

N96000004735

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

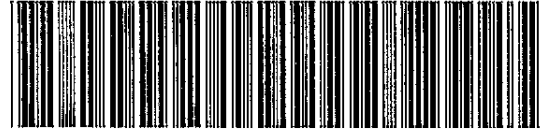
(Document Number)

Certified Copies

Certificates of Status

Special Instructions to Filing Officer:

Office Use Only



300013909283

03/25/03--01058--009 **245.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2003 MAR 21 AM 10:27

Merger
LFT
3-26-03

ARTICLES OF MERGER
Merger Sheet

MERGING:

ARIELLE SECTION II CONDOMINIUM ASSOCIATION, INC., a Florida corporation (Document #N96000004736)

ARIELLE SECTION III CONDOMINIUM ASSOCIATION, INC., a Florida corporation (Document #N98000000837)

ARIELLE SECTION IV CONDOMINIUM ASSOCIATION, INC., a Florida corporation (Document #N98000004707)

ARIELLE SECTION V CONDOMINIUM ASSOCIATION, INC., a Florida corporation (Document #N99000002655)

ASRIELLE SECTION VI CONDOMINIUM ASSOCIATION, INC., a Florida corporation (Document #N96000004734)

ARIELLE RECREATION ASSOCIATION, INC., a Florida corporation (Document #N9600003455)

INTO

ARIELLE AT PELICAN MARSH CONDOMINIUM ASSOCIATION, INC., a Florida entity, N96000004735.

File date: March 21, 2003

Corporate Specialist: Louise Flemming-Jackson

LAW OFFICES

BECKER & POLIAKOFF, P.A.

The Colonnades

13515 Bell Tower Drive, Suite 101
Ft. Myers, Florida 33907
Phone: (239) 433-7707 Fax: (239) 433-5933
FL Toll Free: (800) 462-7780
Website: www.becker-poliakoff.com

Collier Place I

3003 Tamiami Trail North, Suite 210
Naples, Florida 34103
Phone: (239) 261-9555 Fax: (239) 261-9744
FL Toll Free: (800) 362-7537
Website: www.becker-poliakoff.com

Florida Offices

Administrative Office
3111 Stirling Road
Ft. Lauderdale, FL 33312
U.S. Toll Free: (800) 432-7712
bp@becker-poliakoff.com

Boca Raton*

Ft. Myers

Ft. Walton Beach

Hollywood

Jacksonville

Melbourne*

Miami

Naples

Orlando

Port Charlotte*

St. Petersburg

Sarasota

Tallahassee

Tampa

West Palm Beach

* available for consultation
by appointment only

International and Affiliated Offices

Prague,
Czech Republic

Paris, France

Frankfurt, Germany

Beijing,
People's Republic
of China

Bern, Switzerland

Reply To:

Naples Office or
awhite@becker-poliakoff.com

March 19, 2003

VIA Federal Express 836686155427

Division of Corporation
Attn: Merger Department
409 East Gaines Street
Tallahassee, Florida 32399

**Re: Arielle at Pelican Marsh Condominium Association, Inc.
Articles of Merger/Plan of Merger/ Articles of Amended and
Restated Articles of Incorporation**

Dear Sir or Madam:

Enclosed herewith please find Articles of Merger and Plan of Merger for the above-referenced Association. Also enclosed is check number 137 in the amount of \$245.00 which represents the filing fee for same. Once the Articles of Merger and Plan of Merger are filed, please return a certified copy of same in the envelope provided.

Also enclosed please find the Articles of Amended and Restated Articles of Incorporation for the above-referenced Association, as well as check number 138 in the amount of \$35.00 to cover the cost of filing these Articles. Please return a date stamped copy in the envelope provided herein for your convenience.

Should you have any questions, please contact me.

Very truly yours,



E. Austin White
For the Firm



CONSULEGIS REG
Member of Consulegis,
an International Association
of Law Firms.

EA W/wbk

Enclosures (as stated)

25177_1.DOCnap

Network of Leading Law Firms

ARTICLES OF MERGER

2003 MAR 21 AM 10:27

ARIELLE RECREATION ASSOCIATION, INC.
ARIELLE AT PELICAN MARSH CONDOMINIUM ASSOCIATION, INC.
ARIELLE SECTION II CONDOMINIUM ASSOCIATION, INC.
ARIELLE SECTION III CONDOMINIUM ASSOCIATION, INC.
ARIELLE SECTION IV CONDOMINIUM ASSOCIATION, INC.
ARIELLE SECTION V CONDOMINIUM ASSOCIATION, INC.
ARIELLE SECTION VI CONDOMINIUM ASSOCIATION, INC.

Pursuant to Section 617.051 to 617.1103, Florida Statutes (2002), the undersigned corporations affirm and adopt the following:

1. The Plan of Merger of Arielle Recreation Association, Inc., Arielle at Pelican Marsh Condominium Association, Inc., Arielle Section II Condominium Association, Inc., Arielle Section III Condominium Association, Inc., Arielle Section IV Condominium Association, Inc., Arielle Section V Condominium Association, Inc., and Arielle Section VI Condominium Association, Inc., all seven Florida corporations not-for-profit, has been duly approved, as follows:

(a) By unanimous approval of the Board of Directors of Arielle Recreation Association, Inc. at a meeting held December 30, 2002, and by the membership of that Association at a membership meeting held January 15, 2003.

(b) By unanimous approval of the Board of Directors of Arielle at Pelican Marsh Condominium Association, Inc., at a meeting held December 30, 2002, and by the membership of that Association at a membership meeting held January 15, 2003.

(c) By unanimous approval of the Board of Directors of Arielle Section II Condominium Association, Inc., at a meeting held December 30, 2002, and by the membership of that Association at a membership meeting held January 15, 2003.

(d) By unanimous approval of the Board of Directors of Arielle Section III Condominium Association, Inc., at a meeting held December 30, 2002, and by the membership of that Association at a membership meeting held January 15, 2003.

(e) By unanimous approval of the Board of Directors of Arielle Section IV Condominium Association, Inc., at a meeting held December 30, 2002, and by the membership of that Association at a membership meeting held January 15, 2003.

(f) By unanimous approval of the Board of Directors of Arielle Section V Condominium Association, Inc., at a meeting held December 30, 2002, and by the membership of that Association at a membership meeting held January 15, 2003.

(g) By unanimous approval of the Board of Directors of Arielle Section VI Condominium Association, Inc., at a meeting held December 30, 2002, and by the membership of that Association at a membership meeting held January 15, 2003.

2. The surviving corporation shall be Arielle at Pelican Marsh Condominium Association, Inc., a Florida corporation not-for-profit.

3. The merging corporations shall be Arielle Recreation Association, Inc., a Florida not for profit corporation, Arielle Section II Condominium Association, Inc., a Florida not for profit corporation, Arielle Section III Condominium Association, Inc., a Florida not for profit corporation, Arielle Section IV Condominium Association, Inc., a Florida not for profit corporation, Arielle Section V Condominium Association, Inc., a Florida not for profit corporation, and Arielle Section VI Condominium Association, Inc., a Florida not for profit corporation.

4. As to Arielle at Pelican Marsh Condominium Association, Inc. (surviving corporation), the Plan of Merger was adopted by a vote of 39 members in favor and 0 opposed at the membership meeting of the surviving corporation on January 15, 2003.

5. As to Arielle Recreation Association, Inc. (merging corporation), the Plan of Merger was adopted by a vote of 170 members in favor and 0 members opposed at a meeting of the merging corporation held on January 15, 2003.

6. As to Arielle Section II Condominium Association, Inc. (merging corporation), the Plan of Merger was adopted by a vote of 29 members in favor and 0 members opposed at a meeting of the merging corporation held on January 15, 2003.

7. As to Arielle Section III Condominium Association, Inc. (merging corporation), the Plan of Merger was adopted by a vote of 26 members in favor and 0 members opposed at a meeting of the merging corporation held on January 15, 2003.

8. As to Arielle Section IV Condominium Association, Inc. (merging corporation), the Plan of Merger was adopted by a vote of 27 members in favor and 0 members opposed at a meeting of the merging corporation held on January 15, 2003.

9. As to Arielle Section V Condominium Association, Inc. (merging corporation), the Plan of Merger was adopted by a vote of 38 members in favor and 0 members opposed at a meeting of the merging corporation held on January 15, 2003.

10. As to Arielle Section VI Condominium Association, Inc. (merging corporation), the Plan of Merger was adopted by a vote of 11 members in favor and 0 members opposed at a meeting of the merging corporation held on January 15, 2003.

11. The Plan of Merger adopted by the corporations is attached herewith to these Articles of Merger.

12. The Articles of Incorporation of the surviving corporation are the Amended and Restated Articles of Incorporation attached hereto, and shall be the Articles of Incorporation of the surviving corporation.

13. The merger shall become effective on the date of the Articles of Merger are filed with the Florida Department of State.

ARIELLE RECREATION ASSOCIATION, INC.

By: Stephen E. Leland
STEPHEN E. LELAND, President

(CORPORATE SEAL)

Date: 1-28-03

ARIELLE SECTION I CONDOMINIUM
ASSOCIATION, INC.

By: Lynn Houston
LYNN HOUSTON, President

Date: 1/31/03

(CORPORATE SEAL)

ARIELLE SECTION II CONDOMINIUM
ASSOCIATION, INC.

By: Anthony Bartow
Anthony Bartow, President

Date: 1-28-03

(CORPORATE SEAL)

ARIELLE SECTION III CONDOMINIUM
ASSOCIATION, INC.

By: James E. Longoria
James Longoria, President
Date: 1-27-03

(CORPORATE SEAL)

ARIELLE SECTION IV CONDOMINIUM
ASSOCIATION, INC.

By: Maria Lewis
Maria Lewis, President
Date: 1/27/03

(CORPORATE SEAL)

ARIELLE SECTION V CONDOMINIUM
ASSOCIATION, INC.

By: John C. Corfias
JOHN C. CORFIAS, President
Date: 1/27/03

(CORPORATE SEAL)

ARIELLE SECTION VI CONDOMINIUM
ASSOCIATION, INC.

By: Linda Weinstein
Linda Weinstein, President
Date: 1-27-03

(CORPORATE SEAL)

PLAN OF MERGER

**ARIELLE RECREATION ASSOCIATION, INC.
ARIELLE SECTION I CONDOMINIUM ASSOCIATION, INC.
ARIELLE SECTION II CONDOMINIUM ASSOCIATION, INC.
ARIELLE SECTION III CONDOMINIUM ASSOCIATION, INC.
ARIELLE SECTION IV CONDOMINIUM ASSOCIATION, INC.
ARIELLE SECTION V CONDOMINIUM ASSOCIATION, INC.
ARIELLE SECTION VI CONDOMINIUM ASSOCIATION, INC.**

WHEREAS, Arielle Recreation Association, Inc., a Florida Corporation not for profit, is the corporate entity responsible for the operation and maintenance of certain recreational and other common facilities serving the Arielle Properties, as more particularly described in the Declaration of Covenants, Conditions and Restrictions thereof, recorded at O.R. Book 2213, Pages 0948 *et seq.* of the Public Records of Collier County, Florida, and as amended; and

WHEREAS, Arielle Section I Condominium Association, Inc., a Florida Corporation not for profit, is the corporate entity responsible for the operation and management of Arielle Section I, A Condominium, as more particularly described in the Declaration of Condominium thereof, recorded at O.R. Book 2256, Pages 1718 *et seq.* of the Public Records of Collier County, Florida, and as amended; and

WHEREAS, Arielle Section II Condominium Association, Inc., a Florida Corporation not for profit, is the corporate entity responsible for the operation and management of Arielle Section II, A Condominium, as more particularly described in the Declaration of Condominium thereof, recorded at O.R. Book 2259, Pages 0976 *et seq.* of the Public Records of Collier County, Florida, and as amended; and

WHEREAS, Arielle Section III Condominium Association, Inc., a Florida Corporation not for profit, is the corporate entity responsible for the operation and management of Arielle Section III, A Condominium, as more particularly described in the Declaration of Condominium thereof, recorded at O.R. Book 2469, Pages 0909 *et seq.* of the Public Records of Collier County, Florida, and as amended; and

WHEREAS, Arielle Section IV Condominium Association, Inc., a Florida Corporation not for profit, is the corporate entity responsible for the operation and management of Arielle Section IV, A Condominium, as more particularly described in the Declaration of Condominium thereof, recorded at O.R. Book 2521, Pages 1892 *et seq.* of the Public Records of Collier County, Florida, and as amended; and

WHEREAS, Arielle Section V Condominium Association, Inc., a Florida Corporation not for profit, is the corporate entity responsible for the operation and management of Arielle Section V, A Condominium, as more particularly described in the Declaration of Condominium thereof, recorded at O.R. Book 2562, Pages 0890 *et seq.* of the Public Records of Collier County, Florida, and as amended; and

WHEREAS, Arielle Section VI Condominium Association, Inc., a Florida Corporation not for profit, is the corporate entity responsible for the operation and management of Arielle Section

VI, A Condominium, as more particularly described in the Declaration of Condominium thereof, recorded at O.R. Book 2252, Pages 1722 *et seq.* of the Public Records of Collier County, Florida, and as amended; and

WHEREAS, the Boards of Directors of the seven above-named corporations have met and determined that simplicity and economy of operation of the six condominiums and recreation association will be enhanced by the merger of the aforementioned corporations into a single operating entity.

THEREFORE BE IT RESOLVED that pursuant to Section 617.1101 to 617.1103, Florida Statutes (2002), the following plan of merger is hereby adopted.

1. Arielle Recreation Association, Inc., a Florida not for profit corporation, Arielle Section II Condominium Association, Inc., a Florida not for profit corporation, Arielle Section III Condominium Association, Inc., a Florida not for profit corporation, Arielle Section IV Condominium Association, Inc., a Florida not for profit corporation, Arielle Section V Condominium Association, Inc., a Florida not for profit corporation, and Arielle Section VI Condominium Association, Inc., a Florida not for profit corporation, shall be the merging corporations, and Arielle Section I Condominium Association, Inc., a Florida not for profit corporation, shall be the surviving corporation.
2. Subsequent to the merger, Arielle Recreation Association, Inc., Arielle Section II Condominium Association, Inc., Arielle Section III Condominium Association, Inc., Arielle Section IV Condominium Association, Inc., Arielle Section V Condominium Association, Inc., and Arielle Section VI Condominium Association, Inc. will be subject to the Articles of Incorporation and By-Laws of Arielle Section I Condominium Association, Inc., as amended.
3. Arielle Section I Condominium Association, Inc. shall, upon the merger, assume all the powers, rights, duties, assets and liabilities of Arielle Recreation Association, Inc., Arielle Section II Condominium Association, Inc., Arielle Section III Condominium Association, Inc., Arielle Section IV Condominium Association, Inc., Arielle Section V Condominium Association, Inc., and Arielle Section VI Condominium Association, Inc.
4. The adoption of this plan of merger shall not be construed as a consolidation of the six Condominiums and the Arielle Properties operated by the merging corporations.
5. This Plan of Merger shall become effective upon the approval of the Boards of Directors and membership of each merging corporation, pursuant to Section 617.1103, Florida Statutes, the adoption of the amendments to the Condominium Documents attached hereto and the filing of Articles of Merger with the Department of State pursuant to Section 617.1105, Florida Statutes (2002).

ARIELLE RECREATION ASSOCIATION, INC.

By: Stephen E. Fitzgerald
STEPHEN E. FITZGERALD, President

(CORPORATE SEAL)

Date: 1-25-03

ARIELLE SECTION I CONDOMINIUM
ASSOCIATION, INC.

By: Lynn Houston
LYNN HOUSTON, President

Date: 1/31/03

(CORPORATE SEAL)

ARIELLE SECTION II CONDOMINIUM
ASSOCIATION, INC.

By: Anthony Bass
ANTHONY BASS, President

ARIELLE SECTION III CONDOMINIUM
ASSOCIATION, INC.

By: James E. Loughran
James Loughran, President
Date: 1-27-03

(CORPORATE SEAL)

ARIELLE SECTION IV CONDOMINIUM
ASSOCIATION, INC.

By: Marie Lewis
Marie Lewis, President
Date: 1/27/03

(CORPORATE SEAL)

ARIELLE SECTION V CONDOMINIUM
ASSOCIATION, INC.

By: John C. Cordeiro
John Cordeiro, President
Date: 1/27/03

(CORPORATE SEAL)

ARIELLE SECTION VI CONDOMINIUM
ASSOCIATION, INC.

By: Linda Weinstein
Linda Weinstein, President
Date: 1-27-03

(CORPORATE SEAL)

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
ARIELLE AT PELICAN MARSH CONDOMINIUM ASSOCIATION, INC.**

**SUBSTANTIAL REWORDING OF ARTICLES OF INCORPORATION –
SEE CURRENT ARTICLES OF INCORPORATION FOR CURRENT TEXT**

These are the Amended and Restated Articles of Incorporation for Arielle at Pelican Marsh Condominium Association, Inc., formerly known as Arielle Section I Condominium Association, Inc., originally filed with the Florida Department of State the 11th day of September, 1996, under Charter Number N96000004735. Matters of only historical interest have been omitted. Amendments included have been added pursuant to F.S. 617.

- 1. NAME.** The name of the corporation shall be ARIELLE AT PELICAN MARSH CONDOMINIUM ASSOCIATION, INC. For convenience, the corporation shall be referred to in this instrument as the "Association", the Declarations of Condominium and the Declaration of Covenants, Conditions and Restrictions for Arielle as "Declaration", these Articles of Incorporation as the "Articles", and the Bylaws of the Association as the "Bylaws".
- 2. PURPOSE.** The purpose for which the Condominium Association is organized is to manage, operate and maintain six condominiums known as Arielle Section I, A Condominium; Arielle Section II, A Condominium; Arielle Section III, A Condominium; Arielle Section IV, A Condominium; Arielle Section V, A Condominium; and Arielle Section VI, A Condominium; and Arielle, including certain Association Property, and recreational facilities ("Association Property"). Said Condominiums and Association Property shall be operated on a not-for-profit basis for the mutual use, benefit, enjoyment and advantage of the individual residents of said Condominiums; to make such improvements, additions and alterations to said Condominiums and the Association Property as may be necessary or desirable from time to time as authorized by the respective Declarations of said Condominiums and Arielle, and the By-Laws of the Association; to purchase and own real or personal property; and to conduct and transact all business necessary and proper in the management, operation and maintenance of said Condominiums and Association Property; all as agents of the Owners of the Condominium Parcels of the said Condominiums.
- 3. DEFINITIONS.** The terms used in these Articles shall have the same definitions and meaning as those set forth in the six (6) Declarations of Condominiums and the Declaration of Covenants, Conditions and Restrictions of Arielle recorded in the Public Records of Collier County, Florida, unless herein provided to the contrary, or unless the context otherwise requires.
- 4. POWERS.** The powers of the Association shall include and be governed by the following:

4.1 General. The Association shall have all of the common-law and statutory powers of a corporation not for profit under the Laws of Florida that are not in conflict with the provisions of these Articles or of the Act.

4.2 Enumeration. The Association shall have all the powers and duties set forth in the Act and as it may be amended from time to time, except as limited by the Declarations of Condominium and the Declaration of Covenants, Conditions and Restrictions for Arielle (collectively "the Declarations"), as they may be amended from time to time, these Articles and as they may be amended from time to time, the Bylaws and as they may be amended from time to time, including but not limited to the following:

4.2.1 To make and collect assessments and other charges against members as Unit Owners, and to use the proceeds thereof in the exercise of its powers and duties.

4.2.2 To buy, own, operate, lease, sell and trade both real and personal property as may be necessary or convenient in the administration of the Condominiums or Association Property.

4.2.3 To maintain, repair, replace, reconstruct, add to, and operate the Condominium Property, Association Property or any other property acquired or leased by the Association for use by Unit Owners.

4.2.4 To purchase insurance upon the Condominium Property and Association Property and insurance for the protection of the Association, its Officers, Directors, and members as Unit Owners.

4.2.5 To make and amend reasonable rules and regulations for the maintenance, conservation and use of the Condominium Property and Association Property, the health, comfort, safety and welfare of the Unit Owners, and for the administration of the Association.

4.2.6 To approve or disapprove the leasing, transfer, mortgaging, ownership and possession of units as may be provided by the Declaration.

4.2.7 To enforce by legal means the provisions of the Act, the Declarations, these Articles, the Bylaws, and the Rules and Regulations for the use of the Condominium Property and Association Property.

4.2.8 To contract for the management of the Condominiums and Association Property and any facilities used by the Unit Owners, and to delegate to the party with whom such contract has been entered into all of the powers and duties of the Association except those which require specific approval of the Board of Directors or the membership of the Association.

Amended and Restated Articles of Incorporation

Page 2 of 5

4.2.9 To employ personnel to perform the services required for proper operation of the Condominiums and the Association.

4.3 Condominium Property. All funds and the titles of all properties acquired by the Association and their proceeds shall be held for the benefit and use of the members in accordance with the provisions of the Declarations, these Articles and the Bylaws.

4.4 Distribution of Income. The Association shall make no distribution of income to its members, directors or officers.

4.5 Limitation. The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the Declarations and the Bylaws.

5. MEMBERS. The members of the Association shall consist of all of the record owners of units in the Condominiums, and after termination of the Condominium or Condominiums shall consist of those who were members at the time of the termination and their successors and assigns.

5.1 Assignment. The share of a member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner except as an appurtenance to the Unit for which that share is held.

5.2 Voting. On all matters upon which the membership shall be entitled to vote, there shall be only one vote for each Unit, which vote shall be exercised or cast in the manner provided by the Declaration and Bylaws. Any person or entity owning more than one unit shall be entitled to one vote for each Unit owned, subject to the procedure contained in the Condominium Documents.

5.3 Meetings. The Bylaws shall provide for an annual meeting of members, and shall make provision for regular and special meetings of members other than the annual meeting.

6. TERM OF EXISTENCE. The Association shall have perpetual existence.

7. OFFICERS. The affairs of the Association shall be administered by the Officers designated in the Bylaws. The Officers shall be elected by the Board of Directors of the Association at its first meeting following the annual meeting of the members of the Association and shall serve at the pleasure of the Board of Directors. The Bylaws may provide for the removal from office of Officers, for filling vacancies, and for the duties of the Officers.

8. DIRECTORS.

8.1 Number and Qualification. The property, business and affairs of the Association shall be managed by a Board consisting of the number of Directors determined by the Bylaws, but which shall consist of not less than three (3) Directors.

8.2 Duties and Powers. All of the duties and powers of the Association existing under the Act, the Declarations, these Articles and the Bylaws shall be exercised exclusively by the Board of Directors, its agents, contractors or employees, subject only to approval by Unit Owners when such approval is specifically required.

8.3 Election; Removal. Directors of the Association shall be elected at the annual meeting of the members in the manner determined by the Bylaws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the Bylaws.

9. BYLAWS. The Bylaws of this Corporation may be altered, amended or repealed in the manner provided in the Bylaws.

10. AMENDMENTS. Except as elsewhere specifically provided herein to the contrary, amendments to these Articles of Incorporation may be effected as follows:

10.1 Initiation of Amendments; Approval. A resolution for the adoption of a proposed amendment may be proposed either by a majority of the Board of Directors of the Association or by not less than 25% of the voting interests of the Association. Directors and members not present in person or by proxy at the meeting considering the amendment may express their approval in writing. Approval of proposed amendments must be by affirmative vote of two thirds (2/3rds) of the total voting interests of the Association present, in person or by proxy, and voting at a duly noticed meeting of the Association at which a quorum is present. Amendments correcting errors or omissions in these Articles may be adopted by the Board.

10.2 Execution and Recording. Approval of a duly-adopted amendment, shall be evidenced by a certificate of the Association which shall include recording data identifying the Declarations and shall be executed in the form required for the execution of a Deed. An amendment of these Articles of Incorporation are effective when properly recorded in the Public Records of Collier County and filed with the Florida Secretary of State, Division of Corporations.

10.3 Procedure. No provision of these Articles of Incorporation shall be revised or amended by reference to its title or number only. Proposals to amend existing provisions of these Articles of Incorporation shall contain the full text of the provision to be amended; new words shall be inserted in the text underlined; and words to be deleted shall be lined through with hyphens. However, if the proposed change is so extensive that this procedure would hinder, rather than assist, the understanding of the proposed amendment, it is not necessary to use underlining and hyphens as indicators of words added or deleted, but, instead, a notation must be inserted immediately preceding the proposed amendment in substantially the following "SUBSTANTIAL REWORDING OF ARTICLE. SEE ARTICLE NUMBER FOR PRESENT TEXT".

Amended and Restated Articles of Incorporation

Page 4 of 5

Nonmaterial errors or omissions in the amendment process shall not invalidate an otherwise properly promulgated or approved amendment.

11. REGISTERED OFFICE ADDRESS AND NAME OF REGISTERED AGENT. The registered office address and the name of the registered agent of the corporation shall be as determined by the Board of Directors from time to time.

195809_1.DOC

**ARTICLES OF AMENDED AND RESTATED
ARTICLES OF INCORPORATION**

Pursuant to the provisions of Chapter 617, Florida Statutes, the undersigned corporation adopts the following Articles of Amended and Restated Articles of Incorporation.

FIRST: The name of the corporation is Arielle at Pelican Marsh Condominium Association, Inc.

SECOND: The attached Amended and Restated Articles of Incorporation were adopted by the required vote of the members on the 15th day of January, 2003.

THIRD: The number of votes cast were sufficient for approval.

WITNESSES:
(TWO)

ARIELLE AT PELICAN MARSH
CONDOMINIUM ASSOCIATION, INC.

Judith C. Long
Signature
JUDITH C. LONG
Printed Name

BY: Leo Patenaude
Lynn Houston, President
Leo Patenaude
Date: 3-10-03

Marty Romine
Signature
Marty Romine
Printed Name

(CORPORATE SEAL)

STATE OF FLORIDA)
COUNTY OF COLLIER)

The foregoing instrument was acknowledged before me this 10 day of March, 2003, by Lynn Houston, as President of Arielle at Pelican Marsh Condominium Association, Inc., a Florida Corporation, on behalf of the corporation. She is personally known to me or has produced (type of identification) License as identification.

Therese Gay
Notary Public
Therese Gay
Printed Name

My commission expires: 6/20/07
24892_1.DOCnap