

749390

William D. Clark

FILED

Attorney and Counselor at Law

01 APR -2 PM 12:28

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P.O. Box 206
Venice, FL 34284-0206
Telephone (941) 485-7194
Email: billatty@msn.com

March 9, 2001

Florida Department of State
Division of Corporations
Amendment Filing Section
409 E Gaines St
P O Box 6327
Tallahassee, FL 32314-6327

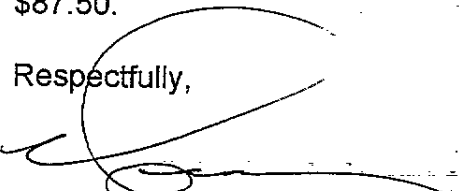
800003943998--1
-04/02/01--01136--001
*****87.50 *****43.75

Gentlemen:

Enclosed herewith please find an original and one copy of the Amended and Restated Articles of Incorporation for FAIRWAY VILLAS PROPERTY OWNERS' ASSOCIATION, INC., your document number 749390. Also enclosed is the \$35.00 filing fee.

Additionally, I would like a certified copy of this document, and have enclosed an additional \$52.50. Both amounts are contained in my enclosed check in the amount of \$87.50.

Respectfully,


William D. Clark
Attorney at Law

WDC:pbm

cc: Mr. A. H. Carl, Fairway Villas Property Owners' Association, Inc., 5100 Niblick Cir,
North Port, FL 34287-3139

Amend + Restate Art's
4-9-01
DK

FILED

01 APR -2 PM 12:28

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
FAIRWAY VILLAS PROPERTY OWNERS' ASSOCIATION, INC.**

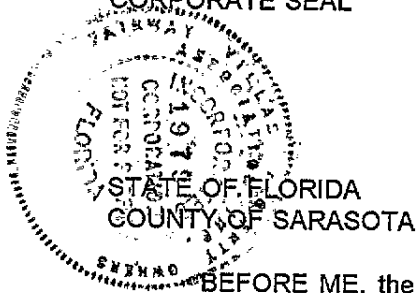
**ARTICLES OF AMENDMENT
AMENDED AND RESTATED
ARTICLES OF INCORPORATION
FOR
FAIRWAY VILLAS PROPERTY OWNERS' ASSOCIATION, INC.**

THE UNDERSIGNED officers of Fairway Villas Property Owners' Association, Inc., hereby certify that the following Amended and Restated Articles of Incorporation of Fairway Villas Property Owners' Association, Inc., according to said current Articles as filed with the Florida Department of State, was duly adopted at a membership meeting of the Association held on January 21, 2001 at which a quorum of the members were present, in person or by proxy, and the number of votes cast for the restatement were sufficient for approval. Further, in accordance with the provisions of section 617.301(6)(b), Florida Statutes (1999), this amendment shall be recorded in the public records of Sarasota County, Florida, in conjunction with the Declaration of Covenants and Restrictions for Fairway Villas, initially recorded at O.R. Book 1334, Page 1463, et seq., all of the Public Records of Sarasota County, Florida.

IN WITNESS WHEREOF, the Association has caused this instrument to be executed by its authorized officers this 15 day of FEBRUARY, 2001, at North Port, Sarasota County, Florida.

FAIRWAY VILLAS PROPERTY OWNERS' ASSOCIATION, INC.

CORPORATE SEAL



By: Roger A. Thompson

Its President

Attest: Alfred Carl

Its Secretary (ASST)

BEFORE ME, the undersigned authority, personally appeared ROGER A. THOMPSON, as President, and ALFRED CARL, as Secretary, of Fairway Villas Property Owners' Association, Inc., and acknowledged that they executed the foregoing instrument for the purposes mentioned therein, on behalf of the corporation. They are personally known to me.

WITNESS my hand and official seal the day and year first aforementioned.

NOTARY
SEAL



Margaret C. Turner
Notary Public
State of Florida at Large

TABLE OF CONTENTS

TOPIC	PAGE NUMBER
NAME	1
PURPOSES	1
TERMS	1
BOARD OF DIRECTORS	1
AMENDMENTS TO THE ARTICLES OF INCORPORATION	1
ADDITIONS TO PROPERTIES	2
MERGERS AND CONSOLIDATIONS	2
MORTGAGES: OTHER INDEBTEDNESS	2

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
FAIRWAY VILLAS PROPERTY OWNERS' ASSOCIATION, INC.**

We, the undersigned, hereby make, subscribe, acknowledge, and file the following Articles for the purpose of forming a nonprofit corporation under the laws of the State of Florida.

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

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

The general nature, objects and purposes of the Association are to operate for any lawful purpose or purposes not for pecuniary profit and not specifically prohibited to corporations under the laws of the State of Florida.

ARTICLE III - TERMS. This Corporation shall have perpetual existence.

ARTICLE IV - BOARD OF DIRECTORS. The method of the election of directors is as stated in the bylaws.

ARTICLE V - AMENDMENTS TO THE ARTICLES OF INCORPORATION. These Articles may be amended in accordance with law, by the members, provided 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 VI - ADDITIONS TO PROPERTIES. Additions to the properties described in the Declaration of Covenants and Restrictions 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, and 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 VII - MERGERS AND CONSOLIDATIONS. Subject to the provisions of the recorded covenants and restrictions applicable to the properties described in the Declaration of Covenants and Restrictions, 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 purposes, 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 VIII - MORTGAGES: OTHER INDEBTEDNESS. The corporation shall have power to mortgage its 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 authority to exceed said maximum in any particular case may be given by an 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 thirty (30) days in advance and shall set forth the purpose of the meeting.

(See original Articles for appropriate signatures, witnesses, jurats and exhibits.)