstanding in the Class "B" Membership;
or

2. January 1, 2000."

3. Article 6 of the Articles of Incorporation is hereby amended to change the address of the principal office of the corporation to 149 Broadway, Daytona Beach, Florida 32118.

4. Article 13 of the Articles of Incorporation is hereby amended to read in its entirety as follows:

"The name and address of the registered agent of the Association are as follows:

<u>Name</u>	<u>Address</u>
Paul F. Holub, Jr.	93 Shadowcreek Way Ormond Beach, FL 32174"

5. The foregoing amendments to the Articles of Incorporation were adopted by the Board of Directors of the Association on the 11th day of June, 1990, in the manner prescribed by the Articles

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of Incorporation and By-Laws of the Association and Chapter 617 of the Florida Statutes.

6. Except as modified hereby, the Articles of Incorporation of the corporation shall remain in full force and effect.

IN WITNESS WHEREOF, these Articles of Amendment were executed this 11th day of June, 1990.

THE ORMOND GREEN HOMEOWNERS
ASSOCIATION, INC., a Florida
Not-for-Profit Corporation

By: Paul F. Holub, Jr.
Paul F. Holub, Jr.,
President

Attest: Paul F. Holub, Sr.
Paul F. Holub, Sr.,
Secretary

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 11th day of June, 1990 by Paul F. Holub, Jr., President and Paul F. Holub, Sr., Secretary of The Ormond Green Homeowners Association, Inc., a Florida Not-for-Profit Corporation, on behalf of the corporation.

Clara B. Grayson
Notary Public, State of Florida
At Large
My Commission Expires: _____

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXPIRES _____
FOUNDED 1845

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VOLUSIA CO., FL

ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF THE ORMOND GREEN HOMEOWNERS ASSOCIATION, INC.

(A Corporation Not-for-Profit under the Laws
of the State of Florida)

Pursuant to the provisions of Section 617.018 of the Florida
Not For Profit Corporation Act, the undersigned corporation adppts
the following Articles of Amendment to its Articles of
Incorporation:

1. The name of the corporation is The Ormond Green
Homeowners Association, Inc.

2. Section 5.4 of Article 5 of the Articles of Incorporation
shall be amended to read in its entirety as follows:

"5.4 The Class "B" Membership shall terminate
upon the first to occur of the following
events:

1. When the total votes outstanding in the
Class "A" Membership equal the total
outstanding in the Class "B" Membership;
or
2. January 1, 2000."

3. Article 6 of the Articles of Incorporation is hereby
amended to change the address of the principal office of the
corporation to 149 Broadway, Daytona Beach, Florida 32118.

4. Article 13 of the Articles of Incorporation is hereby
amended to read in its entirety as follows:

"The name and address of the registered agent
of the Association are as follows:

<u>Name</u>	<u>Address</u>
Paul F. Holub, Jr.	93 Shadowcreek Way Ormond Beach, FL 32174"

5. The foregoing amendments to the Articles of Incorporation
were adopted by the Board of Directors of the Association on the
11th day of June, 1990, in the manner prescribed by the Articles

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of Incorporation and By-Laws of the Association and Chapter 617 of the Florida Statutes.

6. Except as modified hereby, the Articles of Incorporation of the corporation shall remain in full force and effect.

IN WITNESS WHEREOF, these Articles of Amendment were executed this 11th day of June, 1990.

THE ORMOND GREEN HOMEOWNERS
ASSOCIATION, INC., a Florida
Not-for-Profit Corporation

By: Paul F. Holub, Jr.
Paul F. Holub, Jr.,
President

Attest: Paul F. Holub, Sr.
Paul F. Holub, Sr.,
Secretary

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 11th day of June, 1990 by Paul F. Holub, Jr., President and Paul F. Holub, Sr., Secretary of The Ormond Green Homeowners Association, Inc., a Florida Not-for-Profit Corporation, on behalf of the corporation.

Clara B. [Signature]
Notary Public, State of Florida
At Large
My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA
BY COMMISSION EXPIRES
BONDED WITH LICENSE NO. 400