

**DEBOEST
KNUDSEN**

Attorneys at Law

N9700000 2056

**DEBOEST, KNUDSEN, STOCKMAN,
WISEMAN, DECKER & DRYDEN, P.A.**

RICHARD D. DEBOEST
JAMES G. DECKER *
THOMAS M. DRYDEN **
ARTHUR K. KNUDSEN, JR.
WILLIAM E. STOCKMAN
TAMELA EADY WISEMAN

1415 HENDRY STREET
FORT MYERS, FL 33901
P.O. Box 1470, FT MYERS, FL 33902
FACSIMILE: (941) 334-0266

TELEPHONE: (941) 334-1381

600 FIFTH AVENUE SOUTH
SUITE 301
NAPLES, FLORIDA 34102
FACSIMILE: (941) 263-6944

TELEPHONE: (941) 263-5040

- * Board Certified Florida Bar
Civil Trial Lawyer
- ** Also Licensed in Georgia
Board Certified Florida Bar Real Estate
Board Certified Creditor's Rights - CLLA

PLEASE REPLY TO:
FORT MYERS OFFICE

May 4, 1999

Corporate Records Bureau
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

**RE: AMENDED AND RESTATE ARTICLES OF INCORPORATION OF
COVE TOWERS CONDOMINIUM ASSOCIATION, INC.**

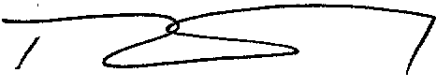
**FILED
99 MAY -6 PM 12:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

Ladies and Gentlemen:

Enclosed please find the original and one copy of the Amended and Restated Articles of Incorporation for the above reference corporation, together with a check in the amount of \$87.50 to cover the filing fee and certified copy of the Articles.

I will appreciate your returning the certified copy at your early convenience.

Cordially,



Richard D. DeBoest, Sr.

RDD/ah
Enclosure

700002865717--2
-05/06/99--01093--012
*****87.50 *****43.75

*Am/Restated
DEC
SHB*

AMENDED AND RESTATED ARTICLES OF INCORPORATION OF
COVE TOWERS CONDOMINIUM ASSOCIATION, INC.

FILED
99 MAY -6 PM 12:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

These are the Amended and Restated Articles of Incorporation of Cove Towers Condominium Association, Inc. originally filed with the Florida Department of State on April 10, 1997, as Document #N97000002056. Amendments included have been adopted pursuant to F.S. 617.1007. There is no discrepancy between the Articles of Incorporation heretofore and these Restated Articles other than the inclusion of these amendments.

ARTICLE I

The name of this corporation is **COVE TOWERS CONDOMINIUM ASSOCIATION, INC.**

ARTICLE II

The purpose for which this corporation is organized is to act as the governing association of the three proposed Cove Towers Section Condominiums - Aruba, and the proposed Bequia and Caribe. The principal office of the Association is 24301 Walden Center Drive, Suite 300, Bonita Springs, Florida 34134.

ARTICLE III

The qualification of members and the manner of their admission shall be as follows: Any approved person or persons who hold title in fee simple to a Condominium unit in one or more of the Condominiums shall by virtue of such ownership be a member of this corporation. Provided however, that transfer of membership shall be made only as a part of and incident to the transfer

of ownership of a condominium unit with such transfers being subject to and controlled by the transfer procedures set forth in the Declarations of Condominium. After receiving approval of the Association required by the Declaration of Condominium, change of membership in the Association shall be established by recording in the Public Records of Collier County, Florida, a deed or other instrument establishing record title to a unit in the condominium and the delivery of a copy of the recorded instrument to the Association within a reasonable time following such recordation. Such delivery is not required for initial conveyances by the Developer. The owner designated by such instrument thereby becomes a member of the Association and the membership of the previous owner is thereby terminated.

ARTICLE IV

This corporation shall exist perpetually.

ARTICLE V

The name and residence of the Incorporator is as follows:

**Richard D. DeBoest, Sr.
1415 Hendry Street
Fort Myers, Florida 33901**

The rights and interests of the Incorporator shall automatically terminate when these Articles are filed with the Secretary of State.

ARTICLE VI

The affairs of this corporation are to be managed initially by a Board of three Directors (which may be expanded to five) who will be appointed by the Developer as provided for in the By-laws. Subsequent Boards may be composed of either three or five Directors.

ARTICLE VII

The names of the Officers who are to serve until the first election or appointment under the Articles of Incorporation are:

GEORGE R. PAGE - **President**
PAUL B. DRUMMOND - **Vice President**
MELANIE M. HIMROD - **Secretary / Treasurer**

ARTICLE VIII

The number of persons constituting the first Board of Directors shall be three, and their names and addresses are as follows:

GEORGE R. PAGE
24301 Walden Center Drive, Suite 300,
Bonita Springs, Florida 34134.

PAUL B. DRUMMOND
24301 Walden Center Drive, Suite 300,
Bonita Springs, Florida 34134.

MELANIE HIMROD
24301 Walden Center Drive, Suite 300,
Bonita Springs, Florida 34134.

ARTICLE IX

After relinquishment of Developer control, the By-laws of this corporation are to be made, altered or rescinded by 67% of the voting interests of this corporation; prior to turnover by a majority of the Directors alone.

ARTICLE X

Amendments to these Articles of Incorporation may be proposed and adopted as follows:

After turnover, an amendment may be proposed by either the Board of Directors or by twenty-five percent (25%) of the voting interests

and may be considered at any meeting of the owners, regular or special, of which due notice has been given according to the By-laws, which includes a notice of the substance of the proposed amendment; prior to turnover, by a majority of the Directors alone.

After turnover, the amendment must be approved by a vote of 67% of the voting interests of this corporation; prior to turnover, by the Directors alone.

ARTICLE XI

Each unit in the Condominiums shall have one full indivisible vote.

ARTICLE XII

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation.

ARTICLE XIII

This corporation shall have all the powers permitted by law together with such additional specific powers as are contained in the Declarations and By-laws.

ARTICLE XIV

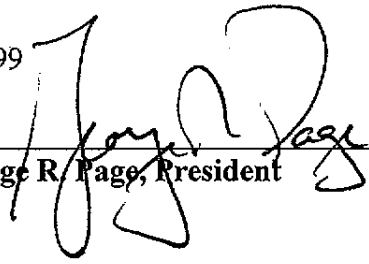
No part of the net earnings of this corporation shall inure to the benefit of any member or individual, except through the acquisition, construction, management, maintenance or care of Association property or through the rebate of the excess membership dues, fees or assessments.

ARTICLE XV

The name of the registered agent and place for service of process shall be Vivien N. Hastings, whose address is: 24301 Walden Center Drive, Suite 300, Bonita Springs, Florida 34134.

These Amended and Restated Articles of Incorporation were adopted by the Directors alone pursuant to Article X above,

this 27th day of April A.D. 1999

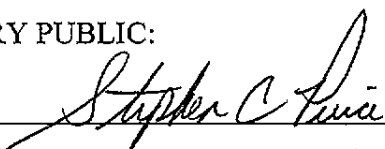

George R. Page, President

STATE OF FLORIDA

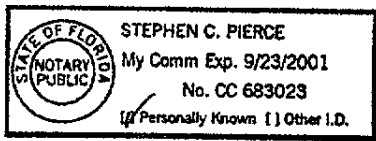
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 27th day of April, 1999, by **George R. Page, President** of COVE TOWERS CONDOMINIUM ASSOCIATION, INC., a Florida not-for-profit corporation, on behalf of the corporation who is personally known to me or has produced _____ as identification.

NOTARY PUBLIC:

(Sign) 

(Print) **STEPHEN C. PIERCE**



STATE OF FLORIDA AT LARGE (SEAL)
My Commission # CC683023
My Commission Expires: 9/23/2001

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



VIVIEN N. HASTINGS