

760532

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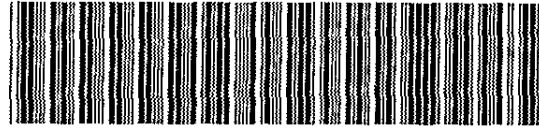
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend/Restated/cc
@ 3/25/03

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KERRY M. WILSON

March 20, 2003

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Foxwood Lake Estates Property Owners' Association, Inc.
Reference Number: 760532

Dear Sir or Madam:

The Amended and Restated Articles of Incorporation of Foxwood Lake Estates Property Owners' Association, Inc. were originally filed with your office on December 10, 2002, and were later returned for failure to contain a written acceptance by the registered agent. Therefore, enclosed please find the original and one copy of the Amended and Restated Articles of Incorporation, the registered agent's acceptance, and a copy of the letter from the Division of Corporations which accompanied the returned documents. It is my understanding that the Division of Corporations is holding our check in the amount of \$43.75. Please forward one certified copy of the Amended and Restated Articles to me at the above Lakeland, Florida address.

Should you have any questions, please do not hesitate to contact me.

Sincerely,



Jonn D. Hoppe

JDH/mei
Enclosures
cc: Foxwood Lake Estates
Property Owners' Association, Inc.

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TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

December 30, 2002

PETERSON & MYERS, P.A.
% JONN D. HOPPE
P.O. BOX 24628
LAKELAND, FL 33802-4628

SUBJECT: FOXWOOD LAKE ESTATES PROPERTY OWNERS'
ASSOCIATION, INC.
Ref. Number: 760532

We have received your document for FOXWOOD LAKE ESTATES PROPERTY OWNERS' ASSOCIATION, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6964.

Irene Albritton
Document Specialist

Letter Number: 202A00067786

AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
FOXWOOD LAKE ESTATES PROPERTY OWNERS' ASSOCIATION,
(a corporation not for profit)

FILED
03 MAR 21 PM 4:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provisions of §617.1007 Florida Statutes, Foxwood Lake Estates Property Owners' Association, Inc., a Florida not for profit corporation, whose original articles of incorporation were filed by the Florida Department of State on October 21, 1981, by resolution duly adopted by its board of directors, adopts the following amended and restated articles of incorporation:

ARTICLE I - Name

The name of the corporation shall be: Foxwood Lake Estates Property Owners Association, Inc. (the "Association").

**ARTICLE II - Principal Office
and Mailing Address of the Corporation**

The address of the principal office of the corporation is 4444 US 98 North, Lot 901, Lakeland, Florida, 33809, and its mailing address is the same.

ARTICLE III - Purpose and Powers
(Amended)

The Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the residence lots and common areas within that certain tract of property known as Foxwood Lake Estates, according to the legal description of same as set forth in the Foxwood Lake Estates Declaration of Covenants, Conditions, Restrictions, as recorded in the Public Records of Polk County, Florida, and as amended from time to time, and to promote the health,

safety and welfare of the residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

(a) exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions, Restrictions, hereinafter called the "Declaration," applicable to the property and recorded in the Public Records of Polk County, Florida, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

(b) fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes, or governmental charges levied or imposed against the property of the Association;

(c) acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;

(d) borrow money and, with the assent of no less than two-thirds of the members of the Association, mortgage, pledge, deed in trust, or hypothecate any and all of its real or personal property as security for money borrowed or debts incurred;

(e) dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds of the members, agreeing to such dedication, sale or transfer;

(f) participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property and common area, provided that any such merger consolidation or annexation as provided in the Declaration shall have the assent of no less than two-thirds of the members of the Association;

(g) have and to exercise any and all powers, rights and privileges which a corporation organized under the Not-For-Profit Corporation Law of the State of Florida by law may now or hereafter have or exercise.

ARTICLE IV - Membership and Voting Rights
(Amended)

Every person or entity who is a record owner of a fee or undivided fee interest in any lot (as defined in the Declaration and referred to herein as "Lot") in Foxwood Lake Estates shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for an obligation. Membership shall be appurtenant to and may not be separated from ownership of a Lot which is subject to assessment by the Association. Each Lot owner shall be entitled to one (1) vote for each Lot owned. When more than one person holds an interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they determine, but in no event shall there be more than one (1) vote with respect to any Lot.

ARTICLE V - Board of Directors
(Amended)

The affairs of the Association shall be managed by a board of directors composed of no less than three (3), but no more than nine (9) directors, who shall be members of the Association. The number of directors may be changed by amendment of the bylaws of the Association.

At each annual meeting, the members shall elect Directors in accordance with the bylaws of the Association.

ARTICLE VI - Officers
(Amended)

The officers of the Association shall be elected by the board of directors of the Association at its first meeting following each annual meeting of the members of the Association and shall serve at the pleasure of the board of directors. The By-Laws may provide for the removal from office of officers, for filling vacancies, and for the duties of the officers.

ARTICLE VII - Duration

The corporation shall exist perpetually.

ARTICLE VIII - Dissolution
(Amended)

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds of the members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which the Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes.

ARTICLE IX - Registered Office and Agent
(Amended)

The registered office of the corporation shall be located at 4444 US 98 North, Lot 901, Lakeland, Florida 33809. The Registered Agent at that address shall be Leroy Averill.

ARTICLE X - Amendments
(Amended)

Amendment of these Articles shall require the assent of sixty six and two-thirds percent (66 2/3%) of the membership.

The above-restated articles of incorporation primarily restate and integrate the provisions of the corporation's articles of incorporation and also contain certain amendments, specifically designated as "Amended," which were adopted pursuant to §617.1002, Florida Statutes. There is no discrepancy between the corporation's articles of incorporation as previously devised and the provisions of these restated articles of incorporation other than the inclusion of amendments adopted pursuant to §617.1007, Florida Statutes, and the omission of matters of historical interest.

IN WITNESS, the undersigned officers of the Association have executed these restated articles of incorporation on this 29th day of August, 2001.

FOXWOOD LAKE ESTATES PROPERTY
OWNERS ASSOCIATION, INC.

LeRoy Averill
LeRoy Averill, President

Richard H. Camp
Richard Camp, Secretary

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 29th day of August, 2001, by Leroy Averill, President and Richard Camp, Secretary, on behalf of Foxwood Lake Estates Property Owners Association, Inc., who are known to me or presented _____ as identification.

Patricia M. Hutto
Notary Public, State of Florida

Patricia M Hutto
My Commission CC943588
Expires June 08, 2004

TO: The Department of State
Tallahassee, Florida 32304

**CERTIFICATE REGARDING MEMBER APPROVAL OF AMENDED
AND RESTATED ARTICLES OF INCORPORATION OF
FOXWOOD LAKE ESTATES PROPERTY OWNERS' ASSOCIATION, INC.**

In compliance with Section 617.1007 of the Florida Not-For-Profit Corporation Act, the following is submitted:

The Amended and Restated Articles of Incorporation of Foxwood Lake Estates Property Owners Association, Inc., executed on August 29, 2001, contain amendments to the Articles of Incorporation requiring member approval. The amendments were adopted by the members and the number of votes cast for the amendments were sufficient for approval.

DATED August 29, 2001.

FOXWOOD LAKE ESTATES PROPERTY
OWNERS ASSOCIATION, INC.

By: LeRoy Averill
LeRoy Averill, President


STATE OF FLORIDA

COUNTY OF POLK

This document was acknowledged before me this 29th day of August, 2001, by LEROY AVERILL, President of Foxwood Lake Estates Property Owners' Association, Inc., who is personally known to me or has produced _____ as identification.

Witness my hand and official seal, this 29th day of August, 2001.

Patricia M. Hutto
Notary Public
My Commission Expires:

 Patricia M Hutto
My Commission CC943583
Expires June 08, 2004

To: The Department of State
Tallahassee, Florida 32304

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED**

In compliance with Section 617.0501 of the Florida Not For Profit Corporation Act, the following is submitted:

Foxwood Lake Estates Property Owners' Association, Inc., with its place of business at 4444 US 98 North, Lot 901, Lakeland, Florida 33809, has named Leroy Averill located at 4444 US 98 North, Lot 901, as its agent to accept service of process within Florida.

ACKNOWLEDGMENT

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the duties and obligations of my position as registered agent.

Dated 03/18/03, 2003.


Leroy Averill
Registered Agent