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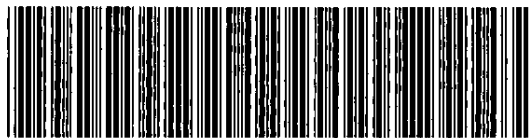


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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3-17-10

LUTZ, BOBO, TELFAIR, EASTMAN, GABEL & LEE
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DAVID D. EASTMAN
JODY B. GABEL
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ROGER P. CONLEY, OF COUNSEL
2401 MANATEE AVENUE W.
BRADENTON, FLORIDA 34205

PLEASE REPLY TO: SARASOTA

March 11, 2010

Department of State
Division of Corporation
Post Office Box 6327
Tallahassee, FL 32314

Re: ***VILLAGE AT RIVERWALK, INC.***

Dear Sir or Madam:

In connection with the above referenced matter we enclose the following items:

1. Two Originals of the Articles of Incorporation.
2. Check in the sum of \$122.50.

We would appreciate your filing these Articles at your earliest convenience and returning a copy of the filed document to the above address. Should you have any questions or concerns, please do not hesitate to contact us.

Sincerely,

Lutz, Bobo, Telfair, Eastman, Gabel & Lee

By: 

Kathleen A. Sawdo, CP, FRP
Paralegal to Scott E. Gordon

KAS:Riverwalk_Cooperative_AOI_filing_ltr
Enclosures

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
RIVERWALK MOBILE VILLAGE HOMEOWNERS ASSOCIATION, INC.

FILED

2010 MAR 15 A 10:02

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby certify and acknowledge that these amended and restated Articles of Incorporation for RIVERWALK MOBILE VILLAGE HOMEOWNERS ASSOCIATION, INC., a not-for-profit corporation organized under and by virtue of the laws of the State of Florida as contained in Chapter 617, Chapter 719 and Chapter 723, Florida Statutes, as amended (the "Acts") and originally filed with the Secretary of State on June 10, 2002 have been duly adopted by the Board of Directors this 16th day of February, 2010 without member approval nor is member approval required. Any amendments included herein have been adopted pursuant to Florida Statutes Sections 617.0201(4) and 723.078(5), and there is no discrepancy between the Corporation's Articles of Incorporation as heretofore amended 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 VILLAGE AT RIVERWALK, INC., 150 Riverwalk Drive, North Port, Florida 34287.

ARTICLE 2. DURATION

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

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 Sections 617.0302 and 617.0303, Florida Statutes. 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 VILLAGE AT RIVERWALK 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 Two N. Tamiami Trail, Suite 500, Sarasota, Florida 34236; and the name of the registered agent of the corporation at such address is Scott E. Gordon.

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>
William Adams	450 New Pond Court North Port, Florida 34287
Sharon Mooney	306 Salt Creek Drive North Port, Florida 34287
Donna Kornzsiewicz	232 Natvres Way North Port, Florida 34287
Penny Dicks	353 Salt Creek Drive North Port, Florida 34287
Carol Julian	318 Salt Creek Drive North Port, Florida 34287
Sharon Reisen	337 Salt Creek Drive North Port, Florida 34287

ARTICLE 7. INCORPORATORS

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

<u>Name</u>	<u>Address</u>
William Adams	450 New Pond Court North Port, Florida 34287
Penny Dicks	353 Salt Creek Drive North Port, Florida 34287

**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 ^{present at a duly called} shall be necessary to ^{meeting of} the Corporation : 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 Amended and Restated Articles of Incorporation and certified to the truth of the fact herein stated this 8 day of March, 2010.

VILLAGE AT RIVERWALK, INC.

By: William C Adams
WILLIAM ADAMS, President

By: Penny Dicks
PENNY DICKS, Secretary

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 8 day of March, 2010, by WILLIAM ADAMS and PENNY DICKS, as President and Secretary respectively of VILLAGE AT RIVERWALK, 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.

Kathleen A Sawdo
Notary Public

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.

Scott E. Gordon
Registered Agent