

NEWELL PROPERTY MANAGEMENT CORPORATION

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April 7, 2000

Department of State
Division of Corporations
PO Box 6327
Tallahassee Florida 32314

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*****35.00 *****35.00

re: LAKEWOOD SINGLE FAMILY HOMEOWNERS 1

Dear Sirs,

Please find enclosed Articles of Amendment for the above association. Also, please find enclosed a check in the amount of \$35.00 for filing costs.

If there are any problems, please notify our office.

Thank you.

Sincerely,
NEWELL PROPERTY MANAGEMENT CORPORATION


William A. Newell
President

WAN:rw/FILE:0407dep
enclosure.

FILED
00 APR 10 AM 10:19
DIVISION OF STATE
TALLAHASSEE, FLORIDA

Amend
4-18-00
DHS

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

FILED
00 APR 10 AM 10:19
CLERK OF STATE
TALLAHASSEE, FLORIDA

Lakewood Single Family Homeowners Association , Inc.

(present name)

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

Second Amended and Restated Articles of Incorporation as enclosed as "Exhibit A"

- as recorded in the Public Records of Collier Couty, Florida at O.R. Book 2077, Page 587

SECOND: The date of adoption of the amendment(s) was: May 2, 1995

THIRD: Adoption of Amendment (CHECK ONE)

- ☒ The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.

Karen Homiak

Signature of Chairman, Vice Chairman, President or other officer

Karen Homiak

Typed or printed name

President

Title

Date

NOTE: SUBSTANTIAL AMENDMENT OF ENTIRE ARTICLES OF INCORPORATION.
FOR PRESENT TEXT SEE EXISTING ARTICLES OF INCORPORATION.

SECOND AMENDED AND RESTATED

ARTICLES OF INCORPORATION

OF

LAKEWOOD SINGLE FAMILY HOMEOWNERS ASSOCIATION , INC.

Pursuant to Section 617.0201(4), Florida Statutes (1991), these Articles of Incorporation of Lakewood Single Family Homeowners Association I, Inc., a Florida corporation not for profit which was originally incorporated under the same name on September 26, 1979 were amended and restated in their entirety on March 18, 1984 and are hereby amended and restated again in their entirety. All amendments included herein have been adopted pursuant to Section 617.1007, Florida Statutes (1994), 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 617.1002, Florida Statutes (1994), and the omission of matters of historical interest.

ARTICLE I

NAME: The name of the corporation is LAKEWOOD SINGLE FAMILY HOMEOWNERS ASSOCIATION , INC., sometimes hereinafter referred to as the "Association".

ARTICLE II

PRINCIPAL OFFICE: The principal office of the corporation shall be at 265 Airport Road South, Naples, Florida 33942, or such other place as the Board of Directors may designate.

ARTICLE III

PURPOSE AND POWERS: This is a non-profit corporation formed for the purpose of establishing a corporate residential neighborhood homeowners association which, subject to a Declaration of Covenants, Conditions and Restrictions (hereinafter referred to as the "Declaration") originally recorded in the Public Records of Collier County, Florida, at O.R. Book 584 at Page 1471 et seq., has the powers described herein. The Association shall have all of the common law and statutory powers of a Florida corporation not for profit consistent with these Articles and with the said Declaration, and shall have all of the powers and authority reasonably necessary or appropriate to the operation and regulation of a residential neighborhood, subject to the said recorded Declaration, as it may from time to time be amended, including but not limited to the power:

1. To make, amend and enforce reasonable rules and regulations governing the operation of the Association;
2. To sue and be sued, and to enforce the provisions of the Declaration, these Articles, and the Bylaws of the Association;
3. To contract for the management of the Association and to delegate any powers and duties of the Association in connection therewith except such as are specifically required by the Declaration to be exercised by the Board of Directors or the membership of the Association;
4. To employ accountants, attorneys, architects, and other professional personnel to perform the services required for proper operation of the Association;
5. To borrow or raise money for any purposes of the Association, without limit as to amount, provided that at least one hundred twenty (120) of the voting interests first approve of any such borrowing; to draw, make, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable instruments and evidences of indebtedness; and to secure the payment of any thereof, and of the interest thereon, by mortgage, pledge, conveyance or assignment in trust, of the whole or any part of the rights or property of the Association;
6. To participate in mergers and consolidations with other non-profit corporations organized for the same purpose or to annex additional residential property or common area, provided that any such merger, consolidation or annexation shall have the assent of one hundred twenty (120) of the voting interest;
7. To reasonably assist the Lakewood Community Services Association, Inc., in the administration and enforcement of the Declaration of Covenants, Conditions and Restrictions for the Lakewood Project as the same is more particularly set forth in O.R. Book 581, Page 692 et seq. of the Public Records of Collier County, Florida, as amended from time to time.
8. To exercise any and all powers, rights and privileges which a corporation organized under Chapter 617 of Florida Statutes may now or hereafter have or exercise; subject always to the Declaration as amended from time to time; and
9. To maintain the official records of the Association and make them available for inspection by Owners as required by law.

All funds and the title to all property acquired by the Association shall be held for the benefit of the owners in accordance with the provisions of the Declaration, these Articles of Incorporation and the Bylaws. This Association will not permit pecuniary gain or profit nor distribution of its income to its members, officers or Directors.

ARTICLE IV

MEMBERSHIP AND VOTING RIGHTS: Membership and Voting Rights shall be as set forth in Section 5 of the Amended and Restated Declaration of Covenants, Conditions and Restrictions for LAKEWOOD SINGLE FAMILY HOMEOWNERS ASSOCIATION I, INC., to which a copy of these Articles is attached as Exhibit "A", and the Bylaws of the Association, attached as Exhibit "B".

ARTICLE V

TERM: DISSOLUTION: The term of the Association shall be perpetual. The Association may be dissolved with the assent given in writing and signed by not less than one hundred and twenty (120) of the voting interests. Upon dissolution of the Association, other than incident to a merger or consolidation, its assets, both real and personal, shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was formed. In the event there is a refusal to accept such dedication, then such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization which is devoted to purposes similar to those of this Association.

ARTICLE VI

BYLAWS: The Bylaws of the Association may be altered, amended or rescinded in the manner provided therein.

ARTICLE VII

AMENDMENTS: Amendments to these Articles shall be proposed and adopted in the following manner:

1. Proposal. Amendments to these Articles shall be proposed by a majority of the Board or upon petition of at least forty-five (45) of the voting interests, and shall be submitted to a vote of the owners not later than the next annual meeting.
2. Vote Required. These Articles of Incorporation may be amended by vote of two-thirds (2/3rds) of the voting interests present and voting at any annual or special meeting, or by approval in writing of at least ninety (90) of the voting interests without a meeting, provided that notice of any proposed amendment has been given to the members of the Association, and that the notice contains a copy of the proposed amendment.
3. Effective Date. An amendment shall become effective upon filing with the Secretary of State and recording a certified copy in the Public Records of Collier County, Florida. A copy of the recorded amendment shall be mailed by the Board of Directors to the Owners of each Lot.

ARTICLE VIII

DIRECTORS AND OFFICERS:

1. The Association will be administered by a Board of Directors consisting of the number of Directors determined by the Bylaws, but not less than three (3) Directors.
2. Directors of the Association shall be elected by 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.
3. The business of the Association shall be conducted by the officers designated in the Bylaws. The officers shall be elected by the Board of Directors 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.
4. In accordance with Article III of the Articles of Incorporation of Lakewood Community Services Association, Inc., and as further provided in the Bylaws of the Association, the Board of Directors shall annually designate a representative of the Association as a Class A member-representative of Lakewood Community Services Association, Inc. Said member-representative shall be an officer or director of the Association and preferably, but not necessarily, its President.

ARTICLE IX

INDEMNIFICATION:

The Association shall indemnify every Director and every officer of the Association against all expenses and liabilities including attorney's fees, actually and reasonably incurred by or imposed on him in connection with any legal proceeding (or settlement or appeal of such proceeding) to which he may be a party because of his being or having been a Director or officer of the Association. The foregoing right of indemnification shall not apply to:

- (1) Gross negligence or willful misconduct in office by any Director or officer.
- (2) Any criminal action, unless the Director or officer acted in good faith and in a manner reasonably believed was in, or not opposed to, the best interest of the Association, and had no reasonable cause to believe his action was unlawful.

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

The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or officer may be entitled.

ARTICLE X

SINGLE, PLURAL AND GENDER: Whenever the context so requires, the use of the plural shall include the singular and the plural, and the use of any gender shall be deemed to include all genders.