

From: NAJMY THOMPSON

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
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**AMENDED AND RESTATED ARTICLES OF AMENDMENT TO ARTICLES OF
INCORPORATION OF SILVER LAKE COMMUNITY ASSOCIATION, INC.
DOCUMENT NUMBER N03000008896**

Pursuant to Section 617.1007, Florida Statutes, the Corporation desires to amend and restate its Articles of Incorporation, the original Articles having been filed with the Department of the State of Florida on October 13, 2003, under Document Number N03000008896.

1. The name of this Corporation is Silver Lake Community Association, Inc.
2. The date of the adoption of the attached Amended and Restated Articles of Incorporation was at a meeting of the members on December 19, 2013.
3. The Articles of Incorporation were Amended and Restated as the attached Amended and Restated Articles of Incorporation of Silver Lake Community Association, Inc., and the attached Amended and Restated Articles of Incorporation supersede the original articles of incorporation and all amendments. The amendments to not affect the address of the corporation or the identity or address of the corporation's agent.
4. Membership approval is required for amendments to the Articles of Incorporation. Pursuant to Section 12.3 of the original Articles of Incorporation, the attached Amended and Restated Articles of Incorporation were adopted by not less than two-thirds of the Board and by not less than seventy-five percent (75%) of the votes (in person or by proxy) at a duly called meeting of the members. The Amended and Restated Articles of Incorporation were proposed and adopted pursuant to Section 617.1002, Florida Statutes, and in accordance with the Association's governing documents.

IN WITNESS WHEREOF, the undersigned authorized officer of the Association signed this certificate adopting the Amended and Restated Articles of Incorporation on this:

23rd day of January, 2014.

Witnesses:

Signed, sealed and delivered
in the presence of:

(sign) Cathy Boudin
Print Name: Cathy Boudin

(sign) Robert Hill
Print Name: Robert Hill

Silver Lake Community Association, Inc.,
a Florida not-for-profit corporation

By: Dusty L. McAuley
Print Name: Dusty L. McAuley As its President

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**AMENDED AND RESTATED
ARTICLES OF
INCORPORATION OF
SILVER LAKE COMMUNITY ASSOCIATION,
INC.
(A CORPORATION NOT-FOR-
PROFIT)**

In compliance with the requirements on the Laws of the State of Florida, the members of the Silver Lake Community Association, Inc., have adopted these Amended and Restated Articles of Incorporation. **THIS DOCUMENT IS A SUBSTANTIAL REWORDING OF THE ORIGINAL ARTICLES OF INCORPORATION. PLEASE SEE THE ORIGINAL ARTICLES OF INCORPORATION, AS AMENDED, FOR THE TEXT BEING AMENDED BY THIS RESTATED DOCUMENT**

1. Name of Corporation. The name of the corporation is SILVER LAKE COMMUNITY ASSOCIATION, INC. ("Association"). The original Articles of Incorporation were filed with the State of Florida on October 13, 2003, and were amended and restated on February 15, 2005.

2. Principal Office. The principal office of Association is 9031 Town Center Parkway, Bradenton, FL 34202, or such other location as shall be designated by the Board of Directors.

3. Registered Office - Registered Agent. The street address of the Registered Office of Association is 9031 Town Center Parkway, Bradenton, FL 34202. The name of the Registered Agent of Association is: Advanced Management of Southwest Florida, Inc.

4. Definitions. All terms not defined herein shall have the meanings set forth in the Declaration. The Original Declaration of Covenants, Conditions and Restrictions for Silver Lake was recorded in Official Record Book 1977, Page 653 of the Public Records of Manatee County, Florida, and was terminated and replaced by the Declaration of Covenants, Conditions, and Restrictions for Silver Lake recorded in Official Record Book 1997, Page 6348 of the Public Records of Manatee County, Florida, as amended from time to time. Every person or entity who or which is a record owner of a fee or undivided fee interest in any Lot which is subject to the Declaration shall be a Member of the Association, provided that any such person or entity who merely holds record ownership merely as security for the performance of an obligation shall not be a Member of the Association.

5. Purpose of Association. Association is formed to: (a) provide for ownership, operation, maintenance and preservation of the Common Areas, and improvements thereon; (b) perform the duties delegated to it in the Declaration; (c) administer the interests of Association and the Owners; (d) promote the health, safety and welfare of the Owners in the Silver Lake Subdivision subject to the Declaration.

6. Not for Profit. Association is a not for profit Florida corporation and does not contemplate pecuniary gain to, or profit for, its members, Board of Directors or officers.

7. Powers of Association. Association shall, subject to the limitation and

EXHIBIT B

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reservations set forth in the Declaration, have all the powers, privileges and duties reasonably necessary to discharge its obligations, including, but not limited to, the following:

7.1. To perform all the duties and obligations of the Association set forth in the Declaration and By-Laws, as herein provided.

7.2. To enforce, by legal action or otherwise, the provisions of the Declaration, these Articles and By-Laws and of all rules, regulations, covenants, restrictions and agreements governing or binding Association and Silver Lake.

7.3 To operate and maintain the Surface Water Management System as required by the Permit and Declaration, including the lake and mitigation areas.

7.4 To fix, levy, collect and enforce payment, by any lawful means, of all Assessments pursuant to the terms of the Declaration, these Articles and By-Laws.

7.5 To pay all Operating Costs, including, but not limited to, all licenses, taxes or governmental charges levied or imposed against the property of the Association and establish Reserves for deferred maintenance or capital expenditures.

7.6. To acquire (by gift, purchase or otherwise), annex, own, hold, improve, build upon, operate, maintain, convey, grant rights and easements, sell, dedicate, lease, transfer or otherwise dispose of real or personal property (including the Common Areas) in connection with the functions of Association except as limited by the Declaration.

7.7 To borrow money, and to mortgage, pledge or hypothecate any or all of its real or personal property as security for money or debts incurred.

7.8. To dedicate, grant, license, lease, concession, create easements upon, sell or transfer all or any part of, Silver Lake to any public agency, entity, authority, utility or other person or entity for such purposes and subject to such conditions as it determines and as provided in the Declaration.

7.9. To participate in mergers and consolidations with other non-profit corporations organized for the same purposes.

7.10. To adopt, publish, promulgate or enforce rules, regulations, covenants, restrictions or agreements governing Association, Silver Lake, the Common Areas, Parcels and Homes as provided in the Declaration and to effectuate all of the purposes for which Association is organized.

7.11. To have and to exercise any and all powers, rights and privileges which a not-for-profit corporation organized under the Laws of the State of Florida may now, or hereafter, have or exercise.

7.12. To employ personnel and retain independent contractors to contract for management of Association, Silver Lake and the Common Area

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as provided in the Declaration and to delegate in such contract all or any part of the powers and duties of Association.

7.13. To contract for services to be provided to, or for the benefit of, Association, Owners, the Common Areas and Silver Lake as provided in the Declaration such as, but not limited to, Telecommunications Services, maintenance, garbage pick-up, and utility services.

7.14. To establish committees and delegate certain of its functions to those committees.

7.15. To sue and be sued.

7.16. As otherwise provided in these Articles, the Declaration and the By-Laws.

7.17. The Association shall have all of the common law and statutory powers of a corporation not for profit.

8. Voting Rights. Each Lot shall have one (1) vote in Association matters, and the votes shall be cast in the manner set forth in the Bylaws.

9. Board of Directors. The affairs of Association shall be managed by a Board of odd number with not less than three Directors, with the number of directors as set forth in the By-Laws. Board members shall be appointed and/or elected as stated in the By-Laws. The election of Directors shall be held at the annual meeting. Directors shall be elected for staggered terms of two (2) years each, expiring on the date of the annual meeting two (2) years from the annual meeting at which the Director was elected.

10. Dissolution. In the event of the dissolution of Association other than incident to a merger or consolidation, any member may petition the Circuit Court having jurisdiction of the Judicial Circuit of the State of Florida for the appointment of a receiver to manage its affairs of the dissolved Association and to manage the Common Areas, in the place and stead of Association, and to make such provisions as may be necessary for the continued management of the affairs of the dissolved Association and its properties. In addition, if Association is dissolved, the Surface Water Management System shall be conveyed to an appropriate agency of local government. If a governmental agency will not accept the Surface Water Management System, then it must be dedicated to a similar non-profit corporation.

11. Duration. Association shall exist in perpetuity.

12. Amendments.

12.1. General Restrictions on Amendments. If the prior written approval of any governmental entity or agency having jurisdiction is required by applicable law or governmental regulation for any amendment to these Articles, then the prior written consent of such entity or agency must also be obtained. No amendment shall be effective until it is recorded in the Public Records.

12.2. Amendments From and After the Turnover Date. After the Turnover Date, but subject to the general restrictions on amendments set forth above,

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these Articles may be amended with (i) the approval of two-thirds (66 2/3%) of the Board and (ii) fifty-one percent (51%) of all the votes (in person or by proxy) at a duly called meeting of the Members in which a quorum is present.

12.3. Amendments Required by Governmental Entities. In addition, notwithstanding any other provision in these Articles to the contrary, the Board shall have the power to unilaterally amend these Articles to bring any provisions herein into compliance with any governmental or quasi-governmental statute, rule, regulation, or requirement, or judicial ruling. To the extent legally required, each Owner shall be deemed to have granted to the Association an irrevocable power of attorney, coupled with an interest, for this purpose.

13. Limitations.

13.1. Declaration is Paramount. No amendment may be made to these Articles which shall in any manner reduce, amend, affect or modify the terms, conditions, provisions, rights and obligations set forth in the Declaration.

14. Officers. The Board shall elect a President, Secretary, Treasurer, and as many Vice Presidents, Assistant Secretaries and Assistant Treasurers as the Board shall from time to time determine.

15. Indemnification of Officers and Directors. Association shall and does hereby indemnify and hold harmless every Director and every Officer, their heirs, executors and administrators, against all loss, cost and expenses reasonably incurred in connection with any action, suit or proceeding to which such Director or Officer may be made a party by reason of being or having been a Director or Officer of Association, including reasonable counsel fees and paraprofessional fees at all levels of proceeding. This indemnification shall not apply to matters wherein the Director or Officer shall be finally adjudged in such action, suit or proceeding to be liable for or guilty of gross negligence or willful misconduct. The foregoing rights shall be in addition to, and not exclusive of, all other rights to which such Director or Officers may be entitled.

16. Transactions in Which Directors or Officers are Interested. No contract or transaction between Association and one (1) or more of its Directors or Officers or Developer, or between Association and any other corporation, partnership, association, or other organization in which one (1) or more of its Officers or Directors are officers, directors or employees or otherwise interested shall be invalid, void or voidable solely for this reason, or solely because the Officer or Director is present at, or participates in, meetings of the Board thereof which authorized the contract or transaction, or solely because said Officers' or Directors' votes are counted for such purpose. No Director or Officer of Association shall incur liability by reason of the fact that such Director or Officer may be interested in any such contract or transaction. Interested Directors shall disclose the general nature of their interest in accordance with Chapter 720, Florida Statutes, as amended from time to time.

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CERTIFICATE OF AMENDMENT

The undersigned officer of the Silver Lake Community Association, Inc., a Florida not-for-profit corporation, hereby certify that these Amended and Restated Articles of Incorporation were approved and adopted by not less than two-thirds of the Board and by 75% of the votes in person or proxy at a duly called meeting of the members of the Association at which a quorum was present. The undersigned further certifies that the amendments to this document were adopted in accordance with the Association's governing documents and applicable law.

IN WITNESS WHEREOF, the Association has caused this Instrument to be executed by its authorized officers this 13th day of February, 2014.

WITNESSES:

(two witnesses to President's Signature)

**SILVER LAKE COMMUNITY
ASSOCIATION, INC.**1. (signature) Cecilia BaudonPrint Name: Cecilia Baudon

By: (signature)

Print Name: Dusty R. McLauleyas its President2. (signature) Tracy L. GoetzPrint Name: Tracy L. Goetz

STATE OF FLORIDA)

COUNTY OF MANATEE)

The foregoing instrument was acknowledged before me this 13th day of February, 2014, by Dusty McLauley, as President of Silver Lake Community Association, Inc. He/She is personally known to me or has produced as identification.

Cheryl Kaehn
Notary Public, State of Florida

CHERYL KAERN
MY COMMISSION # EE-025986
EXPIRES: January 8, 2016
Renewal thru Budget History Services

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