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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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February 24, 2006

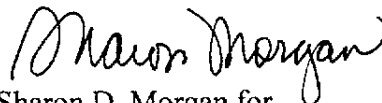
Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

**RE: AMENDED AND RESTATED ARTICLES OF INCORPORATION
THE DUNE'S AT NATURES EDGE HOMEOWNERS ASSOCIATION, INC.
N06000000047**

Dear Clerk:

Enclosed please find the Amended and Restated Articles of Incorporation for the not for profit corporation referenced above together with the filing fee of \$35.00. Please forward to this office a copy of the amendment once the same has been filed. If you have any questions, please feel free to call. Thank you for your assistance regarding this matter.

Sincerely,



Sharon D. Morgan for
William N. Asma, Esquire

:sdm
enclosure.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 13, 2006

William N. Asma, P.A.
884 South Dillard Street
Winter Garden, FL 34787

SUBJECT: THE DUNE'S AT NATURE'S EDGE HOMEOWNERS
ASSOCIATION, INC.
Ref. Number: N06000000047

We have received your document for THE DUNE'S AT NATURE'S EDGE HOMEOWNERS ASSOCIATION, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

A certificate must accompany the Restated Articles of Incorporation setting forth one of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendments requiring member approval; OR (2) If the restatement contains an amendment requiring member approval, the date of adoption of the amendment by the members and a statement that the number of votes cast for the amendment was sufficient for approval.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

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) 245-6908.

Sylvia Gilbert
Document Specialist

Letter Number: 806A00017074

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF THE DUNE'S AT NATURE'S EDGE
HOMEOWNERS ASSOCIATION, INC.**

The undersigned acting as incorporator of this corporation pursuant to Chapter 617 of the Florida statutes, hereby forms a corporation not for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for such corporation.

ARTICLE I- NAME AND ADDRESS OF CORPORATION

The name of the corporation shall be THE DUNE'S AT NATURE'S HOMEOWNER'S ASSOCIATION, INC. The address of the corporation shall be 2580 Channel Way, Kissimmee, Florida 34746.

ARTICLE II-TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE III-NATURE OF BUSINESS

This corporation may engage or transact in any or lawful activities or business permitted under the laws of the United States and State of Florida and is to maintain a homeowners Association as defined in Chapter 617, Florida Statutes.

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TALLAHASSEE, FLORIDA

ARTICLE IV-MEMBERSHIP AND VOTING RIGHTS

Every person or entity who is a record owner of a fee or undivided fee interest in any parcel which is subject by covenants of record to assessment by the Association shall be a member of the Association, provided that any such person or entity who holds such interest merely as a security for the performance of any obligation shall not be a member.

Change in membership in the Association shall be established by recording in the Public records of Polk County, Florida, a deed or other instrument establishing a record title to a parcel in the development. The owner designated by such instrument thus becomes a member of the Association and the membership of the prior owner is terminated.

The Association shall have two classes of voting membership:

Class A: Class A members shall be all the owners with the exception of the Developer. Class A members shall be entitled to one vote for each parcel in which they hold the interests required for membership. When more than one person holds such interest or interests in any parcel, all such persons shall be members and the vote for such parcel shall be exercised as they, among themselves, determine but in no event more than one vote be cast with respect to any such parcel.

Class B: Class B members shall be the Developer and shall be entitled to four (4) votes for each parcel owned. The Class B membership shall cease and be converted to Class A membership on the happening of any of the following events, whichever occurs earlier:

1. When the total votes outstanding in the Class A membership equal the total votes outstanding in Class B membership, or

2. When the Developer elects to surrender control of the Association to the members. The Association shall have one class of voting membership which shall be all the owners of lots within the development. The members shall be entitled to one vote for each lot in which they hold the interests required for membership. When more than one person holds such interest or interests in any lot, all such persons shall be members and the vote for such lot shall be exercised as they, among themselves, determine but in no event more than one vote be cast with respect to any such lot.

ARTICLE V-INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial street address of the registered office of this corporation in the state of Florida will be 884 South Dillard Street, Winter Garden, Florida 34787. The Board of Directors may from time to time move the registered office to any other address in Florida. The name of the initial registered agent of this corporation is William N. Asma, P. A. The Board of Directors may from time to time designate a new registered agent.

ARTICLE-VI-INITIAL BOARD OF DIRECTORS

A. The initial number of Directors of this corporation shall be three.

B. The number of Directors may be increased or diminished from time to time by the By-Laws adopted by the members, but shall never be less than three.

C. The name and address of the initial members of the Board of Directors, who shall hold office for the first year of existence of this corporation or until their successors are either elected or appointed and have qualified, are:

<u>NAME</u>	<u>STREET ADDRESS</u>
Rudolf Akkerman	2580 Channel Way Kissimmee, Florida 34746
Marjon Koper- Akkerman	2580 Channel Way Kissimmee, Florida 34746
Margaret Stut	2580 Channel Way Kissimmee, Florida 34746

ARTICLE VII-INCORPORATOR

The name and address of the incorporator of this corporation is:

<u>NAME</u>	<u>STREET ADDRESS</u>
William N. Asma	884 South Dillard St. Winter Garden, FL 34787

ARTICLE VIII-AMENDMENT TO ARTICLES

Amendments to the Articles of Incorporation shall be proposed and adopted in the following manner:

Notice: Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed is considered.


Resolution: A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by twenty-five (25%) of the members of the Association. Directors and members not present in person or by proxy at the meeting to consider the amendment may express their approval in writing, provided such approval is delivered to the Secretary prior to such meeting. A resolution adopting a proposed amendment must bear the approval of not less than sixty six and 2/3 per cent (66 2/3%) of the members of the Association.

Approval: No amendment shall make any changes in the qualifications for membership nor the voting rights of members without approval in writing by all members and the joinder of all record owners of mortgages upon the properties. No amendments shall be made that is in conflict with the Declaration of Covenants, Conditions and Restrictions or the laws of the State of Florida.

ARTICLE IX-INDEMNIFICATION

The corporation shall indemnify any registered agent, officer, director, or incorporator, or any former registered agent, officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at 884 South Dillard Street, Winter Garden, Florida 34787, this 24 day of February 2006.




 William N. Asma

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, personally appeared William N. Asma personally known to me to and who executed the foregoing Amended and Restated Articles of Incorporation, and he acknowledged that he subscribed the said instrument for the uses and purposes set forth herein.

WITNESS my hand and official seal in the County and State aforesaid this 24 day of Feb 2006.

 Sharon D. Morgan
My Commission DD254105
Expires September 28, 2007
Sharon D. Morgan
Notary Public
Print Name Sharon D. Morgan
My commission Expires:

Having been named as Registered Agent for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of statutes relative to the property and complete performance of my duties.

William N. Asma
WILLIAM N. ASMA

Date: 2/24/06

CERTIFICATE

RE: THE DUNE'S AT NATURE'S EDGE HOMEOWNER'S ASSOCIATION,
INC.
N06000000047

Pursuant to the provisions of section 617.1006, Florida Statutes, this Florida Not for Profit Corporation executes this Certificate in conjunction with the Restated Articles of Incorporation.

Adoption:

The restatement was adopted by the board of directors and does not contain any amendments requiring member approval.

Signature 

Typed/Printed Name of Person
Signing William N. Asma

Title of Person Signing Att./Sec