

RECEIVED

FORM 7
PAGE 1 OF 2

APPLICATION FOR NONPROFIT ASSOCIATION EXEMPTION
SECTION 367.022(7), FLORIDA STATUTES
RULE 25-30.060(3) (g), FLORIDA ADMINISTRATIVE CODE
MAIL ROOM

930301-WS

NAME OF SYSTEM: NORMANDY VILLAGE UTILITY CO.

PHYSICAL ADDRESS OF SYSTEM: 7800 Delaroache Drive, Jacksonville,
Florida 32210

MAILING ADDRESS (IF DIFFERENT): 1828 Fouraker Road, P.O. Box 37470,
Jacksonville, Florida 32236-7470

COUNTY: Duval

PRIMARY CONTACT PERSON:

NAME: Dorothy E. Letien

ADDRESS: 1828 Fouraker Road, P.O. Box 37470
Jacksonville, Florida 32236-7470

PHONE #: (904) 781-1194

NATURE OF APPLICANT'S BUSINESS ORGANIZATION: (CORPORATION,
PARTNERSHIP, SOLE PROPRIETOR, ETC.) corporation

I believe this system to be exempt from the regulation of the
Florida Public Service Commission pursuant to Section 367.022(7),
Florida Statutes, for the following reasons:

1. The corporation, association, or cooperative is nonprofit.
2. Service will be provided solely to members who own and control it.
3. The system provides (CHOOSE THE ONE THAT IS APPLICABLE):
Water only _____
Wastewater only _____
Both X
4. Normandy Village Utility Co. will do the billing for such service.
5. The service area is located at: Normandy Village Subdivision,
Jacksonville, Duval County, Florida

APPLICATION FOR NONPROFIT ASSOCIATION EXEMPTION

6. Attached are the articles of incorporation as filed with the Secretary of State and bylaws which clearly show the requirements for membership, that the members' voting rights are one vote per unit of ownership and the circumstances under which control of the corporation passes to the non-developer members. Control of the corporation must pass: 1) at 51 percent ownership by the non-developer members or 2) at some greater percentage delimited by a time period not to exceed 5 years from the date of incorporation.
7. Attached is proof of ownership of the utility facilities and the land upon which the facilities will be located or other proof of the applicant's right to continued use of the land, such as a 99-year lease.

I am aware that pursuant to Section 837.06, Florida Statutes, whoever knowingly makes a false statement in writing with the intent to mislead a public servant in the performance of his official duty shall be guilty of a misdemeanor of the second degree, punishable as provided in Section 775.082, S. 775.083, or S. 775.084.

Normandy Village Utility Co.
(Applicant please print or type)

3-12-93
(Date)

By: Raymond A. Guuca
(Signature)

President
(Title)

When you finish filling out the application, the original and fifteen copies of the application, Articles of Incorporation, Bylaws and proof of ownership should be mailed to: Director, Division of Records and Reporting, Florida Public Service Commission, 101 East Gaines Street, Tallahassee, Florida 32399-0850.

CERTIFICATE OF INCORPORATION
OF
NORMANDY VILLAGE COMPANY

1. The name of this corporation is
NORMANDY VILLAGE COMPANY.

2. The general nature of the business to be
transacted is:

To buy, sell, deal in, lease, hold, or improve
real estate, and the fixtures and personal property inci-
dental thereto or connected therewith, and with that end in
view to acquire, by purchase, lease, hire, or otherwise,
lands, tenements, hereditaments, or any interest therein,
and to improve the same, and generally to hold, manage,
deal with, and improve the property of the company, and to
sell, lease, mortgage, pledge, assign, or otherwise dispose
of the lands, tenements, and hereditaments or any or all
other property of the company;

To enter into, make, perform, and carry out
contracts and agreements of every kind, for any lawful
purpose, without limit as to amount, with any person, firm,
association or corporation;

To construct and install sewage disposal and puri-
fication plants or systems; to purchase and sell material

incidental to the construction, installation and operation of such plants or systems, together with any other services arising out of or incidental to the foregoing purposes.

To construct, install and operate any type of lawful utility plant or system; to purchase and sell material incident to the construction, installation and operation of any such plant or system, together with any other services arising out of or incidental to the foregoing purposes.

To buy, sell, draw, make, accept, endorse, discount, execute, and issue promissory notes, bills of exchange, warrants, and other negotiable or transferable instruments;

To issue bonds, debentures, or obligations of this corporation from time to time, for any of the objects or purposes of the corporation, and to secure the same by mortgage, pledge, deed of trust, or otherwise;

To purchase, hold and re-issue shares of its capital stock;

To have one or more offices, to carry on any or all of its operations and business and without restriction or limit as to amount, to purchase or otherwise acquire, to hold, own, to mortgage, sell, convey, or otherwise dispose of real and personal property of every class and description in any of the States, District, Territories or Colonies of the United States, and in any and all foreign countries, subject to the

laws of such State, District, Territory, Colony, or Country.

In general, to carry on any other business in connection with the foregoing, and to have and to exercise all the powers conferred by the laws of Florida upon corporations formed under Chapter 608 of the Florida Statutes Annotated, 1957.

3. The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is 1000 shares of common stock, each share having a par value of \$10.00.

4. The amount of capital with which the corporation will begin business is Five Hundred Dollars (\$500.00).

5. The corporation is to have perpetual existence.

6. The principal office of the corporation is to be located in the City of Jacksonville, Duval County, Florida.

7. The number of directors shall be as provided in the by-laws but shall not be less than three in number until otherwise fixed or changed by the by-laws.

8. The names and post office addresses of the first Board of Directors are as follows:

<u>Name</u>	<u>Post Office Address</u>
G. W. Botts	1712 Barnett Bank Building Jacksonville, Florida
Jack H. Chambers	1712 Barnett Bank Building Jacksonville, Florida
Polly Brady	1712 Barnett Bank Building Jacksonville, Florida

9. The name and post office address of each subscriber and the number of shares subscribed for by each are as follows:

<u>Name</u>	<u>Post Office Address</u>	<u>No. of Shares</u>
G. W. Botts	1712 Barnett Bank Bldg. Jacksonville, Florida	25
Jack H. Chambers	1712 Barnett Bank Bldg. Jacksonville, Florida	15
Polly Brady	1712 Barnett Bank Bldg. Jacksonville, Florida	10

10. This corporation reserves the right to amend, alter, change or repeal any provisions contained in this Certificate of Incorporation in the manner now or hereafter prescribed by Statute, and all rights conferred on stockholders herein are granted subject to this reservation.

We, the undersigned, being each of the original subscribers to the capital stock hereinabove named for the purpose of forming the corporation to do business both within and without the State of Florida, and in pursuance of the Corporation Law of the State of Florida, do make and file this Certificate, hereby declaring and certifying that the facts herein stated are true, and do respectively agree to take the number of shares of stock hereinabove set forth, accordingly we have hereunto set our hands and seals this 6th day of January, 1958.

15/ G. W. Botts (SEAL)
G. W. Botts

15/ Jack H. Chambers (SEAL)
Jack H. Chambers

15/ Polly Brady (SEAL)
Polly Brady

State of Florida



Department of State

I certify that the attached is a true and correct copy of the Articles of Amendment, filed on April 11, 1986, to Articles of Incorporation for NORMANDY VILLAGE UTILITY CO., a Florida corporation, as shown by the records of this office.

The document number of this corporation is 208839.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
15th day of April, 1986.



A handwritten signature in cursive script, appearing to read "George Firestone".

George Firestone
Secretary of State

OF
NORMANDY VILLAGE UTILITY CO.

1. Article 3 of the Certificate of Incorporation of Normandy Village Utility Co., dated January 6, 1958, and amended ^{APR 11} ~~the~~ August 30, 1978, is hereby further amended to read: ^{SECRETARY OF STATE TALLAHASSEE, FLORIDA}

"3. The aggregate number of shares which the corporation is authorized to issue is 2,500, divided into two classes. The designation of each class, the number of shares of each class, and the par value of the shares of each class are as follows:

<u>CLASS</u>	<u>NUMBER OF SHARES</u>	<u>PER VALUE PER SHARE</u>
Class A	1,500	\$10.00
Class B	1,000	.10

"Class A common stock and Class B common stock shall possess the same preferences, limitations and relative rights."

2. The foregoing amendment was adopted by the shareholders of this corporation on December 31, 1985.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment, this 3rd day of April, 1986.

Raymond F. Gmuca
RAYMOND F. GMUCA, President

Dorothy E. Letien
DOROTHY E. LETIEN, Secretary

(Corporate Seal)

STATE OF FLORIDA)
COUNTY OF DUVAL) SS

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared RAYMOND F. GMUCA and DOROTHY E. LETIEN, the President and Secretary of NORMANDY VILLAGE UTILITY CO., known to me and known by me to be the persons who executed the foregoing Articles of Amendment, and they acknowledged before me that they executed these Articles of Amendment.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 3rd day of April, 1986.

David A. Remitt
Notary Public, State of Florida
at Large

My Commission Expires: 12-11-89

State of Florida

DEPARTMENT OF STATE • DIVISION OF CORPORATIONS

OFFICIAL RECORDS
VOL. 4600 PG 427

I certify that the following is a true and correct copy of an Amendment to Articles of Incorporation of NORMANDY VILLAGE COMPANY, a Florida corporation changing its name to NORMANDY VILLAGE UTILITY CO., filed on March 1, 1978, as shown by the records of this office.

The charter number of this corporation is 208839.

GIVEN under my hand and the Great Seal of the State of Florida, at Tallahassee, the Capital, this the 3rd day of March, 1978.

Gene A. Smathers
SECRETARY OF STATE



50222
Normandy Village Co.
07433
Box 09

10²

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VOL. 4600 PG 428

OFFICIAL RECORDS

ARTICLES OF AMENDMENT

OF

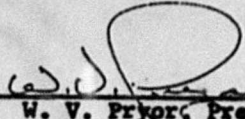
NORMANDY VILLAGE COMPANY

1. Article 1 of the Certificate of Incorporation of Normandy Village Company, dated January 6, 1958, is hereby amended to read:

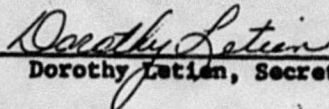
"1. The name of this corporation is
NORMANDY VILLAGE UTILITY CO."

2. The foregoing amendment was adopted by the shareholders of this corporation on February 17, 1978.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment, this 22 day of February, 1978.



W. V. Pryor, President



Dorothy Leticia, Secretary

(Corporate Seal)



STATE OF FLORIDA)
 SS
COUNTY OF DUVAL)

OFFICIAL RECORDS,

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared W. V. FRYOR and DOROTHY LETIEN, the President and Secretary of NORMANDY VILLAGE COMPANY, known to me and known by me to be the persons who executed the foregoing Articles of Amendment, and they acknowledged before me that they executed these Articles of Amendment.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 22nd day of February, 1978.

[Handwritten Signature]

Notary Public, State of Florida
at Large.

My commission expires:

NOTARY PUBLIC, STATE OF FLORIDA AT LARGE
MY COMMISSION EXPIRES OCT. 19, 1978



(SEAL)

FILED AND RECORDED IN THE
PUBLIC OFFICIAL RECORDS
DUVAL COUNTY, FLORIDA
RECORD VERIFIED
[Handwritten Signature]
AFTER CHECKING

78-25386
MAR 28 11 51 AM '78

FILES AND RECORDED IN PUBLIC
RECORDS OF DUVAL COUNTY, FLA.
[Handwritten Signature]
AFTER CHECKING

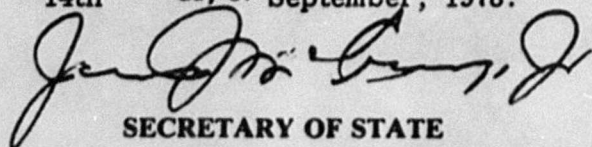
State of Florida

DEPARTMENT OF STATE • DIVISION OF CORPORATIONS

I certify that the following is a true and correct copy of Amendment to the Articles of Incorporation of NORMANDY VILLAGE UTILITY COMPANY, a Florida corporation, filed on September 13, 1978, as shown by the records of this office.

The charter number of this corporation is 208839.

GIVEN under my hand and the Great Seal of the State of Florida, at Tallahassee, the Capital, this the 14th day of September, 1978.


SECRETARY OF STATE



ARTICLES OF AMENDMENT

OF

NORMANDY VILLAGE UTILITY CO.

RECORDED
6/14/79
2 59
NORMANDY VILLAGE UTILITY CO.
SECRETARY'S OFFICE

1. Article 3 of the Certificate of Incorporation of Normandy Village Utility Company, dated January 6, 1958, is hereby amended to read:

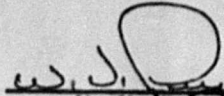
"3. The aggregate number of shares which the corporation is authorized to issue is 2,100, divided into two classes. The designation of each class, the number of shares of each class, and the par value of the shares of each class are as follows:

<u>CLASS</u>	<u>NUMBER OF SHARES</u>	<u>PAR VALUE PER SHARE</u>
Class A	1,100	\$10.00
Class B	1,000	.10

"Class A common stock and Class B common stock shall possess the same preferences, limitations and relative rights."

2. The foregoing amendment was adopted by the shareholders of this corporation on August 25, 1978.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment, this 30TH day of AUGUST, 1978.



W. V. Pryor, President



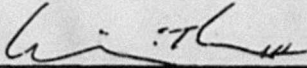
Dorothy E. Letien, Secretary

(Corporate Seal)

STATE OF FLORIDA)
 SS
COUNTY OF DUVAL)

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared W. V. PRYOR and DOROTHY E. LETIEN, the President and Secretary of NORMANDY VILLAGE UTILITY CO. known to me and known by me to be the persons who executed the foregoing Articles of Amendment, and they acknowledged before me that they executed these Articles of Amendment.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this Ten day of August, 1978.



Notary Public, State of Florida
at Large.

My commission expires:

10/19/79

(SEAL)

7

Quit-Claim Deed

VOL 1463 PAGE 456
OFFICIAL RECORDS

Made this 23rd day of December, 1961 BETWEEN
PEARCE-UIBLE COMPANY

a corporation organized and existing under the laws of the State of Florida, having its principal place of business at 3850 Beach Boulevard, Jacksonville, Florida

party of the first part, and NORMANDY VILLAGE COMPANY, a Florida Corporation whose mailing address is: P.O. Box 5188, Jacksonville, Florida, party of the second part, of the County of Duval, State of Florida

WITNESSETH: that the said party of the first part, for and in consideration of the sum of TEN and no/100 Dollars in hand paid by the said party of the second part, the receipt whereof is hereby acknowledged, remised, released and quit-claimed, and by these presents does remise, release and quit-claim unto the party of the second part, and its heirs, successors and assigns forever, the following described tract, lying and being in the County of Duval, State Florida, to-wit:

The Northerly Ten feet of Lot 1, as measured at right angles to Normandy Boulevard, Block 2, Normandy Village Unit 1, according to plat thereof recorded in Plat Book 27, page 96 of the current public records of Duval County, Florida; and

Tract "A", Normandy Village Unit 4, according to plat thereof recorded in Plat Book 28, pages 33 and 33A of the current public records of Duval County, Florida; and

Tract "A", Normandy Village Unit 5, according to plat thereof recorded in Plat Book 29, pages 77 and 77A of the current public records of Duval County, Florida; and

Tract "A", Normandy Village Unit 12, according to plat thereof recorded in Plat Book 30, page 97 of the current public records of Duval County, Florida.

TO HAVE AND TO HOLD the same together with all and singular the appurtenances thereunto belonging or in anywise appertaining, and all the estate, right, title, interest, lien, equity and claim whatsoever of the said party of the first part, either in law or equity, to the only proper use, benefit and behoof of the said party of the second part, its heirs, successors and assigns forever.

IN WITNESS WHEREOF, the said party of the first part has caused these presents to be executed in its name, and its corporate seal to be hereunto affixed, by its proper officers, thereunto duly authorized on the day and year first above written.

(Corporate Seal)

ATTEST:

John E. Roquemore Secretary

Signed and Sealed in Our Presence as Witnesses

STATE OF Florida
COUNTY OF Duval

Before me personally appeared X. C. UIBLE and JOHN E. ROQUEMORE respectively the President and Secretary of PEARCE-UIBLE COMPANY

a corporation under the laws of the State of Florida, to me well known to be the individuals and officers described in and who executed the foregoing quit-claim deed and severally acknowledged the execution thereof to be their own free act and deed as such officers thereunto duly authorized; and that the official seal of said corporation is duly affixed thereto, and the foregoing Quit-Claim deed is the act and deed of said corporation.

WITNESS my hand and official seal this 23rd day of December, 1961 at Jacksonville, Duval County and State aforesaid.

61-8161

Dec 29 5 03 PM '61

Notary Public in and for the County and State Aforesaid
Commission expires: Jan 8, 1963

OFFICIAL RECORDS

This Indenture, Made the 8th day of JANUARY
in the year of our Lord one thousand nine hundred and Fifty-eight (1958) bet.

FRANK DEVELOPMENT CO. (a Florida Corporation)
3850 Beach Boulevard, Jacksonville, Florida

party of the first part, hereinafter called the grantor, which term shall include the heirs, executors, administrators, successors and assigns of the grantor and be construed as singular or plural, as the context may admit or require; and

NORMANDY VILLAGE COMPANY (a Florida Corporation)
3850 Beach Boulevard, Jacksonville, Florida

party of the second part, hereinafter called the grantee, which term shall include the heirs, executors, administrators, successors and assigns of the grantee and be construed as singular or plural, as the context may admit or require;

Witnesseth, That the grantor, for and in consideration of the sum of (\$10.00)
Ten and 00/100 Dollars

lawful money of the United States of America, to the grantor in hand paid by the grantee, at or before the executing and delivery of these presents, the receipt whereof is hereby acknowledged, granted, bargained, sold, aliened, remise, conveyed and confirmed, and by these presents great, bargain, sell, alien, remise, release, convey and confirm, unto the grantee forever

the following piece, parcel, or tract of land, situated, lying and being in the
County of DUVAL, State of Florida, described as follows:

That part of Government Lot Twelve (12), Section Thirty-five (35), Township Two (2) South, Range Twenty-five (25) East, Duval County, Florida, and being more particularly described as follows:

Commencing at the intersection of the southerly right of way line of Herling Road (a Sixty-six (66) foot right of way as now established); with the East line of said Government Lot Twelve (12); thence South Zero (0) degrees, Nineteen (19) minutes, thirty (30) seconds West along the East line of Government Lot Twelve (12), One Thousand Thirty-eight and thirty-six hundredths (1038.36) feet; thence South Eighty-nine (89) degrees, Two (2) minutes, Forty-five (45) seconds West, Thirty (30) feet for a point of beginning; thence continuing South Eighty-nine (89) degrees, Two (2) minutes, Forty-five (45) seconds West, Seventy and Eighty-nine hundredths (70.89) feet; thence South Seventy-five (75) degrees, Twenty-four (24) minutes, Ten (10) seconds West, One Hundred Thirty-five and eighty-three hundredths (135.83) feet; thence North Fifty-seven (57) degrees, Forty (40) minutes West, Ninety-three and seven hundredths (93.07) feet; thence South Eighty-nine (89) degrees, Forty-three (43) minutes, Ten (10) seconds West, One Hundred Sixteen and sixty hundredths (116.60) feet; thence South Seventy-two (72) degrees, Twenty-two (22) minutes West, Twenty-three and forty-five hundredths (23.45) feet; thence South Zero (0) degrees, Nineteen (19) minutes, Thirty (30) seconds West, Ten

3. 1. 66

Hundred Fifteen (215) feet, more or less, to the centerline of a stream; thence Southeast following the meanderings of the centerline of said stream, Three Hundred (300) feet, more or less, to a point in said centerline of said stream, which lies South Eighty-nine (89) degrees, Forty-three (43) minutes, Ten (10) seconds West; One Hundred Forty (140) feet, more or less, from a point on a line which bears South Zero (0) degrees, Nineteen (19) minutes, Thirty (30) seconds West, Three Hundred Fourteen and eighty-seven hundredths (314.87) feet from the point of beginning; thence North Eighty-nine (89) degrees, Forty-three (43) minutes, Ten (10) seconds East, One Hundred Forty (140) feet, more or less, to a point on a line which bears South Zero (0) degrees, Nineteen (19) minutes, Thirty (30) seconds West, Three Hundred Fourteen and eighty-seven (314.87) feet from the point of beginning; thence North Zero (0) degrees, Nineteen (19) minutes, Thirty (30) seconds East, Three Hundred Fourteen and eighty-seven hundredths (314.87) feet to the point of beginning.

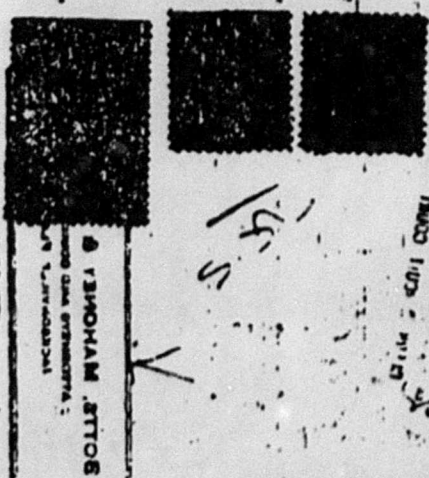
Together with all and singular the improvements now on the premises or which may hereafter be constructed, placed or built on the said premises, or attached to the water and sewerage plants now or hereafter located on said premises, whether by the Lessor, the Lessee or third parties, including but not limited to the following:

- (A) The water works plant and distribution system connected thereto, including all appurtenances such as well, equipment, mains, hydrants, and connection valves; and
- (B) The sewerage treatment plant and the sewerage collection system connected thereto, including all appurtenances such as lines, manholes, pumping station, and effluent line to point of final disposal.

with a and all the... and the appurtenances thereunto belonging, or in anywise appertaining, and the reversion and reversions, remainder and remainders, rents, issues and profits thereof. And also all the estate, right, title, interest, property, possession, claim and demand whatsoever, as well in law as in equity, of the grantor of, in and to, the same, and every part and parcel thereof, with the appurtenances.

To Have and to Hold the above granted, bargained and described premises, with appurtenances, unto the grantee and the heirs, executors, administrators, successors and assigns of the grantee to their only proper use, benefit and behoof forever.

And the said party of the first part does hereby fully warrant the title to said land, and will defend the same against the lawful claims of all persons whomsoever.



NOT RECORDED
FILED AND RECORDED IN THE
OFFICE OF THE
CLERK OF THE
COURT

RECORDED

Except when otherwise provided, each phrase, term and word used herein shall be construed as of singular or plural number and of masculine or feminine gender, as the context may admit or require; all covenants hereof shall be considered as joint and several and shall inure to and be binding upon the parties hereto and their several and respective heirs, executors, administrators, successors and assigns.

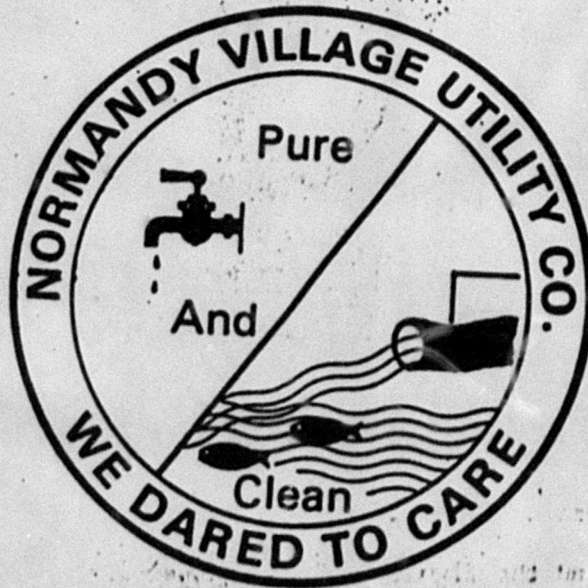
In Witness Whereof, the grantor has caused these presents to be executed in its corporate name and its corporate seal to be hereto affixed, duly attested, the day and year first above written.

Signed, sealed and delivered in the presence of **FRANK DEVELOPMENT CO.**
[Signature] By *[Signature]*
[Signature] At *[Signature]*

State of Florida, }
 County of Duval. }

Before me, a notary public in and for the State of Florida at Large, personally known to me, F. C. Uible the President of Frank Development Co. a corporation, and Dewey O. Albertson, Jr. the secretary of the said corporation; the said persons being known to me to be the persons who executed the above instrument on behalf of said corporation; and they acknowledged that said President subscribed the name and the said Secretary signed and affixed the seal of said corporation to said instrument, and that they delivered said instrument by authority and on behalf of said corporation and that they delivered said instrument to the said Secretary and for the uses and purposes in said instrument set forth, and that they are in the free act and deed of said corporation.

Notary Public, State of Florida at Large.
 My commission expires Jan. 16, 1941.
 Signed by American Surety Co. of N. Y.
 26-833-8
 RECORDS OF DUVAL COUNTY, FLA.
 L. Anderson



NORMANDY VILLAGE UTILITY CO.
BY LAWS

LAST REVISION
JANUARY 19, 1982

BY-LAWS

OFFICES

The principal office shall be in the City of Jacksonville, Duval County, Florida.

SEAL

The corporate seal shall be affixed by inscribing the name NORMANDY VILLAGE UTILITY CO. and the figures 1958, together with the word SEAL, in the appropriate place, on such instruments as require the seal of the corporation.

STOCKHOLDERS MEETINGS

All meetings of the stockholders shall be held at the office of the corporation in Jacksonville, Florida, or at such other place as the Board of Directors shall designate. The annual meeting of the stockholders shall be held on the second ^{*}Tuesday of March in each year, beginning with the year 1982, at the hour of 8:00 P.M. for the purpose of electing directors and for the transaction of such other business as may come before the meeting. If the day fixed for the annual meeting shall be a legal holiday, such meeting shall be held on the next succeeding business day.

The holders of ^{*}one-third (1/3) of the stock issued and outstanding shall constitute a quorum for all meetings of the stockholders. A less number may adjourn the meeting from time to time until the requisite amount of voting stock is present. Every stockholder shall be entitled to one vote for each share of stock held by him and may vote the same either in person or by proxy.

Written notice of the annual meeting shall be mailed to each stockholder entitled to vote, at least five (5) days prior to such meeting. Special meetings of the stockholders for any purpose or purposes may be called by the President, or by the President or Secretary at the request in writing of a majority of the Board of Directors, or at the request of stockholders owning not less than 50% of the outstanding capital stock of the corporation. Notice of such special meeting must be given at least three (3) days prior to the date of such meeting.

DIRECTORS

The property and business of this corporation shall be managed by its Board of Directors, eight (8) in number, and shall be qualified to be elected or appointed by being a stockholder in the NORMANDY VILLAGE UTILITY CO. Each annual meeting of stockholders shall elect the necessary number of Directors to fill the positions of those Directors whose terms of office expire as of the date of the said annual meeting. Directors so elected shall have their length of terms in office so arranged as to elect two (2) new members each year. In the event no successor shall have been selected and qualified to succeed any Director upon the expiration of his term of office, he shall continue in office until a successor is elected and qualified. The powers and duties of the Board of Directors may be delegated by them to some officer or agent of the corporation.

In addition to the powers and authority by these by-laws expressly conferred upon them, the Board may exercise all such powers of the corporation and do all such lawful acts and things as are not by the statute or by the Certificate of Incorporation, or by these by-laws directed or required to be exercised or done by the stockholders.

Regular meetings of the Board may be held without notice, at such time and place as shall from time to time be determined by the Board. Special meetings of the Board may be called by the President on one day's notice either personally or by mail or telegraph.

At all meetings of the Board, a majority of the Directors shall be necessary and sufficient to constitute a quorum for the transaction of business.

The officers of the corporation shall be chosen by the Directors, and shall be President, Vice-President, Secretary and Treasurer, and such assistant officers as the Board of Directors may from time to time elect. The Secretary and Treasurer may be the same person. The officers of the corporation shall be required to be stockholders of the corporation, and may but need not be members of the Board of Directors. The salary of all officers and agents of the corporation shall be fixed by the Board of Directors or by such officer or officers as the Board of Directors shall designate.

The officers of the corporation shall hold office until their successors are chosen and qualified. Any officer elected or appointed may be removed at any time with or without cause by a majority of the Board of Directors.

PRESIDENT

The President shall be chief executive officer of the corporation, shall preside at all meetings of the stockholders and directors, shall execute all instruments in the name of the corporation and inscribe the seal where necessary or required, shall execute the orders and resolutions of the corporation subject only to the power and authority conferred on him by the Board of Directors.

VICE-PRESIDENT

The Vice-President shall act in the place of the President when directed to do so by the President, or when the latter is absent.

SECRETARY

The Secretary shall attend the meetings of the stockholders and the Board of Directors, and record the minutes of such proceedings in a book to be kept for that purpose, shall give notice of all meetings of stockholders and of the Board, keep whatever other records the President shall direct, and perform such other duties as may from time to time be prescribed for this officer.

TREASURER

The Treasurer shall have the custody of the corporate funds and securities, and shall keep full and accurate accounts of receipts and disbursements, deposit all moneys in the name and to the credit of the corporation in designated depositories, disburse the funds of the corporation upon proper authority, and render full account of the financial affairs of the corporation at such times as is required by the Board of Directors or the President.

VACANCIES

Vacancies in the Board of Directors by reason of death, resignation, retirement or otherwise, may be filled by a majority vote of the remaining directors.

CERTIFICATES AND TRANSFERS OF STOCK *

The certificates of stock of the corporation shall be numbered and entered on the books of the corporation as they are issued. Each certificate of stock of the corporation shall represent either one share of Class A common stock or one share of Class B common stock of the corporation.

A condition precedent to the ownership of a certificate of Class A common stock of the corporation shall be the ownership, by the same person at the same time, of the title to a lot in Normandy Village, Duval County, Florida, with reference to which such certificate has been issued. No certificate of Class A common stock of the corporation shall be transferable, either voluntarily or by operation of law or otherwise, except in each instance and from time to time together and in conjunction with a transfer to the same person or persons of the lot in Normandy Village, Duval County, Florida, described in the Certificate, with reference to which such certificate has been issued. The sale, transfer, or other disposition of title to a lot in Normandy Village, Duval County, Florida, with reference to which a certificate of Class A common stock of the corporation has been issued, either voluntarily, by operation of law or otherwise, shall operate ipso facto and automatically as a like sale, transfer or disposition to the same person or persons of the certificate of stock containing the legal description of the said lot and issued with reference to the said lot.

Class B common stock shall be issued to all customers of the Normandy Village Utility Co. who are not holders of Class A common stock. All customers of Normandy Village Utility Co. shall be deemed to be holders of Class B common stock, irrespective of whether or not a certificate has been physically issued to them. Upon ceasing to be a customer of the Normandy Village Utility Co., a holder of Class B common stock shall thereby ipso facto and automatically cease to be a stockholders of the corporation.

CHECKS

All checks or demands for money and notes and other obligations of the corporation shall be signed by such officer or officers as the Board of Directors may from time to time designate by Resolution.

NOTICES

Whenever under the provisions of these by-laws notice is required to be given to any director, officer or stockholder, it shall not be construed to mean personal notice, but such notice may be given in writing, by mail, by depositing the same in the post office or letter box, in a post-paid sealed wrapper, addressed to such stockholder, officer or director at such address as appears on the books of the corporation, and such notice shall be deemed to be given at the time when the same shall be thus mailed.

Any stockholder, director, or officer may waive any notice required to be given under these by-laws.

AMENDMENTS

These by-laws may be altered or amended by the affirmative vote of one-third* (1/3) of the stock issued and outstanding and entitled to vote thereat, at any regular or special meeting of the stockholders if notice of the proposed alteration or amendment be contained in the notice of the meeting, or by the affirmative vote of a majority of the Board of Directors; provided the Board may not alter, amend or abolish any by-law adopted by the stockholders.

REBATES TO CUSTOMERS*

Any amount of the gross receipts realized by the corporation on the sale of its sewer and water services to its customers which are not in the opinion of the Board of Directors required in the conduct and/or expansion of the business of the corporation, shall each year be returned to the customers of the corporation as rebates or refunds in the proportion that the gross amount of business furnished by any such customer bears to the gross amount of business done by the company with its customers. The decision of the Board of Directors as to the percentage and/or amount to be refunded or rebated to each such customer shall be conclusive; provided, however, that such decision shall be subject to change by majority vote of the shareholders upon a showing of bad faith on the part of the Board of Directors.

I hereby that these six (6) pages
are the true and correct By-Laws
of Normandy Village Utility Co.
as of January 19, 1982 and show all
changes made up to and including that date.

Deborah K. Leticia
Corporate Secretary