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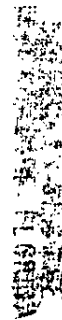
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ARTICLES OF AMENDED AND RESTATED  
ARTICLES OF INCORPORATION

Pursuant to the provision of Chapter 617, Florida Statutes, the undersigned corporation adopts the following Articles of Amended and Restated Articles of Incorporation.

FIRST: The name of the corporation is Riverwood Estates Homeowners Association Inc.

SECOND: The attached Amended and Restated Articles of Incorporation were adopted by the membership.

THIRD: The attached Amended and Restated Articles of Incorporation were adopted by the required vote of the members on the 28<sup>th</sup> day of March 2011.

FOURTH: The number of votes cast were sufficient for approval.

WITNESSES:  
(TWO)

Linnet Jensen

Signature

Linnet Jensen

Printed Name

Sharon Huff

Signature

Sharon Huff

Printed Name

STATE OF Wisconsin)

COUNTY OF Burnett) SS:

RIVERWOOD ESTATES HOMEOWNERS  
ASSOCIATION, INC.

BY: David Huff

David Huff, President

Date: 7/22/15

(CORPORATE SEAL)

The foregoing instrument was acknowledged before me this 22<sup>nd</sup> day of July 2015, by David Huff as President of Riverwood Estates Homeowners Association, Inc., a Florida Corporation, on behalf of the corporation. He is personally known to me or has produced (type of identification) Florida Drivers License as identification.

Kerry D. Brendel

Notary Public

Kerry D. Brendel

Printed Name

My commission expires: Jan 3, 2016

ACTIVE: 7149737\_1

LAW OFFICES  
BECKER & POLIAKOFF, P.A.  
4001 TAMiami TRAIL NORTH • SUITE 410 • NAPLES, FL 34103  
TELEPHONE (239) 552-3200

KERRY D. BRENDEL  
Notary Public  
State of Wisconsin

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SECTION 2  
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Additions and/or Enhancements to Section 1 and dated February 25, 2003.

- I. NAME OF THE CORPORATION  
(See Section 1, Article I, Page 1, Paragraph A)
- II. REGISTERED AGENT, REGISTERED OFFICE  
(See Section 1, Article I, Page 1, Paragraph C)
- III. PURPOSES AND OBJECTIVES OF THE ASSOCIATION
  - A. Maintenance
  - B. Operation
  - C. Promote
  - D. Administer
  - E. Levy
  - F. Rights
- IV. DEFINITIONS
- V. ASSOCIATION MEMBERSHIP/OWNERSHIP
- VI. VOTING RIGHTS OF OWNERS/MEMBERS
- VII. MEETINGS – ANNUAL  
(See Section 1, Article IV, Page 8, Paragraph B)
- VIII. DIRECTORS
- IX. OFFICERS  
(See Section 1, Article III, Page 6)
- X. AMENDING BY-LAWS
- XI. AMENDING COVENANTS
- XII. ASSOCIATION POWERS
- XIII. DURATION OF THE ASSOCIATION
- XIV. NO STOCK
- XV. DISSOLVING THE ASSOCIATION

## SECTION 2

### AMENDED AND RESTATED ARTICLES OF INCORPORATION OF RIVERWOOD ESTATES HOMEOWNERS' ASSOCIATION, INC.

A Non-profit Florida Corporation  
(Originally incorporated on October 24, 1979 as  
Riverwood East Homeowners' Association, Inc.)

Pursuant to Florida Statutes 720, the Articles of Incorporation of Riverwood Estates Homeowners' Association, Inc., a Florida incorporation not for profit, which was originally incorporated under the name Riverwood East Homeowners' Association, Inc. on October 24, 1979, are hereby restated in their entirety.

The Amended and Restated Articles of Incorporation of Riverwood Estates Homeowners' Association, Inc., shall be as follows:

#### I. NAME

The name of the corporation, hereinafter called the "Association", is RIVERWOOD ESTATES HOMEOWNERS' ASSOCIATION, INC.

#### II. REGISTERED AGENT, REGISTERED OFFICE

The principal office of the Association is registered at:

240 Riverwood Road  
Naples, Florida 34114-3938

The name of the registered agent for service of process and the address of the registered office is:

ROETZEL & ANDRESS, PA  
850 Park Shore Drive, Suite 300  
Naples, Florida 34103-3587

The registered agent is authorized to accept service of process within this State upon the Association.

#### III. PURPOSES AND OBJECTIVES

All purposes are those authorized under Chapter 720 of Florida Statutes.

- A. MAINTENANCE. To operate and maintain all aspects of the surface water management drainage systems, and associated retention ponds and swales, for the exclusive use of members of the Association.
- B. OPERATION. To operate and maintain a subdivision and boat launch ramp for members of the Association.
- C. PROMOTE. To promote the best interests and common good of all of its members and property owners in property fully described in O.R. Book 1676, page 497.

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- D. ADMINISTER. To administer and enforce all applicable regulations, restrictions, covenants, and agreements relating to the use and enjoyment of real property, now or in the future, a part of the land described in O.R. Book 1676, Page 497.
- E. LEVY. To levy and enforce payment of maintenance, operating, and capital improvement assessments as deemed necessary or desirable by the Board of Directors.
- F. RIGHTS. To exercise the powers, perform the duties, and enforce the rights contained herein and in the By-Laws. As used herein, the term "corporation not for profit" means a corporation no part of the income of which is distributable to its members, directors, and officers.  
Without limiting the generality of the foregoing, the purposes for which the Association is organized shall include maintenance, preservation, administration, operation, and management of the Riverwood Estates Homeowners' Association.

#### IV. DEFINITIONS

- A. A "corporation not for profit" means a corporation in which no part of its income is distributed to its members, directors, and officers.
- B. The term "Owners" shall be members as used in the Articles of Incorporation and By-Laws.
- C. See Section 1, Article 1, Page 1, Paragraph D.

#### V. ASSOCIATION MEMBERSHIP/OWNERSHIP

- A. To qualify for membership in the Association, a person must be a property owner in Riverwood Estates.
- B. Ownership shall include, appurtenant to his/her ownership, a membership in the Association.
- C. Membership can be held by the person, the entity, or in common by the persons or entities owning such interest.
- D. Exception: An exception shall be a person or entity holding title to a mobile home lot as security for the performance of an obligation. No person or entity shall acquire the membership appurtenant to such mobile home lot by virtue of such security interest.
- E. No membership shall be severed from the mobile home lot to which it is appurtenant.
- F. Membership in the Association shall cease and terminate upon the sale, transfer, or disposition of the member's ownership in his/her lot.

#### VI. VOTING RIGHTS OF OWNERS

- A. Owners of each residential mobile home lot, as members of the Association, shall have one (1) vote for each residential mobile home lot.
- B. Ownership of a residential mobile home lot by more than one person shall be entitled to cast one (1) vote in the manner provided in the By-Laws.
- C. Association-owned parcels shall have no vote.

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## VII. MEETINGS

- A. Annual Meetings of Owners shall be held no later than February of each year.
- B. At Annual Meetings, Owners shall elect the Board of Directors who shall serve two-year terms.

## VIII. DIRECTORS

- A. All members of the Board of Directors elected by the Owners shall be owners of a mobile home lot in Riverwood Estates.
- B. The direction and management of the corporation officers and the control of corporation property shall be vested in the Board of Directors, with direct responsibility to the Owners.
- C. The Board of Directors shall be no less than three (3) nor more than seven (7) persons.

## IX. OFFICERS

The following are additions and/or enhancements of Section 1, III:

- A. The officers of the Association are accountable to the Board of Directors.
- B. The officers shall be the President, Vice President, Secretary, and Treasurer and such other officers as prescribed by the By-Laws or as amended from time to time.
- C. Officers shall be elected annually by the Board of Directors at the organizational meeting.

## X. AMENDING BY-LAWS

Methods of altering, amending, or repealing By-Laws by Owners:

- A. NOTICE. Notice of the subject matter of a proposed amendment to a By-Law shall be included in the notice of any meeting at which a proposed amendment is considered.
- B. QUORUM.
  - 1. A quorum shall be 20% of the voting interests (including proxies and absentee ballots).
  - 2. Owners may vote by ballot in person, by proxy, or by absentee ballot at the meeting considering the amendment.
- C. APPROVAL. After a quorum is present, an amendment shall be approved by a majority of the voting interests.
- D. PROVISIO.
  - 1. No amendment shall be made that is in conflict with the Articles of Incorporation, the membership agreement, Resale Agreement, or the Protective Covenants.

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2. Any amendment made shall be in conformity with the provisions of Chapter 720 of the Florida Statutes as may from time to time be amended.

E. REQUIREMENTS FOR MAKING AN AMENDMENT OF A BY-LAW.

1. Thirty (30) days' written notice shall be given to all property owners by Riverwood Estates Homeowners' Association, Inc., its successors, or assigns.
2. Exceptions are to a water management facility area or assessment.

XI. AMENDING COVENANTS

These Articles of Incorporation/Covenants may be altered or amended at any regular or special meeting of the voting Owners provided that:

- A. A notice of the meeting is given in the manner provided for in the By-Laws (see By-Laws, X) and that said notice contains a full statement of the proposed alterations or amendments.
- B. The proposed alteration or amendment is approved by the affirmative vote of the majority of the voting owners, either in person, by proxy, or by absentee ballot, after a quorum has been attained.
- C. A quorum shall be 20% of the voting interests, including proxies and absentee ballots, at the Annual Meeting (see Florida Statutes 720.306, 1, a).
- D. Proviso. No amendment shall be in conflict with respect to a water management facility, area, or assessment.

XII. ASSOCIATION POWERS

The Association shall have and may exercise any and all rights, powers, and privileges set forth in Chapter 720 of the Florida Statutes together with the powers conferred by these Articles of Incorporation as same may from time to time be amended. Without limiting the generality of the foregoing, THE ASSOCIATION SHALL HAVE THE FOLLOWING POWERS:

- A. The power to levy, collect, and enforce payment, by any lawful means, of all assessments for common charges and pay such common charges as the same become due.
- B. The above shall include assessment of interest on unpaid assessments at the highest rate allowed by law.
- C. Also included are the collection of reasonable attorney's fees and costs from any delinquent Owner.
- D. The power to take and hold by lease, gift, purchase, or grant devise or bequest any property, real or personal, including any mobile home lot in the Association.
- E. The power to borrow money and mortgage any such above property to finance the acquisition thereof on the vote of approval by 75% of the members; and to transfer, lease, and convey any such property.
- F. The power to dedicate or otherwise transfer all or any portion of the common

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areas to any municipality, public agency, authority, or utility with the approval of 75% of the members.

- G. The power to sell. Under no circumstances shall the boat ramp be sold. Other common areas may be sold with the approval of 75% of members/owners. (See Section 1, Article IX, Page 14, Paragraph E).

### XIII. DURATION

The period of duration of the Association is perpetual unless sooner terminated pursuant to the provisions of the laws of the State of Florida.

### XIV. NO STOCK

Although the Association is a corporation, the Association shall never have or issue stock and/or certificates of membership, nor will it ever provide for non-member voting.

### XV. DISSOLVING OF ASSOCIATION

In the event of a dissolution or liquidation, the Association's assets shall be dedicated to an appropriate public agency or utility to be devoted to purposes, as nearly as practical, the same as those required by the Association.

If the above is refused, the assets shall be conveyed to a non-profit entity, to be devoted to purposes, as nearly as practical, the same as those required by the Association.

Such transfer of assets shall not divest or diminish any right or interest of any member under the recorded covenants and deeds unless made in accordance with the provisions of such covenants and deeds.



IN WITNESS WHEREOF, these Amended and Restated Protective Covenants, Articles of Incorporation, and By-Laws provisions were signed by the duly authorized Board of Directors members this 8th day of February, 2011.

Judith L. Roberts, As President

Michele A. Soya, As Vice-President

Judy A. Kniffen, As Secretary

STATE OF FLORIDA  
COUNTY OF COLLIER

The foregoing Amended and Restated Protective Covenants, Articles of Incorporation, and By-Laws for the Riverwood Estates Homeowners Association, Inc., was acknowledged before me on the 8th day of February, 2011, by Judith L. Roberts, President, Michele A. Soya, Vice-President, and Judy A. Kniffen, Secretary of the Riverwood Estates Homeowners Association, Inc., a Florida corporation, on behalf of the Association.

Gail E. Wittenberg, Notary Public.  
My Commission Expires

SEAL

NOTARY PUBLIC STATE OF FLORIDA  
Gail E. Wittenberg  
Commission # DD668962  
Expires: APR. 30, 2011  
BONDED THRU ATLANTIC BONDING CO., INC.

