

STATE OF ALABAMA

**DOMESTIC BUSINESS CORPORATION
AMENDMENT TO FORMATION/ARTICLES**

PURPOSE: In order to amend a Business Corporation's (formerly known as For-Profit Corporation) Certificate of Formation/Articles of Incorporation under Section 10A-2-10.06 of the Code of Alabama 1975 this Amendment and the appropriate filing fees must be filed with the Office of the Judge of Probate in the county where the corporation was initially formed/incorporated.

INSTRUCTIONS: Mail one (1) signed original and two (2) copies of this completed form and the appropriate filing fees to the Office of the Judge of Probate in the county where the corporation's Certificate of Formation was recorded. Contact the Judge of Probate's Office to determine the county filing fees. Make a separate check or money order payable to the **Secretary of State for the state filing fee of \$50.00** and the Judge of Probate's Office will transmit the fee along with a certified copy of the Amendment to the Office of the Secretary of State within 10 days after the filing is recorded. Once the Secretary of State's Office has indexed the filing, the information will appear at www.sos.alabama.gov under the Government Records tab and the Business Entity Records link – you may search by entity name or number. You may pay the Secretary of State fees by credit card if the county you are filing in will accept that method of payment (see attached). Your Amendment will not be indexed if the credit card does not authorize and will be removed from the index if the check is dishonored.



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Shelby Cnty Judge of Probate, AL
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(For County Probate Office Use Only)

This form must be typed or laser printed.

1. The name of the corporation from the Certificate of Formation/Articles of Incorporation:
Bent River Commons Owners Association, Inc. (the "Association")
2. The date the Certificate of Formation was filed in the county: 02/ 02 / 1999 (format MM/DD/YYYY)
3. The titles, dates, and places of filing of any previous Amendments: Amendment to Articles of Incorporation 5/19/2006
Attach a listing if necessary.
4. Alabama Entity ID Number (Format: 000-000): 551 - 248 **INSTRUCTION TO OBTAIN ID NUMBER TO COMPLETE FORM:** If you do not have this number immediately available, you may obtain it on our website at www.sos.alabama.gov under the Government Records tab. Click on Business Entity Records, click on Entity Name, enter the registered name of the entity in the appropriate box, and enter. The six (6) digit number containing a dash to the left of the name is the entity ID number. If you click on that number, you can check the details page to make certain that you have the correct entity – this verification step is strongly recommended.

(For SOS Use Only)

This form was prepared by: (type name and full address)

William L. Phillips, III
Marks & Associates, P.C.
P.O. Box 11386
Birmingham, AL 35202

DOMESTIC BUSINESS CORPORATION AMENDMENT

[Instruction on Amendment completion: Be very specific about what must be changed if you are amending existing information. If the amendment includes a name change, a copy of the Name Reservation form issued by the Office of Secretary of State **must** be attached.]

Registered agents and registered agent addresses are changed by filing a Change Of Registered Agent Or Registered Office By Entity form directly with the Office of the Secretary of State (the new agent's signature is required agreeing to accept responsibility). You may file the information as an Amendment also, but the change form must be on file with the Secretary of State per 10A-1-3.12(a) (2) to effect the change in the public records database.]

5. The following amendment was adopted on 06 / 30 / 2016 (format MM/DD/YYYY):

See attached Second Amendment to Articles of Incorporation of Bent River Commons Owners Association, Inc.

☐ Additional Amendments and the dates on which they were adopted are attached.

Item 6, 7, or 8 MUST be checked/completed with any appropriate attachments.

6. ☐ The board of directors without shareholder action approved the Amendment. Shareholder action was not required.

7. ☐ The shareholders approved the Amendment. The total number of votes entitled to be cast was _____ (information is required for item a or b). Complete one of the following:

a. The total number of votes cast for amendment was _____ and the total number of votes cast against amendment was _____.

b. The total number of undisputed votes cast for amendment was _____ which was a sufficient number of votes to approve amendment.

8. ☒ Amendment by voting groups was required; the information required in item 5 above is provided for each voting group and is attached to and made part of this Domestic Business Corporation Amendment document.

07 / 07 / 2016
Date (MM/DD/YYYY)

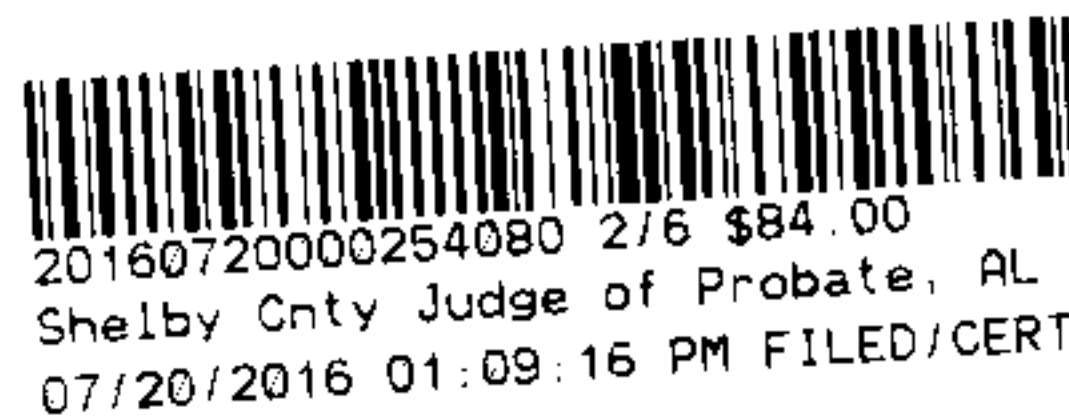
Signature as required by 10A-2-1.20

James Douglas

Typed Name of Above Signature

President of Bent River HOA

Typed Title/Capacity to Sign under 10A-2-1.20



**SECOND AMENDMENT TO
ARTICLES OF INCORPORATION OF
BENT RIVER COMMONS OWNERS ASSOCIATION, INC.**

The undersigned present the following amendments to the Articles of Incorporation of Bent River Commons Owners Association, Inc. (the "Association").

RECITALS

The Association was created by Articles of Incorporation filed on February 2, 1999 as Instrument # 1999-04401. All documents referenced as filed herein were filed with the Probate Office of Shelby County, Alabama. The original members of the Association consisted of owners of lots subject to the BENT RIVER COMMONS First Sector General Covenants, Conditions and Easements filed as on February 29, 1996 as Instrument #1996-06492 ("Phase I Covenants").

The Association merged with Bent River Homeowners Association, Inc. (Phase II and III) pursuant to the Articles of Amendment to Articles of Incorporation filed on May 19, 2006 as instrument # 20060519000239120. The Articles of Incorporation as amended thereby are referred to herein as "Articles". By virtue of said merger, the owners of lots subject to COVENANTS AND RESTRICTIONS Bent River Commons 2nd Sector filed on March 3, 1999 as Instrument #1999-08863 ("Phase II Covenants") and COVENANTS AND RESTRICTIONS Bent River Commons 3rd Sector filed on September 16, 1999 as Instrument # 1999-38777 ("Phase III Covenants"), became members of the Association.

Pursuant to the COVENANTS AND RESTRICTIONS BENT RIVER-PHASE IV filed as Instrument # 20100518000154990 as amended by DECLARATION OF RATIFIED AND AMENDED COVENANTS AND RESTRICTIONS for Bent River – Phase IV Residential Subdivision filed on September 13, 2011 as Instrument #20110913000270280 (jointly referred to as "Phase IV Covenants") the owners of lots subject to the Phase IV Covenants were declared to be members of the Association subject to assessments by and governance of the Association.

The Third Amendment to the Bylaws of Bent River Commons Owners Association, Inc. stated that the Association is charged with administration and operation of Phases I, II, III & IV of Bent River Commons and stipulated that each of four sectors shall have a Director on the Board of Directors of the Association.



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The Articles were not amended contemporaneously with the Phase IV Covenants and Third Amendment to the Bylaws. This Amendment has been approved to clarify for purposes of these Articles a) the full membership in the Association of owners of lot in all Phases including those in Phase IV, and b) the purposes for which the Association operates.

NOW THEREFORE, the Articles are hereby amended as follows:

AMENDMENTS

1. As used in the Articles the following terms have the meanings as follows:
 - a. "General Covenants" means Phase I Covenants, Phase II Covenants, Phase III Covenants and Phase IV Covenants, each as they apply to the relevant phase of Bent River Commons.
 - b. "Development" means all property subject to the General Covenants.
 - c. "Common Areas" means the common areas of the Development as designated or created under all of the General Covenants and plats of the Development including but not limited to the nature trail, entrance to the Development, all rights-of-way and, subject to the limitations of the Phase IV Covenants, the Pool Amenities. (Pool Amenities has the meaning set forth in the Phase IV Covenants.)
 - d. "Common Expenses" means: i) the cost of maintaining, operating, repairing and replacing any portions of the Common Area; ii) ad valorem taxes assessed against any Common Area; iii) management fees and expenses of administration including legal and accounting fees; iv) utility charges of any utilities serving any Common Area; v) insurance premiums for policies required or permitted under the General Covenants, Articles or Bylaws of the Association (jointly "Governing Documents"); vi) funds utilized to establish and maintain reasonable reserve funds for maintenance, repair and replacement of any portions of the Common Areas and to cover unforeseen operating contingencies; and vii) other such expenses incurred by the Association and approved by the Board of Directors of the Association in accordance the Governing Documents.

2. The first sentence of section 6. MEMBERS is deleted and replaced with the following:

The members of the Association shall consist of all owners of lots subject to any of the General Covenants.

3. Subsection 3(f) and 3(g) concerning the purposes of the Association are deleted and replaced with the following:

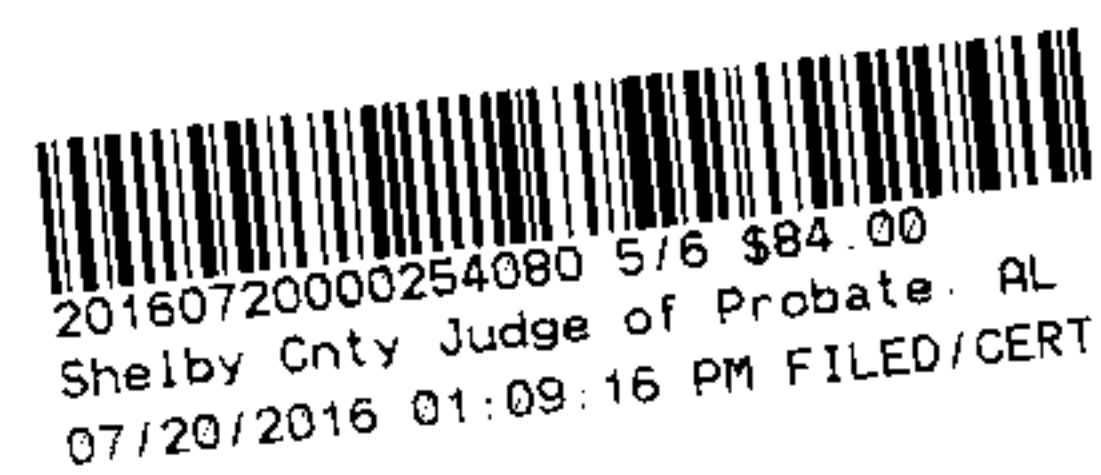
(f) to enforce all terms and provisions of all of the General Covenants as they apply to the relevant phase and to make, establish and enforce reasonable rules and regulations governing the administration, operation and management of the Development to the extent that such rules and regulations do not conflict with the General Covenants.

(g) to make, levy, collect and enforce assessments and to use and expend such assessments for payment of Common Expenses and as otherwise provided in the General Covenants, provided however, that expenses related to Pool Amenities shall be paid only from (i) separate annual assessments to owners of lots in Phase IV ("Pool Assessment") and from fees from Pool Licenses, and (ii) reserve funds established from the Pool Assessments and Pool License fees. (The terms Pool Amenities and Pool Licenses have the meaning provided in the Phase IV Covenants).

4. The amount of the Pool Assessment shall be determined jointly by the Board of Directors of the Association and the Pool Committee. Provided that portion of the Pool Assessment collected for reserve funds held for capital improvements or replacement of any portion of the Pool Amenities shall be solely determined by the Pool Committee.

5. Except as amended hereby, the provisions of the Articles remain in full force and effect.

By their signatures below, the President and Secretary of the Association certify that this Second Amendment to the Articles of Incorporation of Bent River Commons Owners Association, Inc. received the affirmative vote of a) at least two-thirds (2/3) of the total owners living in Phases I, II and III, and b) at least two-thirds (2/3) of the total owners living in all Phases of Bent River Commons.



Done this 30 day of June, 2016

[Signature], President
Malea Higdon, Secretary

STATE OF ALABAMA
Shelby COUNTY

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that James Douglas whose name as President of **Bent River Commons Owners Association, Inc.**, a corporation, is signed to the foregoing instrument and who is known to me, acknowledged before me on this day that, being informed of the contents of said instrument, she, as such officer, and with full authority, executed the same voluntarily, as an act of said corporation, acting in its capacity as aforesaid.

Given under my hand and official seal, this the 30 day of June, 2016.

Diana Dupree Boyd
NOTARY PUBLIC
My Commission Expires: **Diana Dupree Boyd
Notary Public
State of Alabama
Qualified in Shelby County
Commission Expires May 12, 2020**

STATE OF ALABAMA
Shelby COUNTY

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that Malea Higdon whose name as Secretary of **Bent River Commons Owners Association, Inc.**, a corporation, is signed to the foregoing instrument and who is known to me, acknowledged before me on this day that, being informed of the contents of said instrument, he/she, as such officer, and with full authority, executed the same voluntarily, as an act of said corporation, acting in its capacity as aforesaid.

Given under my hand and official seal, this the 30 day of June, 2016.

Diana Dupree Boyd
NOTARY PUBLIC
My Commission Expires: **Diana Dupree Boyd
Notary Public
State of Alabama
Qualified in Shelby County
Commission Expires May 12, 2020**

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