

G60134

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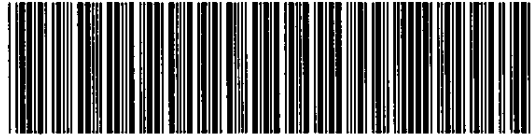
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*Amended &  
Restated  
Articles*

04/29/14--01014--007 \*\*43.75

FILED  
2014 APR 29 AM 11:14  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

*DR*  
*5/9/14*

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** Florilow, Inc.

**DOCUMENT NUMBER:** G60134

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Kathryn Lane  
Name of Contact Person  
Florilow, Inc.  
Firm/ Company  
4272 S US 301  
Address  
Bushnell, FL 33513  
City/ State and Zip Code

info@florilow.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Kathryn Lane at ( 352 ) 793-6487  
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

- |  |   |   |  |
|--|---|---|--|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input checked="" type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input type="checkbox"/> \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed) |
|--|---|---|--|

**Mailing Address**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address**  
Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**RESTATED  
AND  
AMENDED  
ARTICLES OF INCORPORATION  
OF  
FLORILOW, INC.**

FILED  
2014 APR 29 AM 11:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE DATE THE ORIGINAL ARTICLES OF INCORPORATION WERE FILED WITH THE SECRETARY OF STATE WAS SEPTEMBER 20, 1983, DOCUMENT NUMBER G60134.

The following Restated and Amended Articles of Incorporation of Florilow, Inc. were adopted by a majority vote of the Board of Directors of Florilow, Inc.

**ARTICLE I  
NAME**

**Section 1. Name.** The present name of this Corporation is Florilow, Inc., and the name of this Corporation shall remain and be Florilow, Inc.

**ARTICLE II  
PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS**

**Section 1. Place of Business.** The principal place of business for this Corporation is 4272 South U.S. 301, Bushnell, Florida 33513, and the mailing address of this Corporation is the same, 4272 South U.S. 301, Bushnell, Florida 33513.

**ARTICLE III  
PURPOSE AND OBJECTION**

**Section 1. Purpose.** The purpose of this Corporation is to engage in any and all activities or businesses permitted under the laws of the United States, State of Florida, and in such states as the Corporation shall be authorized to do business.

**Section 2. Singles Life Style.** Notwithstanding the foregoing, this Corporation is formed for the primary purpose of owning and holding of certain real property, as described in that certain deed, dated August 24, 1984, and recorded in Official Record Book 293, Pages 549 -550, Public Records of Sumter County, Florida, for the purpose of managing, operating, and running a mobile home and recreational vehicle park for adults 55 years or older living a singles lifestyle

and to promote the health, safety, and welfare of the shareholders, residents, lessees, and visitors.

#### **ARTICLE IV DURATION**

**Section 1. Duration.** The Corporation shall have perpetual duration.

#### **ARTICLE V AUTHORITY OF THE CORPORATION**

**Section 1. Authority.** In addition to all authority and power to conduct the business and affairs of the Corporation as provided in Chapter 607, Florida Statutes, as presently constituted or hereinafter amended, the Corporation shall have the authority to affix, levy, and collect all charges, fees, and assessments pursuant to the terms of the Corporation's Bylaws and enforce payment thereof by any lawful means.

**Section 2. Payment of Expenses.** The Corporation shall have power and authority to pay all expenses and costs associated or in connection with the conduct of Corporation's business and affairs, all office and other expenses incident to the conduct of the business, including, but not limited to, all licenses, taxes, or governmental charges levied or imposed on the property of the Corporation.

#### **ARTICLE VI CAPITAL STOCK**

**Section 1. Stock.** This Corporation shall have only one class of stock and that will be common stock. The maximum number of shares of common stock that this Corporation is authorized to issue and have outstanding at any one time is Eight Hundred (800) shares having a par value of One thousand and No/100 dollars (\$1,000.00) per share.

#### **ARTICLE VII RESTRICTIONS OF STOCK TRANSFER**

**Section 1. Stock Transfer.** The transfer, assignment, sale, hypothecation, or other alienation of this Corporation's stock by a shareholder is restricted pursuant to this Corporation's Bylaws. The certificates of stock of this corporation shall bear the following endorsement on each share:  
**"This share certificate is subject to a restriction against sale or encumbrance contained in the Corporation's Bylaws. A copy of the Bylaws may be obtained from the secretary of the corporation."**

**Section 2. Corporation Stock Purchase.** The Corporation is authorized to purchase a shareholders stock pursuant to the Corporations Bylaws.

### **ARTICLE VIII SHAREHOLDER VOTING**

**Section 1. Voting.** A shareholder who owns five or more shares of stock will be entitled to one vote in any Florilow election held.

### **ARTICLE IX INDEMNIFICATION OF OFFICERS AND DIRECTORS**

**Section 1. Indemnification.** Every Director and every Officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including attorney fees, reasonably incurred by or imposed upon the Director or Officer in connection with any proceeding to which such Officer or Director may become involved by reason of being or having been a Director or Officer of the Corporation.

**Section 2. Misfeasance.** Notwithstanding the foregoing, in cases wherein the Director or Officer is determined to have committed willful misfeasance or malfeasance by the Board of Directors or found guilty by a court for a criminal act in the performance of a duty or duties as an Officer or Director, the right to indemnification shall be forfeited and lost.

**Section 3. Other Rights.** The forgoing right of indemnification shall be in addition to and not exclusive of any and all other rights to which a Director or Officer may be entitled.

### **ARTICLE X BYLAWS**

**Section 1. Bylaws.** The Bylaws of the Corporation shall be proposed by a majority vote of the Board of Directors and submitted to the stockholders for approval. No Bylaw shall be effective until such time as the Bylaws are approved by a majority vote of the shareholders.

**Section 2. Amendments.** The Bylaws may be amended as provided in said Bylaws, provided that nothing in said Bylaws shall be contrary to any provisions of the Articles of Incorporation.

### **ARTICLE XI ARTICLE AMENDMENTS**

**Section 1. Article Amendments.** These Articles of Incorporation may be amended by a majority vote of the Directors.

### **ARTICLE XII DIRECTORS AND OFFICERS**

**Section 1. Directors.** The number of Directors and their term of office shall be as established in the Corporations' Bylaws.

**Section 2. Officers.** The officers of this Corporation and the duties of such officers shall be determined by the Board of Directors.

**ARTICLE XIII  
RESTATEMENT AND AMENDMENTS**

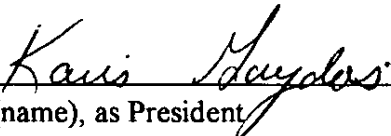
This Restatement and Amendment shall constitute the Articles of Incorporation of Florilow, Inc. All Articles and Amendments heretofore adopted by this Corporation and filed with the Secretary of the State of Florida are hereby amended and modified to conform to the Articles set forth herein.

**ARTICLE XIV  
REGISTERED AGENT ADDRESS**

The street address of the initial registered office of the Corporation is 4272 South U.S. 301, Bushnell, Florida 33513, and the park manager is the registered agent at that address.

**CERTIFICATE**

I, the undersigned, President of the Corporation and the duly appointed Officer directed to file the foregoing Restatement and Amendments of the Articles of Incorporation of Florilow, Inc., with the Florida Secretary of State, Division of Corporations, after being duly sworn according to law, hereby swear, affirm, and certify that the Restatement and Amendments of the Articles of Incorporation were adopted by a majority vote of the Directors at a meeting of the Directors, after due and proper notice of such meeting, called for the purpose of considering the adoption of the Restated Articles of Incorporation and Amendments of the Articles on the April 8th, 2014. Shareholder action was not required

  
By: (name), as President  
Karis Gaydos

**STATE OF FLORIDA  
COUNTY OF SUMTER**

**SWORN TO AND SUBSCRIBED** before me on April, 8<sup>th</sup> 2014 at Bushnell, Sumter County, Florida.

My commission expires:



KATHRYN LANE  
NOTARY PUBLIC  
STATE OF FLORIDA  
Comm# EE082019  
Expires 2/6/2015

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