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REFERENCE : 648049 114380A  
AUTHORIZATION : *Patricia Pujot*  
COST LIMIT : \$ 35.00

ORDER DATE : December 23, 1997  
ORDER TIME : 11:49 AM  
ORDER NO. : 648049-010  
CUSTOMER NO: 114380A

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CUSTOMER: Kathy Selvitella, Legal Asst  
William R. Korp, Esq  
P. O. Box 1614  
Venice, FL 34284-1614

DOMESTIC AMENDMENT FILING

NAME: 1100 DESOTO ROAD PARK, INC.

EFFECTIVE DATE:

       ARTICLES OF AMENDMENT  
XX        RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: LORI DUNLAP

EXAMINER'S INITIALS:

FILED RECEIVED  
97 DEC 29 PM 3:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Restated/NC*  
*APG*  
*12/29*

RESTATED  
ARTICLES OF INCORPORATION  
OF  
1100 DESOTO ROAD PARK, INC.

**FILED**  
97 DEC 29 PM 3:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby certify and acknowledge that these amended and restated Articles of Incorporation for 1100 DESOTO ROAD PARK, INC., a not-for-profit corporation organized under and by virtue of the laws of the State of Florida as contained in Chapter 617 and Chapter 719, Florida Statutes, as amended (the "Acts") and originally filed with the Secretary of State on January 6, 1983 have been duly adopted by the Board of Directors this 15th day of December, 1997 without member approval nor is member approval required. Amendments included herein have been adopted pursuant to Section 617.1007 and 723.078(5), Florida Statutes, and there is no discrepancy between the Corporation's Articles of Incorporation and the provisions of the Restated Articles of Incorporation other than the inclusion of these amendments and the omission of matters of historical interest.

**ARTICLE 1. NAME**

The name and address of the corporation shall be DESOTO PLACE PARK, INC., 1100 University Parkway, Sarasota, Florida.

**ARTICLE 2. DURATION**

The date of commencement of corporation existence shall be the date the Articles were filed with the Department of State, the period of duration of the corporation shall be perpetual.

EXHIBIT "3"

### ARTICLE 3. PURPOSE AND POWERS

The general purpose for which the Corporation is organized is to engage in, conduct and carry on the business of operation of a mobile home owners association pursuant to F.S. Chapter 723; the Corporation has the power to negotiate for, acquire, and operate the mobile home park on behalf of the mobile home owners; to engage in activities which are necessary, suitable or convenient for the accomplishment of that purpose, or which are incidental thereto or connected therewith; and to transact any or all lawful business for which corporations may be incorporated under the Acts. In addition, the Corporation shall have all the powers specified in Section 617.021, Florida Statutes. Upon completing the purchase of the Mobile Home Village, it shall convert the same to a condominium, cooperative or other type of ownership; whereupon the Corporation shall have all the powers necessary and/or convenient for the operation and management of such condominium, cooperative, or other type of resident-owned mobile home community. Additionally, the Corporation reserves the right to acquire additional lands; whereupon the Corporation shall have all the powers necessary and/or convenient for the operation and management of such property.

### ARTICLE 4. MEMBERSHIP

Membership in this corporation shall be limited to lessees or a family member of a lessee of DESOTO PLACE PARK who have purchased membership certificates in the Corporation. Upon the transfer of a membership certificate, either voluntarily, or by operation of

law, the transferee shall become a member of the Corporation if all the requirements for membership have been met.

#### ARTICLE 5. REGISTERED OFFICE AND AGENT

The street address of the registered office of this corporation is 333 South Tamiami Trail, Suite 199, Venice, Florida 34285; and the name of the registered agent of the corporation at such address is William R. Korp.

#### ARTICLE 6. DIRECTORS

The Board of Directors shall consist of not less than three nor more than nine (9) members who are elected at the annual members' meeting by a plurality of votes cast. The names and address of the persons who are currently serving as directors until their successors are elected and qualified, or until their earlier resignation, removal from office or death, are as follows:

<u>Name</u>	<u>Address</u>
Shirley Myers	1100 University Parkway Sarasota, Florida
Donald Chase	1100 University Parkway Sarasota, Florida
Harold Briggs	1100 University Parkway Sarasota, Florida
Barbara Connell	1100 University Parkway Sarasota, Florida
Elizabeth Dragoon	1100 University Parkway Sarasota, Florida
Elmer Brooks	1100 University Parkway Sarasota, Florida
Edward Sherman	1100 University Parkway Sarasota, Florida
Betha Strohm	1100 University Parkway Sarasota, Florida
Richard Jasper	1100 University Parkway Sarasota, Florida

**ARTICLE 7. INCORPORATORS**

The names and addresses of the original incorporators of the corporation are as follows:

<u>Name</u>	<u>Address</u>
STANLEY A. JUCKETT	1100 DeSoto Road Sarasota, Florida
RALPH MOORE	1100 DeSoto Road Sarasota, Florida
WARREN L. STRAUFFER	1100 DeSoto Road Sarasota, Florida

**ARTICLE 8. PROVISIONS FOR THE REGULATION  
OF THE BUSINESS AND FOR THE CONDUCT  
OF THE AFFAIRS OF THE CORPORATION**

8.1 Meetings of Members and Directors. Meeting of the members and directors of the Corporation may be held within the State of Florida at such place or places as may from time to time be designated in the Bylaws or by resolution of the directors.

8.2 Bylaws. The power to amend or repeal the Bylaws or to adopt new Bylaws shall be in the members, but the affirmative vote of two-thirds (2/3) of the members attending the meeting at which the vote is taken shall be necessary to exercise that power. The

Bylaws may contain any provisions for the regulation and management of the Corporation which are consistent with the Acts and these Articles of Incorporation.

8.3 Contracts in Which Directors Have an Interest. No contract or other transaction of the Corporation with any person, firm or corporation or no contract or other transaction in which the Corporation is interested shall be invalidated or affected by (a) the fact that one or more of the directors or officers is a director or officer of another corporation; or (b) the fact that any director, individually or jointly with others, may be a party to or may be interested in the contract or transaction; and each person who may become a director of the Corporation is hereby relieved from any liability that might otherwise arise by reason of his contracting with the Corporation for the benefit of himself or any firm, or corporation in which he may be interested.

IN WITNESS WHEREOF, the undersigned, being the President and Secretary of the corporation, executed these Restated Articles of Incorporation and certified to the truth of the fact herein stated this 15<sup>th</sup> day of December, 1997.


DESOTO PLACE PARK, INC.

By: Shirley Myers  
SHIRLEY MYERS, President

By: Barbara Connell  
BARBARA CONNELL, Secretary

STATE OF FLORIDA  
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 15  
day of December, 1997, by SHIRLEY MYERS and BARBARA CONNELL, as  
President and Secretary respectively of DESOTO PLACE PARK, INC.,  
INC., on behalf of said corporation and who acknowledged before me  
that the execution thereof is their free act and deed. They  
(notary choose one)  are personally known to me or  have  
produced \_\_\_\_\_ as identification.

  
\_\_\_\_\_  
Notary Public

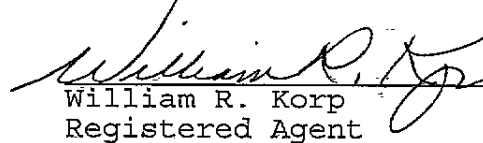


WILLIAM R. KORP  
NOTARY PUBLIC, STATE OF FLORIDA  
MY COMMISSION EXPIRES DEC. 16, 2000  
COMMISSION No. CC 607853

\_\_\_\_\_  
WILLIAM R. KORP  
Print Name of Notary Public  
and affix seal  
My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

I have been designated as Registered Agent in the above  
Articles. Simultaneously, I hereby accept the appointment as  
Registered Agent.

  
\_\_\_\_\_  
William R. Korp  
Registered Agent