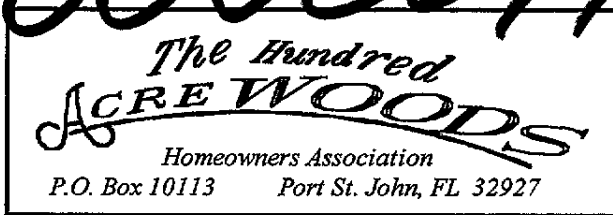


N9300000/190



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

January 8, 1998

**SUBJECT: Filing of Restated and First Amended Articles of  
Incorporation for the Hundred Acre Woods Homeowners  
Association, Inc.**

Enclosed please find the original and one (1) copy of the  
First Amended and Restated Articles of Incorporation for the  
Hundred Acre Woods Homeowners Association, Inc., A Florida  
Not-For-Profit Corporation. The Effective date of these  
Articles should be January 7th, 1998 and enclosed is a check for  
\$35.00 to cover the filing fees.

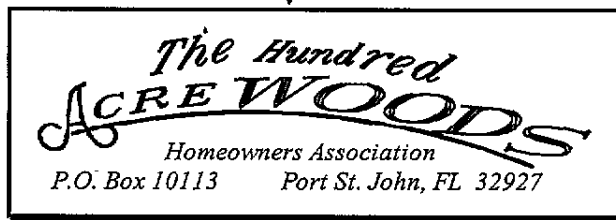
Sincerely,

Kevin S. Porter, President  
Hundred Acre Woods Homeowners Association, Inc.  
(407) 639-1171

200002399822--0  
-01/14/98--01062--008  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

FEB 10 1998

FILED  
98 FEB 10 PM 3:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



January 29, 1998

Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Subject: HUNDRED ACRE WOODS HOMEOWNERS ASS'N., INC.  
Ref. Number: N93000001190

To Whom It May Concern,

Enclosed please find the resubmitted First Amended and Restated Articles of Incorporation for the Hundred Acre Woods Homeowners Ass'n., Inc. As per your request the name of the corporation was corrected, a statement was added concerning election of Directors and all statements concerning Stocks were deleted.  
Thank you,

Kevin S. Porter, President  
Hundred Acre Woods Homeowners Ass'n., Inc.



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

January 15, 1998

KEVIN S. PORTER  
HUNDRED ACRE WOODS HOMEOWNERS ASSOC.  
P. O. BOX 10113  
PORT ST. JOHNS, FL 32927

SUBJECT: HUNDRED ACRE WOODS HOMEOWNERS ASS'N., INC.  
Ref. Number: N93000001190

We have received your document for HUNDRED ACRE WOODS HOMEOWNERS ASS'N., 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):

The current name of the entity is as referenced above. Please correct your document accordingly.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

Please include in the document a statement of the manner in which directors are to be elected or appointed. Also delete Article IX Capital Stock, not for profit corporations do not have stock.

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) 487-6905.

Thelma Lewis  
Corporate Specialist Supervisor

Letter Number: 598A00002413

**CERTIFICATE OF AMENDMENT TO AND RESTATEMENT OF ARTICLES  
OF INCORPORATION OF HUNDRED ACRE WOODS HOMEOWNERS**

ASS'N., INC.

THE UNDERSIGNED BOARD OF DIRECTORS DECLARE THAT THEY held a special Board of Directors meeting on the 28th day of January, 1998, for the purpose of amending and restating the Articles of Incorporation, dated August 25th, 1990, pursuant to Chapter 617, Florida Statutes. At this meeting, the Board of Directors, with a quorum present, unanimously approved to amend and restate the Articles of Incorporation in its entirety as follows:

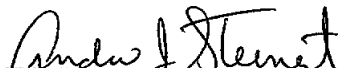
Article I - unchanged.  
Article II - restated as Article III.  
Article III - deleted.  
Article IV - restated and amended as Article II.  
Article V - restated as Article IV.  
Article VI - deleted.  
Article VII - restated as Article X.  
Article VIII - restated as Article V.  
Article IX - restated as Article VI and Article VII.  
Article X - restated as Article VIII.  
Article XI - unchanged.  
Article XII - restated as Article IX.  
Article XIII - deleted.  
Article XIV - amended as Article XII.

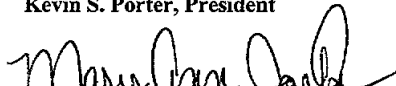
FILED  
98 FEB 10 PM 3:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

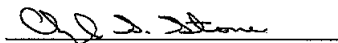
No vote of the membership was required, the amended articles where for a change in the Address of the Corporation and items requested by the Department of Corporations.

**Hundred Acre Woods Homeowners Association, Inc. Board of Directors:**

  
Kevin S. Porter, President

  
Andrew J. Steinert, Vice-President

  
Mary Ann Jackson, Secretary

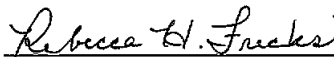
  
Cheryl S. Stone, Treasurer

State Of Florida  
County Of Brevard

I, HEREBY CERTIFY that before me, an officer duly authorized in the aforesaid State and County to take acknowledgments, personally appeared Kevin S. Porter, Andrew J. Steinert, Mary Ann Jackson and Cheryl S. Stone, who acknowledged the foregoing Certificate of Amendment to and Restatement of the Articles of Incorporation of Hundred Acre Woods Homeowners Association, and an oath was taken.

WITNESS my hand and seal on this 28<sup>th</sup> day of January, 98.

\_\_\_ Personally Known ☒ ID Produced

  
Notary Public



Rebecca H Fricks  
My Commission CC815641  
Expires February 18, 2001

FIRST AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

HUNDRED ACRE WOODS HOMEOWNERS ASS'N, INC.

(a Non-Profit corporation)

ARTICLE I. NAME

The name of the corporation shall be:

**HUNDRED ACRE WOODS HOMEOWNERS ASS'N., INC.**

Hereafter called the "Association".

ARTICLE II. ADDRESS

The mailing address of this corporation shall be:

P.O. Box 10113

Port St. John, Florida 32927

ARTICLE III. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE IV. TERM OF EXISTENCE AND DURATION

Existence of the association has commenced with the filing of the original Articles of Incorporation, dated 25 August, 1990 with the Secretary of State, Tallahassee, Florida. The association shall exist in perpetuity.

ARTICLE V. PURPOSE, POWER AND DUTIES

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for the maintenance, preservation and architectural control of the residential lots, the common area, the surface water retention system, and any other facilities within the tract of property known as the Hundred Acre Woods and platted as such with Brevard County, Florida. The association shall:

(A) exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants and Restrictions, hereinafter called the "Declaration", applicable to the property and recorded in the Official Records of Brevard County, Florida as well as amendments to the Declaration.

(B) fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the Declaration and to pay all expenses in connection with the operation of this Association.

(C) acquire, own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association.

(D) borrow money, and with the consent of 2/3 of all voteholders, shall mortgage, pledge, deed in trust, or hypothecate any or all of its real debts incurred.

(E) dedicate, sell, or transfer all or any part of the Common Area to any public agency, authority or utility for such purposes and subject to such conditions as may be agreed to by the members.

(F) have and to exercise any and all powers, rights and privileges which a corporation not for profit under the laws of the State of Florida may now or hereafter have or exercise.

(G) shall operate, maintain and manage the surface water or storm water management system(s) in a manner consistent with the St. Johns River Water Management District permit #40-009-0053E requirements and applicable district rules, and shall assist in the enforcement of the Restrictions and Covenants contained herein.

## ARTICLE VI. MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any lot which is subject by restrictions of record to assessments by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any lot which is subject to assessment by the Association.

## ARTICLE VII. VOTING RIGHTS

The Association's voting membership shall be all Owners and shall be entitled to one vote for each lot owned. When more than one member holds an interest in any lot, the vote for such lot shall be exercised jointly as they determine, but in no event shall more than one vote be cast with respect to any lot. When more than one member holds an interest in any lot and such members cannot jointly agree as to how the vote should be cast, no vote shall be allowed with respect to such lot.

In any vote taken by the Association, unless otherwise mandated in this document, a majority vote of 2/3 of the voteholders present, in person or by written proxy, at any meeting properly called and held, shall control the affairs of this Association.

## ARTICLE VIII. ASSESSMENTS

The Assessments shall be used for the maintenance and repair of the surface water or stormwater management systems including, but not limited to, work within retention areas, drainage structures and drainage easements, as well as to promote the recreation, health, safety and welfare of the members of the Association and for the improvements and maintenance of the Common Area, general Landscaping and Pedestrian Access Easements.

## ARTICLE IX. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, the Declaration and any amendments, and any right conferred upon the shareholders is subject to this reservation. Amendments shall require the consent of seventy five percent (75%) of all voteholders.

## ARTICLE X. INDEMNIFICATION

The corporation shall, to the fullest extent permitted by Florida Statute Section 607.0850, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said section from and against any and all of the expenses, liabilities or other matters referred to in or covered by said section, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, agreement, vote of stockholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such a person.

## ARTICLE XI. DISSOLUTION

In the event of termination, dissolution or final liquidation of the Association, the responsibility for the operation and or maintenance of the surface water or stormwater management system(s) must be transferred to and accepted by an entity which would comply with section 40C-42.027, F.A.C., and be approved by the St. Johns River Water Management District prior to such termination, dissolution or liquidation.

ARTICLE XII. BOARD OF DIRECTORS & OFFICERS

The Board of Directors and Officer positions are to number four (4) and each Officer will be a Director. The positions of President, Vice-President, Secretary and Treasurer will be filled by a secret ballot election at the duly called annual meeting of the general membership. The candidate receiving the most votes per position will be deemed the winner and will hold there position until the next annual meeting or until their death, resignation or removal in accordance with the By-Laws of the Corporation. The elected President will be the Chief Executive Officer and the Chairman of the Board.

IN WITNESS WHEREOF, the undersigned have executed these first amended and restated Articles of Incorporation on this 28th day of January, 1998.

**Hundred Acre Woods Homeowners Ass'n, Inc. Board of Directors:**

Kevin S. Porter

Kevin S. Porter, President

Andrew J. Steinert

Andrew J. Steinert, Vice-President

Mary Ann Jackson

Mary Ann Jackson, Secretary

Cheryl S. Stone

Cheryl S. Stone, Treasurer

State Of Florida  
County Of Brevard

I, HEREBY CERTIFY that before me, an officer duly appointed in the aforesaid State and county to take acknowledgments personally appeared Kevin S. Porter, Andrew J. Steinert, Mary Ann Jackson and Cheryl S. Stone and said that the foregoing Articles of Incorporation were amended and restated under their direction and they executed the same freely and voluntarily and for the purposes stated therein.

WITNESS my hand and seal on this 28<sup>th</sup> day of January, 98.

     Personally Known X ID Produced

Rebecca H. Fricks  
Notary Public



Rebecca H Fricks  
My Commission CC615641  
Expires February 18, 2001