RAB
ROBERT A. BURSON, P.A.
ATTORNEYS

310 WEST FIRST STREET
P.O. BOX 1620
STUART FL 34995

TEL (561) 286-1616
FAX (561) 286-5257

ROBERT A. BURSON
BOARD CERTIFIED REAL ESTATE LAW

743808

April 7, 1997

Return to
TPIU ASAP

Attorneys' Title Insurance Fund, Inc.
660 East Jefferson Street
Suite 200
Tallahassee, Florida 32301

400002136794--7
-04/08/97--01093--021
*****87.50 *****87.50

Re: Parks Edge Property Owner's Association, Inc.

Dear Barbara:

Enclosed please find the original Certificate of Adoption of The Amended and Restated Articles of Incorporation, one copy for certification along with a check in the amount of $87.50 with reference to the above described corporation.

Also enclosed is a check in the amount of fifteen ($15.00) dollars for your fee to hand deliver the above documents to the Secretary of State Corporate Records Bureau and obtain the certification. This letter will also serve as my authorization for the Corporate Records Bureau to process the above and return the certification to Attorneys' Title Insurance Fund, Inc.

If you should have any questions, please feel free to give me a call.

FILED
97 APR -8 PM 3:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sincerely yours,

ROBERT A. BURSON, P.A.

Robert A. Burson

RECEIVED
97 APR -8 PM 12:55
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RAB/mal
Enclosures

F:\E\ASSOC\PARKS-ED\LETTERS\FUND.01

4/9
Copy Amended & Restated C.C

RAB

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STUART, FL 34995

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ROBERT A. BURSON
BOARD CERTIFIED REAL ESTATE LAW

April 7, 1997

Secretary of State
Corporate Records Bureau
Division of Corporations
409 East Gaines Street
Post Office Box 6327
Tallahassee, Florida 32314

Re: Parks Edge Property Owner's Association, Inc.

Gentlemen:

This firm represents the above captioned corporation. Please find enclosed the following documents relating to the corporation:

1. Certificate of the Adoption of the Amended and Restated Articles of Incorporation.

2. A copy of the Articles of Amendment for you to certify and return to me.

3. Our check in the total amount of $87.50 to cover the following fees:

a.	Amendment of Articles of Incorporation:	$ 35.00
b.	Certified copy:	52.50
	Total:	$ 87.50

Thank you for your assistance in this matter.

Sincerely yours,

Robert A. Burson

RAB/mal
Enclosure

F:\E\ASSOC\PARKS-ED\LETTERS\SEC-STATE.01

CERTIFICATE OF THE ADOPTION OF THE AMENDED AND RESTATED ARTICLES OF INCORPORATION OF PARKS EDGE PROPERTY OWNERS' ASSOCIATION, INC.

Pursuant to the provisions of Section 617.1007 of the Florida Not For Profit Corporation Act, the undersigned corporation adopts the attached Amended and Restated Articles of Incorporation and hereby certifies:

01. The name of the corporation is Parks Edge Property Owners' Association, Inc.

02. The Restatement contains an amendment to the articles which requires the approval of the members and such approval was received at the annual meeting of the members on February 24, 1997.

03. The number of votes of the members cast for the restated articles was sufficient for approval.

04. Additionally, the directors of the corporation approved the Amended and Restated Articles at a board meeting held on ~~October 1, 1996~~. JANUARY 14, 1997.

IN WITNESS WHEREOF, the undersigned has made and subscribed this Certificate in Port St. Lucie, Florida, on March 28, 1997.

PARKS EDGE PROPERTY OWNERS' ASSOCIATION, INC.

By: Robert J. Stumpf
ROBERT J. STUMPF, PRESIDENT

ATTEST: Jeffrey A. Weagle
JEFFREY WEAGLE, SECRETARY

STATE OF FLORIDA
COUNTY OF ST. LUCIE

Subscribed and acknowledged before me this March 28, 1997 by Robert J. Stumpf as President and by Jeffrey Weagle, as secretary of Parks Edge Property Owners' Association, Inc., a Florida not-for-profit corporation, on behalf of the corporation.

Shirley M. Walsh
(Signature of Notary Public)

(Notary Seal)
NOTARY PUBLIC STATE OF FLORIDA
SHIRLEY M. WALSH
COMMISSION # CC 535625
EXPIRES FEB 27, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

Shirley M. Walsh
(Print, type, or stamp commissioned name of Notary Public)
Personally known ✓ or produced identification _____
Type of identification produced _____

F:\E\ASSOC\PARKS-ED\DOCUMENT\AMEND-96\CERTIF.01A

RESTATED AND AMENDED

ARTICLES OF INCORPORATION

OF

PARKS EDGE PROPERTY OWNERS' ASSOCIATION, INC.

FILED
97 APR -8 PM 12:30
FLORIDA

We the undersigned, hereby make, subscribe, acknowledge and file the following Restated and Amended Articles for the purpose of forming a non-profit corporation under the laws of the State of Florida.

ARTICLE I - NAME. The name of this Corporation is PARKS EDGE PROPERTY OWNERS' ASSOCIATION, INC.

ARTICLE II - PURPOSES. The Corporation does not contemplate pecuniary gain or profit, direct or indirect, to its members. The purposes for which it is formed are:

To promote the health, safety, and welfare of the property owners in those certain lots or blocks of land more particularly described in Schedule "A" attached hereto and incorporated herein by reference in that certain subdivision plat entitled *"FIRST REPLAT OF PORT ST. LUCIE SECTION FORTY-TWO"*, according to the Plat thereof recorded in Plat Book 18 at pages 18 and 18A through 18J of the public records of St. Lucie County, Florida, and such additions thereto as may hereafter be provided in Article XII herein, hereafter referred to as "The Properties" and for this purpose to:

(a) own, acquire, build, operate, and maintain recreation facilities for the benefit of property owners, including but not limited to: parks, playgrounds, swimming pools, commons, open spaces, equestrian paths and footways; including buildings, structure and personal properties incident thereto, hereafter referred to as "the common properties and facilities";
(b) provide exterior maintenance for the lots, homes and out-buildings included in The Properties when such maintenance is permitted under the terms of the Declaration of Covenants and Restrictions, which has been recorded in the public records of St. Lucie County, Florida and which pertain to the Properties, as amended from time to time;
(c) maintain unkempt lands or trees;
(d) fix assessments (or charges) to be levied against The Properties;
(e) enforce any and all covenants, restrictions and agreements applicable to The Properties; and
(f) pay taxes, if any, on the common properties and facilities; and
(g) insofar as permitted by law to do any other thing that, in the opinion of the Board of Directors, will promote the common benefit and enjoyment of the residents of The Properties.

ARTICLE III - MEMBERSHIP. Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment of PARKS EDGE PROPERTY OWNERS' ASSOCIATION, INC. shall be a member of the PARKS EDGE PROPERTY OWNERS' ASSOCIATION, INC., from the date such member acquires title to his home or lot, provided that any such person or entity who holds such interest merely as a security for the performance of an obligation shall not be a member.

ARTICLE IV - TERM. This Corporation shall have perpetual existence.

ARTICLE V - THE SUBSCRIBERS. The names and post office addresses of each subscriber of the Restated and Amended Articles of Incorporation are as follows:

Name	Post Office Address
Robert J. Stumpf (President)	3201 SW Landale Blvd. Port St. Lucie, FL 34953
Richard A. Thomas (Vice-President)	3201 SW Landale Blvd. Port St. Lucie, FL 34953
Jeffrey A. Weagle (Secretary)	3201 SW Landale Blvd. Port St. Lucie, FL 34953

ARTICLE VI - OFFICERS. The Officers shall be a president, a vice president, a secretary and a treasurer. All officers shall be members of the Board of Directors. The officers shall be chosen by majority vote of the directors. All officers shall hold office during the pleasure of the Board of Directors.

ARTICLE VII - CORPORATE ADDRESS. The Principal Office of the corporation shall be located at 3201 SW Landale Blvd., Port St. Lucie, FL 34953-6358 and its mailing address shall be the same.

ARTICLE VIII - BOARD OF DIRECTORS. The affairs of the corporation shall be managed by a Board of not less than nine (9) Directors who shall be members of the Association. At each annual election meeting of the members, three (3) Directors shall be elected for a term of three (3) years. No individual shall serve as a Director for more than six (6) consecutive years.

ARTICLE IX - BYLAWS. The Bylaws of the corporation may be amended, at a regular or special meeting of the members, by a vote of a majority of a quorum of members present in person or by proxy; provided that those provisions of the Bylaws which are governed by these Articles of Incorporation may not be amended except as provided in the Articles of Incorporation or applicable law.

ARTICLE X - AMENDMENTS TO THE ARTICLES OF INCORPORATION. These Articles may be amended in accordance with law, provided that the voting and quorum requirements specified for any action under the provisions of Article IX shall apply also to any amendment of such provision, and provided further that no amendment shall be effective to impair or dilute any rights of members that are governed by the recorded covenants and restrictions applicable to The Properties (as, for example, membership and voting rights) which are part of the property interests created thereby.

ARTICLE XI - VOTING RIGHTS. Members shall be all those owners as defined in Article III. Members shall be entitled to one vote for each Lot in which they hold the interests required for membership by Article III. 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 shall more than one vote be cast with respect to any such Lot.

ARTICLE XII - ADDITIONS TO PROPERTIES. Additions to the properties described in Article II may be made only in accordance with provisions of the recorded covenants and restrictions applicable to said properties. Such additions, when properly made under the applicable covenants, shall extend the jurisdiction, functions, duties, membership of this

corporation to such approval and must have the assent of two-thirds of the votes of members who are voting in person or by proxy at a meeting duly called for this purpose, written notice of which shall be mailed to all members at least thirty (30) days in advance and shall set forth the purpose of the meeting.

ARTICLE XIII - MERGERS AND CONSOLIDATION. Subject to the provisions of the recorded covenants and restrictions applicable to the properties described in Article II, and to the extent permitted by law, the corporation may participate in mergers and consolidations with other non-profit corporations organized for the same purposes, provided that any such merger or consolidation shall have the assent of two-thirds of the votes of members who are voting in person or by proxy at a meeting duly called for this purpose, written notice of which shall be mailed to all members at least thirty (30) days in advance and shall set forth the purpose of the meeting.

ARTICLE XIV - MORTGAGES: OTHER INDEBTEDNESS. The Corporation shall have power to mortgage its properties only to the extent authorized under the recorded covenants and restrictions applicable to said properties. The total debts of the corporation including the principal amount of such mortgages outstanding at any time shall not exceed the total of two years' assessments current at that time, provided that affirmative vote of two-thirds of the votes of members who are voting in person or by proxy at a meeting duly called for this purpose, written notice of which shall be mailed to all members at least (30) days in advance and shall set forth the purpose of the meeting.

ARTICLE XV - QUORUM FOR ANY ACTION GOVERNED BY ARTICLES XII, XIII and XIV OF THESE ARTICLES. The quorum required for any action governed by Articles XII, XIII and XIV of these Articles shall be as follows:

At the first meeting duly called for such purpose, as provided in the notice of such meeting, the presence of members, or of proxies, entitled to cast sixty (60) percent of all of the votes of membership shall constitute a quorum. If the required quorum is not forthcoming at such meeting, another meeting may be called, subject to the thirty (30) day notice requirement set forth in said Articles, and at the subsequent meeting, the presence of members, or of proxies, entitled to cast thirty (30) per cent of all votes of membership shall constitute a quorum; provided that no such subsequent meeting shall be held more than sixty (60) days following such preceding meeting.

ARTICLE XVI - QUORUM FOR OTHER ACTIONS. Except as provided in Article XV hereof, the presence at the meeting of members entitled to cast or of proxies entitled to cast, (30%) thirty percent of the votes of membership shall constitute a quorum for any action governed by the Articles of Incorporation or by the Bylaws of this corporation. (FL Statute 617.306 [1])

ARTICLE XVII - DEDICATION OF PROPERTIES OR TRANSFER OF FUNCTION TO PUBLIC AGENCY OR UTILITY. The corporation shall have power to dispose of its real properties only as authorized under the recorded covenants and restrictions applicable to said properties.

ARTICLE XVIII - DISSOLUTION. The corporation may be dissolved only with assent given in writing and signed by members entitled to cast two-thirds of its membership. Written notice of proposal to dissolve, setting

forth the reasons thereof and the disposition to be made of the assets (which shall be consonant with Article XIX hereof) shall be mailed to every member at least ninety (90) days in advance of any action taken.

ARTICLE XIX - DISPOSITION OF ASSETS UPON DISSOLUTION. Upon dissolution of the corporation, the assets, both real and personal, of the corporation, shall be dedicated to an appropriate public agency or utility to be devoted to purposes as nearly as practicable to the same as those to which they were required to be devoted by the corporation. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit Corporation, Association, Trust, or other organization to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the corporation. No such disposition of PARKS EDGE PROPERTY OWNERS' ASSOCIATION, INC., properties shall be effective to divest or diminish any right or title to any member vested in him under the recorded covenants and deeds applicable to The Properties unless made in accordance with the provisions of such covenants and deeds.

IN WITNESS WHEREOF, the undersigned have made and subscribed to these Restated and Amended Articles of Incorporation at Port St. Lucie, St. Lucie County, Florida for the uses and purposes aforesaid this 28th day of March, 1997.

s/ Robert J. Stumpf
(Robert J. Stumpf, President)

s/ Richard A. Thomas
(Richard A. Thomas. Vice-President)

s/ Jeffrey A. Weagle
(Jeffrey A. Weagle, Secretary)

STATE OF FLORIDA)
) SS
COUNTY OF ST LUCIE)

Before me, the undersigned authority, personally appeared Robert J. Stumpf, Richard A. Thomas and Jeffrey A. Weagle; to me well known to be the persons described in and who executed the foregoing Articles of Incorporation and they acknowledged before me according to law, that they made and subscribed the same for the purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 28th day of March 1997.

s/ Shirley M. Walsh
NOTARY PUBLIC, STATE OF FLORIDA AT LARGE

SHIRLEY M. WALSH
MY COMMISSION # CC 535005
EXPIRES FEB 27, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

SCHEDULE "A"

The following lots, all situated in the First Replat of St. Lucie Section Forty-two, a Subdivision in St. Lucie County, Florida, according to the plat thereof recorded in Plat Book 18 at pages 18 and 18A through 18J of the public records of St. Lucie County, Florida:

Block	Lots
3304	Lots 1 through 45
3305	Lots 1 through 57
3306	Lots 1 through 16
3307	Lots 1 through 16
3308	Lots 1 through 28
3309	Lots 1 through 23
3310	Lots 1 through 32
3311	Lots 1 through 13
3312	Lots 1 through 33
3313	Lots 1 through 23
3314	Lots 1 through 18
3315	Lots 1 through 8
3316	Lots 1 through 24
3317	Lots 1 through 23
3318	Lots 1 through 35
3319	Lots 1 through 8
3320	Lots 1 through 7
3321	Lots 1 through 12
3322	Lots 1 through 34
3323	Lots 1 through 13

TOTAL NUMBER OF LOTS - 468 Lots