

State of Florida



Department of State

I certify that the attached is a true and correct copy of the Articles of Amendment, filed on July 6, 1988, to Articles of Incorporation for LAKE REGION MOBILE HOME OWNERS, INC., a Florida corporation, as shown by the records of this office.

The document number of this corporation is N03256.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
6th day of July, 1988.



Jim Smith

Jim Smith
Secretary of State

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
LAKE REGION MOBILE HOME OWNERS, INC.

FILED
1988 JUL -6 PM 2:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Article IV of the Articles of Incorporation of LAKE REGION MOBILE OWNERS, INC. is hereby amended to read as follows:

"ARTICLE IV.
CORPORATE POWERS

The purpose of this corporation shall be:

A. To negotiate for, acquire, and operate a mobile home park, on behalf of the mobile home owners;

B. To convert the mobile home park, once acquired, to a condominium, cooperative or other form of ownership, and thereupon to create a condominium, or offer condominium parcels for sale or lease in the ordinary course of business, or, in the case of conversion to a cooperative or other form of ownership to be the entity that owns the record interest in the property, and that is responsible for the operation of the property;

C. To contract, sue, or be sued, with respect to the exercise or non-exercise of its powers.

For these purposes, the powers of the association include, but are not limited to the following:

D. To maintain, manage and operate the park property, and to institute, maintain, settle or appeal actions for hearings in its name, on behalf of all owners, concerning matters of common interest; including, but not limited to, the common property, structural components of a building or other improvements, mechanical, electrical and plumbing elements serving the park

property, and protests of ad valorem taxes on commonly used facilities;

E. To make and collect assessments and to lease, maintain, repair, and replace the common areas (upon purchasing the park);

F. To purchase lots in the park and to acquire and hold, lease, mortgage, and convey them;

G. Modify, move or create any easement for ingress or egress or for the purposes of utilities, if the easement constitutes part of or crosses the park property, with or without the joinder of any unit owners. This section does not authorize the association to modify or move any easement created in whole or in part for the use or benefit of anyone other than the members, or crossing the property of anyone other than the members, without their consent or approval as required by law or the instrument creating the easement. Nothing in the section affects the rights of ingress or egress of any member of the association.

H. To have and exercise all rights and powers conferred upon corporations under the laws of the State of Florida, and the laws of the United States, those set forth in these Articles of Incorporation and the by-laws of this corporation, and any recorded declarations or restrictions encumbering the park property to the extent that to do so is not inconsistent with Chapt. 723 of the Florida Statutes; provided, however, that this corporation is not empowered to engage in any activity that, in itself, is not in furtherance of its purposes as set forth in this article.

The corporation shall:

A. If the corporation has the authority to maintain a class action, the corporation may be joined in an action as representative of that class with reference to litigation and disputes involving the matters which the corporation could bring a class action, however nothing herein shall limit the statutory or common law right of any individual owner or class of owners to bring any action which may otherwise be available;

B. Include those duties set forth in these Articles of Incorporation and the By-Laws of the corporation, and any recorded declarations or restrictions encumbering the park property to the extent that to do so is not inconsistent with Chapt. 723, Florida Statutes;

C. Maintain accounting records in the County where the property is located, according to good accounting practices; such records to be open to inspection by corporation members, or their authorized representatives, at reasonable times, and written summaries of such records to be supplied at least annually to such members, or their authorized representatives, and shall include, but not be limited to:

- i. A record of all receipts and expenditures;
- ii. An account for each member, designated in the name and current mailing address of the member, the amount of each assessment, dates and amounts in which the assessments come due, the amount paid upon the account, and the balance due;

D. Use its best efforts to obtain and maintain adequate insurance to protect the corporation and the park property, and make available for inspection by owners, at reasonable times, a

copy of each policy of insurance."

2. The third sentence of Article VI of the Articles of Incorporation shall be amended to read as follows:

"The number of Directors may be increased or decreased from time to time in accordance with by the By-Laws, but shall never be less than five (5)."

3. Article XI of the Articles of Incorporation shall be amended to read as follows:

ARTICLE XI.

BYLAWS

These By-laws may be repealed or amended, and new by-laws adopted by a two-thirds (2/3) vote of the members at an annual meeting or a special meeting called for that purpose. Text of the proposed change shall be posted at the clubhouse and/or the office door of the Corporation at least four weeks prior to the called meeting. No by-law shall be revised or amended by reference to the title or the number alone.

Proposals to amend existing by-laws shall contain the full text of the by-laws to be amended; new words shall be inserted in the text underlined, and words to be deleted shall be lined through with hyphens. However, if the proposed change is so extensive that the above procedure would hinder understanding of the proposal, it is not necessary to use the above procedure. Instead, the following notation must appear immediately preceding the proposed:

"Substantial rewording of by-law. See by-law (insert appropriate article and section number) for present text." §71

IN WITNESS WHEREOF, the undersigned President and Secretary of the corporation have executed these Articles of Amendment, as approved by the affirmative vote of a majority of the Board of Directors at a meeting duly called on the 20th day of

June, 1988.

LAKE REGION MOBILE HOME OWNERS, INC.

By: Harry B. Scott
Vice-President

ATTEST:

[Signature]
Secretary

STATE OF FLORIDA
COUNTY OF POLK

Before me, the undersigned authority, ^{vice} personally appeared Harry B. Scott, to me well known to be the President of LAKE REGION MOBILE HOME OWNERS, INC. and who executed the foregoing Articles of Amendment, and who acknowledged before me that he executed the same for the purposes therein expressed.

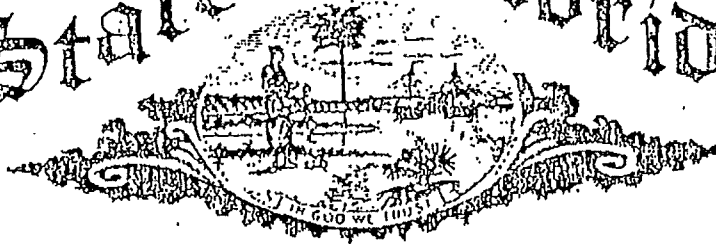
WITNESS my hand and official seal in the County and State named above, this 20th day of June, 1988.

William H. Patterson
NOTARY PUBLIC

My commission expires:

Notary Public, State of Florida
My Commission Expires Dec. 22, 1991
Bonded thru Troy Cain - Insurance Inc.

State of Florida

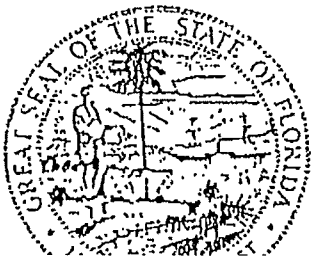


Department of State

I certify that the attached is a true and correct copy of the Articles of Incorporation of LAKE REGION MOBILE HOME OWNERS, INC., a corporation organized under the Laws of the State of Florida, filed on May 23, 1984, as shown by the records of this office.

The charter number of this corporation is N03256.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
24th day of May, 1984.



George F. ...

ARTICLES OF INCORPORATION
OF
LAKE REGION MOBILE HOME OWNERS, INC.
A FLORIDA NOT-FOR-PROFIT CORPORATION

The undersigned, for the purpose of forming a corporation not for profit under the Florida Not-for-Profit Corporation Act, Florida Statutes, Chapter 617, hereby adopts the following Articles of Incorporation:

SECRETARY OF STATE

MAY 23 2 24 PM '84

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ARTICLE I.

NAME

The name of the corporation shall be LAKE REGION MOBILE HOME OWNERS, INC.

ARTICLE II.

DURATION

This corporation shall have perpetual existence commencing on the date of filing of these Article of Incorporation with the Office of the Secretary of State of the State of Florida.

ARTICLE III.

CORPORATE PURPOSES

This corporation is organized for the purpose of promoting the health, safety and general welfare of the residents of LAKE REGION MOBILE HOME VILLAGE located in Polk County, Florida (the "Mobile Home Park.") and if determined to be in the best interest of the members of the corporation, for the purpose of negotiating for, acquiring and operating the Mobile Home Park and further, for the purpose of promoting the fellowship and good will of

its members, the advancement and development of its civic improvements within the Mobile Home Park and to promote and encourage cooperation in all social and civic matters pertaining to the Mobile Home Park; and for such other purposes incident to carrying out the purposes specified in this Article III.

ARTICLE IV.

CORPORATE POWERS

This corporation shall have all of the powers specified in Section 617.021 of the Florida Statutes as well as any and all other powers now or hereafter granted to corporations not for profit by Florida law and in addition, without limitation, shall have the following powers:

(a) As provided in Section 715.302 of the Florida Statutes, this corporation shall have the power to negotiate for, acquire and operate the Mobile Home Park on behalf of the members and shall have the power to convert the Mobile Home Park to a condominium or a cooperative or a subdivision or such other legal form of ownership of the Mobile Home Park as the membership of the corporation shall determine.

(b) This corporation shall have the power to maintain, manage and operate the Mobile Home Park and all real property and tangible personal property connected with the Mobile Home Park, if and to the extent owned by this corporation.

(c) This corporation may institute, maintain, settle or appeal actions or hearings in its name on behalf of all its members concerning matters of common interest, including, but not limited to, any property held in common by the members, structural components of any buildings or other improvements in the Mobile Home Park; the mechanical, electrical and plumbing elements serving the Mobile Home Park; any protests of ad valorem taxes on portions of the Mobile Home Park which are either owned by this corporation or owned in common by the members; and maintain a class action or join in a class action or intervene in a class action as a representative of the class of the members of this corporation in regard to disputes involving the members of this corporation or the Mobile Home Park.

(d) This corporation shall have any and all other rights, privileges, immunities and powers whether provided by common law or statutory law for corporations not for profit, which are not in conflict with the terms of these Articles.

ARTICLE V.

MEMBERS

Only persons who are tenants in the Mobile Home Park may become members of this corporation and membership in this corporation shall cease when a member is no longer a tenant in the Mobile

Home Park. The qualifications for members and the manner in which they are to admitted as well as any dues required of members, shall be regulated by the Bylaws of the corporation. The corporation may issue membership certificates to the members. However, such membership certificate shall not be transferable and shall be cancelled at such time as membership by a particular person is terminated. Each member (which shall be deemed to include a husband and wife if they both occupy one mobile home in the Mobile Home Park) shall be entitled to one vote. The manner of exercising voting rights shall be determined by the Bylaws. The initial members shall be all those persons named in these Articles of Incorporation as incorporators, officers and directors. If this corporation purchases the Mobile Home Park and converts it to a condominium, cooperative or such other legal form of ownership as the members of the corporation shall determine, whether or not such purchase is pursuant to Section 715.302 of the Florida Statutes, then the members shall consist of only those persons who become an "Owner" of his or her lot. "Owner" shall mean the owner of a lot in the Mobile Home Park or the owner of a unit if the Mobile Home Park is converted to a condominium or cooperative.

ARTICLE VI.

DIRECTORS

The management of the corporation shall be vested in its Board of Directors which shall be elected by the members as

provided in the Bylaws of the corporation. There shall initially be six (6) directors. The number of directors may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three (3). Each director must be a member of the corporation and the director shall be elected at the annual meeting of the members in the manner provided in the Bylaws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided in the Bylaws. The names and addresses of the six (6) initial members of the Board of Directors who shall hold office until their successors are elected and have qualified, or until removed, or as follows:

Ralph Adams	307 Wolverine Drive Haines City, Florida 33844
Earle Brink	217 Orchid Terrace Haines City, Florida 33844
Robert F. Rafferty	305 Wolverine Drive Haines City, Florida 33844
Allen E. Harbort	536 Sycamore Lane Haines City, Florida 33844
Bruce S. Taylor	345 Badger Lane Haines City, Florida 33844
James H. Wechsler	593 Aloha Drive Haines City, Florida 33844

ARTICLE VII.

OFFICERS

The affairs of the association will be administered by a president, secretary and treasurer and such other offices as may be designated by the Bylaws, and at times and in the

manner prescribed in the Bylaws. The names of the initial officers who shall serve until their successors are elected are as follows:

James H. Wechsler	President
Robert F. Rafferty	Secretary
Bruce S. Taylor	Treasurer

ARTICLE VIII.

LIMITATIONS

This corporation shall neither have nor issue any stock. No part of the net earnings of this corporation shall inure to the benefit of or be distributable to its members, directors or officers or other private persons, but the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. If the Mobile Home Park is purchased by this corporation, then the members shall have an interest in the properties, assets and surplus of the corporation but there shall be no distribution to the members, except as may be permitted at the time of dissolution of the corporation.

ARTICLE IX.

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office is 305 Wolverine Drive, Haines City, Florida 33844 and the initial registered agent at that office is Robert F. Rafferty.

ARTICLE X.

INDEMNIFICATION

Each director and officer of this corporation shall be indemnified by the corporation against all costs and expenses reasonably incurred or imposed upon him or her in connection with or arising out of any action, suit or proceeding in which such director or officer may be involved or to which he or she may be made a party by reason of having been a director or officer of this corporation. The corporation shall not, however, indemnify such director or officer with respect to matters as to which he or she shall be finally adjudged in any such action, suit or proceeding to be liable for gross negligence or gross misconduct in the performance of his or her duty as such director or officer; and in no event shall this corporation indemnify any such director or officer against any liability of the corporation to which he would otherwise be subject by reason of willful malfeasance, bad faith, gross negligence or reckless disregard of the duties involved in the conduct of such office. The foregoing right of indemnification shall be in addition to any other rights to which any such director or officer may be entitled as a matter of law or otherwise. The corporation shall maintain appropriate insurance with respect to the foregoing indemnification.

ARTICLE XI.

BYLAWS

The Bylaws of the corporation shall be adopted by the Board

of Directors, and may be altered, amended or rescinded by the Board of Directors.

ARTICLE XII.

AMENDMENTS

Amendments to the Articles of Incorporation shall be proposed and voted on in accordance with the Bylaws and shall require approval by a two thirds vote of the members of the this corporation, present and voting at a meeting of the members.

ARTICLE XIII.

DISSOLUTION

Upon dissolution or final liquidation, this corporation may make distribution to its members but only if and to the extent permitted by the court having jurisdiction over the proceedings in regard to the dissolution of this corporation.

ARTICLE XIV.

INCORPORATORS

The names and addresses of the incorporators to these Articles are as follows:

Ralph Adams	307 Wolverine Drive Haines City, Florida 33844
Earle Brink	217 Orchid Terrace Haines City, Florida 33844
Robert F. Rafferty	305 Wolverine Drive Haines City, Florida 33844
Allen E. Harbort	536 Sycamore Lane Haines City, Florida 33844

Bruce S. Taylor

345 Badger Lane
Haines City, Florida 33844

James H. Wechsler

593 Aloha Drive
Haines City, Florida 33844

IN WITNESS WHEREOF, the undersigned incorporators have
executed these Articles of Incorporation this 15th day of
May, 1984.

Ralph P. Adams
RALPH ADAMS

Earle Brink
EARLE BRINK

Robert F. Rafferty
ROBERT F. RAFFERTY

Allen E. Harbort
ALLEN E. HARBORT

Bruce S. Taylor
BRUCE S. TAYLOR

James H. Wechsler
JAMES H. WECHSLER

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this
15th day of May, 1984, by RALPH ADAMS, EARLE BRINK,
ROBERT F. RAFFERTY, ALLEN E. HARBORT, BRUCE S. TAYLOR and JAMES
H. WECHSLER.

Theresa L. Collins
NOTARY PUBLIC, State at Large
My Commission Expires Feb 27, 1989
MY COMMISSION EXPIRES:
FILED
2 21 1984

(AFFIX NOTARY SEAL)

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as registered
agent of ROBERT F. RAFFERTY, which is contained in the foregoing
Articles of Incorporation.

SIGNED this 15th day of May, 1984.

Robert F. Rafferty
ROBERT F. RAFFERTY

