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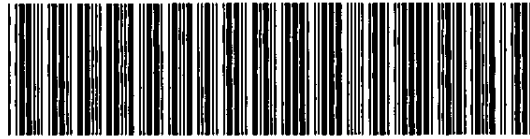
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DIVISION OF CORPORATIONS

MAR 28 2016
C LEWIS

**BECKER &
POLIAKOFF**

Joseph E. Adams, Esquire
Phone: (239) 433-7707 Fax: (239) 433-5933
jadams@bplegal.com

Six Mile Corporate Park
12140 Carissa Commerce Court, Suite 200
Fort Myers, Florida 33966

4001 Tamiami Trail North, Suite 410
Naples, Florida 34103

March 16, 2016

Florida Department of State
Division of Corporations
Corporate Filings
Post Office Box 6327
Tallahassee, FL 32314

Re: Fountain View RV Lot Owner's Association, Inc.

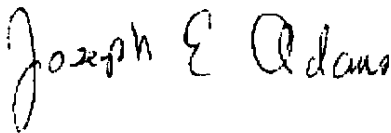
To Whom It May Concern:

Enclosed please find Articles of Amended and Restated Articles of Incorporation for the above-referenced Corporation along with check number 11275 in the amount of \$35.00 to cover the cost of filing.

Please return a copy of the filed document to my attention. An extra copy of the document is enclosed herewith for your use.

Thank you for your attention to this matter.

Very truly yours,



Joseph E. Adams, Esquire
For the Firm

JEA/sdi
Enclosures (as stated)
ACTIVE: 8287928_1

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762595

FIRST: The name of the corporation is Fountain View RV Lot Owner's Association, Inc.

THIRD: The attached Amended and Restated Articles of Incorporation were adopted by the required vote of the members on the 24th day of February 2015.

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

**FOUNTAIN VIEW RV LOT OWNERS'
ASSOCIATION, INC.**


BY: Gary Harrington
Gary Harrington, President

(CORPORATE SEAL)

STATE OF Florida)
COUNTY OF Lee) SS:

The foregoing instrument was acknowledged before me this 8 day of March 2016 by Gary Harrington as President of Fountain View RV Lot Owner's Association, Inc., a Florida Corporation, on behalf of the corporation. He is personally known to me or has produced (type of identification) Drivers license as identification.

Lisa H. Chone
Notary Public
LISA H. CHONE
Printed Name

 **LISA H CRONE**
MY COMMISSION # FF888897
EXPIRES July 13, 2019
(407) 338-0163 FloridaNotaryService.com

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**AMENDED AND RESTATED ARTICLES OF INCORPORATION OF
FOUNTAIN VIEW RV LOT OWNERS' ASSOCIATION, INC.**

Pursuant to Section 617.0201(4), Florida Statutes, the Articles of Incorporation of Fountain View RV Lot Owners' Association, Inc., a Florida corporation not for profit, originally filed on March 25, 1982, are hereby amended and restated in their entirety. All amendments included herein have been adopted pursuant to Section 617.0201(4), 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 617.0201(4) and the omission of matters of historical interest. The Amended and Restated Articles of Incorporation of Fountain View RV Lot Owners' Association, Inc., shall henceforth be as follows:

ARTICLE I

NAME: The name of the corporation, herein called the "Association", is Fountain View RV Lot Owners' Association, Inc., and its address is 18961 North Tamiami Trail, North Fort Myers, Florida 33903.

ARTICLE II

PURPOSE AND POWERS: The purpose for which the Association is organized is to provide an entity for the operation of Fountain View RV Resort Subdivision located in Lee County, Florida.

The Association is organized and shall exist on a non-stock basis as a corporation not for profit under the laws of the State of Florida, and no portion of any earnings of the Association shall be distributed or inure to the private benefit of any member, Director, or officer. For the accomplishment of its purposes, the 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, except as limited or modified by these Articles, the Declaration of Covenants and Restrictions and the Bylaws.

ARTICLE III

MEMBERSHIP

- (A) The members of the Association shall be the record owners of a fee simple interest in one or more lots, as further provided in the Bylaws.
- (B) The share of a member in the funds and assets of the Association cannot be assigned or transferred in any manner except as an appurtenance to his lot.
- (C) The owners of each unit, collectively, shall be entitled to one vote in Association matters. The manner of exercising voting rights shall be as set forth in the Bylaws.

ARTICLE IV

TERM: The term of the Association shall be perpetual.

ARTICLE V

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

ARTICLE VI

DIRECTORS AND OFFICERS:

- (A) The affairs of the Association shall be administered by a Board of Directors consisting of the number of Directors determined by the Bylaws, but not less than five (5) Directors, and in the absence of such determination shall consist of five (5) Directors.
- (B) 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.
- (C) The business of the Association shall be conducted by the officers designated in the Bylaws. The officers shall be appointed 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.

ARTICLE VII

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

- (A) Proposal. Amendments to these Articles may be proposed by a majority of the Board or by written petition, signed by at least ten percent (10%) of the voting interests.
- (B) Procedure. Upon any amendment to these Articles being proposed by said Board or unit owners, such proposed amendment shall be submitted to a vote of the owners not later than the next annual meeting for which proper notice can be given.
- (C) Vote Required. Except as otherwise provided for by Florida law, these Articles of Incorporation may be amended by the affirmative vote of sixty-six percent (66%) of the voting interests of the Association voting in person, by proxy or absentee ballot, and voting at a duly called meeting of the Association provided that notice of any proposed amendment has been given to the members of the Association, and that the notice contains a fair statement of the proposed amendment.
- (D) Effective Date. An amendment shall become effective upon filing with the Secretary of State and recording a certified copy in the Public

Records of Lee County, Florida.

ARTICLE VIII

INDEMNIFICATION: To the fullest extent permitted by Florida law, the association shall indemnify and hold harmless every Director and every officer of the association against all expenses and liabilities, including attorneys fees, actually and reasonably incurred by or imposed on them in connection with any legal proceeding (or settlement or appeal of such proceeding) to which they may be a party because of their being or having been a Director or officer of the Association. The foregoing right of indemnification shall not be available if a judgment or other final adjudication establishes that their actions or omissions to act were material to the cause adjudicated and involved:

- (A) Willful misconduct or a conscious disregard for the best interests of the Association, in a proceeding by or in the right of the Association to procure a judgment in its favor.
- (B) A violation of criminal law, unless the Director or officer had no reasonable cause to believe his action was unlawful or had reasonable cause to believe his action was lawful.
- (C) A transaction from which the Director or officer derived an improper personal benefit.
- (D) Wrongful conduct by Directors or officers, in a proceeding brought by or on behalf of the Association.

In the event of a settlement, the right to indemnification shall not apply unless the Board of Directors approves such settlement as being in the best interest of the Association. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which a Director or officer may be entitled.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
16 MAR 21 AM 10:45

CERTIFICATE OF AMENDMENT

IN WITNESS WHEREOF, I have set my hand and our seal, acknowledged and filed the foregoing Amended and Restated Articles of Incorporation, under the laws of the State of Florida, this 17 day of MARCH, 2015.

Signed in the presence of:

FOUNTAIN VIEW RV LOT OWNERS ASSOCIATION, INC.

By:

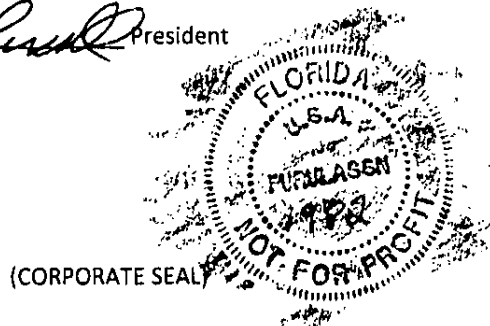
Brenda K. Nelson

Witness Signature

Howard H. Russell President

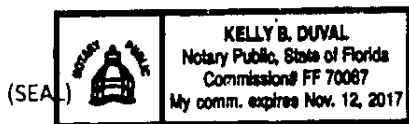
Brenda K. Nelson

Printed name of witness



STATE OF FLORIDA)
COUNTY OF LEE)

The foregoing instrument was executed before me this 17 day of MARCH, 2015 by HOWARD HENRY RUSSELL, President of Fountain View RV Lot Owners Association, Inc., a Florida corporation, on behalf of the Corporation. He produced his driver's license as identification.



Kelly B. Duval
Notary Public

Kelly B. Duval
Printed name of Notary Public