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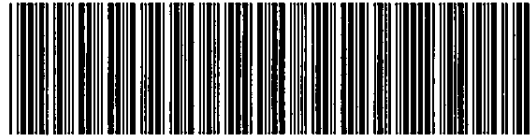
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MAR 30, 2016

C LEWIS

Law Office of
Jamie B Greusel, Esq.
Attorney at Law

1104 North Collier Boulevard
Marco Island, FL 34145

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Jamie B Greusel
Licensed in Florida and New Jersey

February 22, 2016

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

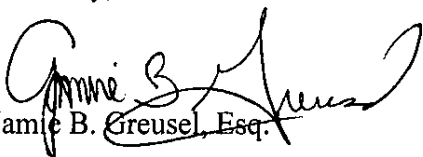
Re: Sunset House of Marco Island, Inc.

Gentlemen/Ladies:

Enclosed are two original copies of the Amended and Restated Articles of Incorporation for the corporation referenced above, along with a check in the amount of \$43.75 made payable to the Department of State, representing \$35.00 filing fee and \$8.75 for certification.

Kindly file the original in your office and return a certified copy to our office.

Sincerely,


Jamie B. Greusel, Esq.

JBG/vh
Enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 3, 2016

LAW OFFICE OF JAMIE B. GREUSEL ESQ
1104 N COLLIER BLVD.
MARCO ISLAND, FL 34145 US

SUBJECT: SUNSET HOUSE NORTH APARTMENTS OF MARCO ISLAND,
INC.
Ref. Number: 719151

We have received your document for SUNSET HOUSE NORTH APARTMENTS OF MARCO ISLAND, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

This companies correct name is not Sunset House Of Marco Island, Inc. Please look at the print out of the correct name. If you are changing the name you will need to list the old name changing to the new name in the amended and restated articles.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Carolyn Lewis
Regulatory Specialist II

Letter Number: 516A00004463

**AMENDED AND RESTATED ARTICLES OF INCORPORATION OF SUNSET HOUSE
APARTMENTS OF MARCO ISLAND, INC.**

ARTICLES OF INCORPORATION

In compliance with the requirements of Chapter 617, Florida Statutes, the Articles of Incorporation of Sunset House Apartments of Marco Island, Inc., A Florida corporation not for profit, which was originally incorporated under the same name on December 1, 1972, are hereby amended and restated in their entirety. All amendments included herein have been adopted pursuant to Section 617, Florida Statutes and there is no discrepancy between the corporation's Articles of Incorporation as heretofore amended and the provisions of these Amended and Restated Articles other than the inclusion of amendments adopted pursuant to Section 617, and the omission of matters of only historical interest. This Amended and Restated Articles of Incorporation of Sunset House of Marco Island, Inc. shall henceforth be as follows:

Article I

1. **NAME:** The name of the corporation (hereinafter called "Condominium Association") is SUNSET HOUSE OF MARCO ISLAND, INC.

Article II

2. **STATUS:** The Condominium Association was incorporated as a corporation not for profit under the provisions of Chapter 617 Florida Statutes, 1965.

Article III

3. **ADDRESS:** The principal office of the Condominium Association is in Marco Island, Collier County, State of Florida, at 220 Seaview Court, Marco Island, Florida.

Article IV

4. **PURPOSE:** The purpose for which this Condominium Association is organized is to provide an entity in accordance with the Condominium Act for the operation of a condominium known as SUNSET HOUSE OF MARCO ISLAND upon the real property situate, lying and being in Marco Island, Collier County, Florida, more particularly described as follows:

Tract "D", Block 590, Marco Beach Unit Twenty Two, as recorded in Plat Book 8, Pages 29-31 of the Public Records of Collier County, Florida, containing 5.31 acres more or less.

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Article V

5. POWERS:

(1) The Condominium Association is organized and shall exist upon a non-stock basis as a not-for-profit corporation under the laws of the State of Florida, and no portion of any earning of the Condominium Association shall be distributed or inure to the private benefit of any member, director or officer of the Condominium Association. For the accomplishment of its purposes, the Condominium Association shall have all of the common law and statutory powers and duties of a corporation not for profit under the laws of the State of Florida, and as provided in these Amended and Restated Articles of Incorporation, the Amended and Restated Declaration of Condominium, and the Amended and Restated By-laws or the Florida Condominium Act, as they may be amended from time to time.

(2) The Condominium Association shall have all the powers and duties reasonably necessary to operate the condominium pursuant to the Amended and Restated Declaration and as it may hereafter be amended, including, but not limited to, the following:

A. To make and collect assessments against the members of the Association in order to defray the costs, expenses and losses of the Association, and to use the proceeds of said assessments in the exercise of its powers and duties;

B. To protect, maintain, repair, replace and operate the Condominium property and Association property;

C. To purchase insurance on the Condominium property and Association property for the protection of the Association, its members and their mortgagees;

D. To make, amend, and enforce reasonable rules and regulations governing the use of the common elements, and the operation of the Association;

E. To approve or disapprove the transfer, mortgage, ownership and occupancy of units, as provided by the Amended and Restated Declaration of Condominium and the Amended and Restated By-laws;

F. To reconstruct improvements after casualty and to make further improvements of the property;

G. To enforce the provisions of the Condominium Act, the Amended and Restated Declaration of Condominium, these Amended and Restated Articles, the Amended and Restated By-laws and any Rules and Regulations of the Association, as amended;

H. To contract for the management and maintenance of the Condominium and the Condominium Property, and to delegate any powers and duties of the Association in

connection therewith except such as are specifically required by the Amended and Restated Declaration of Condominium to be exercised by the Board of Directors or the membership of the Condominium Association;

I. To employ accountants, attorneys, architects, and other professional personnel to perform the services required for the proper operation of the Condominium;

J. To acquire real and personal property in the name of the Association;

K. To borrow money, if necessary, to perform its other functions hereunder only as permitted in the Amended and Restated Declaration and the Amended and Restated By-laws.

(3) All funds and the title to all property acquired by the Association shall be held for the benefit of the members in accordance with the provisions of the Amended and Restated Declaration of Condominium, these Amended and Restated Articles of Condominium, and the Amended and Restated By-laws, as may be amended from time to time.

Article VI

6. **MEMBERSHIP:** The members of the Association shall consist of all record owners of a fee simple interest in one or more units in the Condominium, and as further provided in the Amended and Restated By-laws. After termination of the Condominium, the members shall consist of those who are members at the time of such termination. After receiving approval of the Association as required by the Amended and Restated Declaration of Condominium, change of membership shall be established by recording in the Public Records of Collier County, Florida, a deed or other instrument and by delivery to the Association of a copy of such instrument. The share of a member in the funds and assets of the Association cannot be assigned or otherwise transferred in any manner except as an appurtenance to his unit. A member will be entitled to one vote for each condominium parcel owned. Voting may be in person or by written proxy and a corporation may hold membership and may vote through an authorized officer or by written proxy. Membership in this corporation shall cease and terminate upon the sale, transfer or disposition of the member's condominium parcel.

Article VII

7. **TERM:** The term for which this corporation is to exist is perpetual unless the condominium is terminated pursuant to the provisions of the Amended and Restated Declaration of Condominium of SUNSET HOUSE OF MARCO ISLAND or Florida Statutes, or other applicable dissolution statute existing at the time of dissolution.

Article VIII

8. **OFFICERS:** The affairs of the corporation are to be managed by the following officers:

President
Vice-President
Secretary
Treasurer

The officers shall conduct the business of the Association, and shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Condominium Association and shall serve at the pleasure of the Board.

Article IX

9. **BOARD OF DIRECTORS:** The Condominium Association shall be governed by a Board of Directors consisting of five (5) persons. The Directors of the Corporation will be elected by the members to hold office upon the following terms:

- (A) The Board of Directors of the Corporation shall be divided into two classes: Class A, consisting of two directors; and Class B, consisting of three directors.
- (B) With respect to the directors elected at this annual meeting, the term of office of the Class A Directors shall expire at the next annual meeting of the unit owners; the term of office of Class B Directors shall expire at the second annual meeting of the unit owners thereafter.
- (C) At each future annual meeting of the unit owner the successors of the Class of Directors whose terms expire at such meeting shall be elected to serve for terms of two years. Vacancies in the Board of Directors shall be filled for the unexpired term by the remaining Directors at any regular or special Directors meeting.

Article X

10. **AMENDMENTS:** The Amended and Restated By-Laws of this corporation and these Amended and Restated Articles of Incorporation may be altered amended or added to at any duly called meeting of the members of this corporation, provided that (1) the notice of the meeting

is given in the manner provided for in the By-Laws and it contains a full statement of the proposed alteration, amendment or addition, and (2) there is an affirmative vote of seventy-five percent (75%) of the members present in person or by proxy in favor of said alteration, amendment or addition.

Article XI

11. **DIRECTORS:** All Directors shall be members or the legal spouse of a member of this corporation. If a condominium parcel is owned by more than one (1) person, the membership relating thereto shall nevertheless have only one (1) vote.

Article XII

12. **NON-SHARE CORPORATION:** The Condominium Association shall never have or issue shares of stock nor will it ever have or provide for non-voting membership.

Article XIII

13. **TERMINATION:** In the event of termination of the condominium under the provisions of the Florida Statutes, or pursuant to the Amended and Restated Declaration of Condominium, the distributive shares to each unit owner shall be determined in accordance with the provisions of the Florida Statutes and the Amended and Restated Declaration of Condominium.

Article XIV

14. **REPORTS TO MEMBERS:** From time to time and at least once annually the corporate officers shall furnish periodic reports to the members, which shall include profit and loss statements and balance sheets prepared in accordance with sound business and accounting practice.

Article XV

15. The Condominium Association reserves the right to amend, alter, change or repeal any provision contained in these Amended and Restated Articles of Incorporation, in the manner now or hereafter prescribed by statute or herein or by its Amended and Restated By-Laws or Amended and Restated Declaration of Condominium and all rights conferred upon members herein are granted subject to this reservation and its lawful exercise.

Article XVI

INDEMNIFICATION

1. Subject to the provisions in Chapter 718.111 (1) (d) Florida Statutes 2013 and in the event of conflict, the provisions of 718.111 (1) (d) shall prevail, the Association shall indemnify any officer, director or committee member who has or is a party or is threatened to be made a party to any threatened, pending or contemplated action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he is or was a director, officer, or committee member of the Association, against expenses (including attorney's fees and appellate attorney's fees, judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceeding, unless (a) a court of competent jurisdiction finally determines, after all appeals have been exhausted or not pursued by the proposed indemnitee, that he did not act in good faith or in a manner he reasonably believed to be in or not opposed to the best interest of the Association and, with respect to any criminal action or proceeding, that he had reasonable cause to believe his conduct was unlawful, and (b) such court also determines specifically that indemnification should be denied. The termination of any action, suit or proceeding by judgment, order, settlement, conviction or upon a plea of nolo contendere or its equivalent shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he reasonably believed to be in or not opposed to the best interest of the Association, and with respect to any criminal action or proceeding, had reasonable cause to believe that his conduct was unlawful.

2. To the extent that a director, officer, or committee member of the Association has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in section 1 above, or in defense of any claim, issue or matter therein, he shall be indemnified against expenses (including attorney's fees and appellate attorney's fees) actually and reasonably incurred by him in connection therewith.

3. Advances, expenses incurred in defending a civil or criminal action, suit or proceeding shall be paid by the association in advance of the final disposition of such action, suit or proceeding upon receipt of an undertaking by or on behalf of the affected director, officer, or committee

member to repay such amount unless it shall ultimately be determined that he is not entitled to be indemnified by the association as authorized by this article XV.

4. MISCELLANEOUS. The indemnification provided by this article XVI shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under any by-law, agreement, vote of members or otherwise, 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 and personal representatives of such person.

5. INSURANCE. The Association shall have the power to purchase and maintain insurance on behalf of any person who is or was a director, officer, committee member, employee or agent of the Association, against any liability asserted against him and incurred by him in any such capacity, or arising out of his status as such, whether or not the association would have the power to indemnify him against such liability under the provisions of this article. Such insurance may be deemed a common expense of the Association.

CERTIFICATE

The undersigned, being the duly elected President and Secretary of Sunset House of Marco Island, Inc., hereby certify that the foregoing were duly proposed by the Board of Directors and that the foregoing were approved by the proper percentage of the votes at a duly called meeting, at which a quorum was present, held on February 13, 2016, which was a sufficient number for approval, after due notice, in accordance with the requirements of the First Amended and Restated Articles of Incorporation for their amendment. The foregoing both amend and restate the Articles of Incorporation in their entirety.

SUNSET HOUSE APARTMENTS OF MARCO ISLAND, INC.

A Florida not-for-profit corporation

By: Ronald L. Carter

print name: Ronald L. Carter
As President

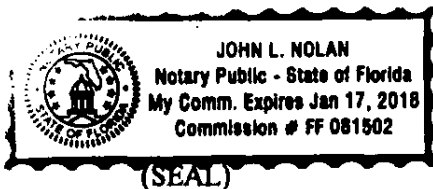
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Attest: Sharon L. Clarke
Print name: SHARON L. CLARKE
As Secretary

STATE OF FLORIDA

COUNTY OF COLLIER

The foregoing instrument was acknowledged before me on this 20 day of February, 2016 by Ronald L. Carter, President of Sunset House of Marco Island, Inc., who is personally known to me or who has produced _____ (type of identification) as identification.



John L. Nolan
Notary Public

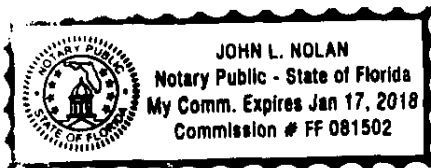
Print Name: John L. Nolan

My commission expires: Jan. 17, 2018

STATE OF FLORIDA

COUNTY OF COLLIER

The foregoing instrument was acknowledged before me on this 20 day of February, 2016 by Sharon L. Clarke, Secretary of Sunset House of Marco Island, Inc., who is personally known to me or who has produced _____ (type of identification) as identification.



(SEAL)

John L. Nolan
Notary Public

Print Name: John L. Nolan

My commission expires: Jan 17, 2018