

# 764780

LAW OFFICES

## BECKER & POLIAKOFF, P.A.

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### Florida Offices

Administrative Office  
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Boca Raton\*

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\* available for consultation  
by appointment only

### International Offices:

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People's Republic  
of China

Prague,  
Czech Republic

Bern, Switzerland\*

March 6, 2000

Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32301

**Re: Leisure Time Campsites and CClub Association, Inc.**

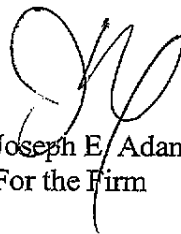
Dear Sir/Madam:

Enclosed please find the Articles of Amendment to the Articles of Incorporation for the above-referenced Association, as well as a check in the amount of \$35.00 to cover the cost of filing.

Please return a copy of same in the envelope provided herein for your convenience.

Thank you for your attention to this matter.

Very truly yours,



Joseph E. Adams  
For the Firm

JEA/adc  
Enclosures (as stated)  
134032\_i.DOC

700003163577--7  
-03/09/00--01048--012  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Reply To:  
Fort Myers

FILED  
00 APR -6 AM 11:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Amended & Restated Art.*

V. SHEPARD APR 10 2000



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

March 22, 2000

JOSEPH E. ADAMS  
BECKER & POLIAKOFF, P.A.  
13515 BELL TOWER DR., STE. 101  
FT. MYERS, FL 33907

SUBJECT: LEISURE TIME CAMPSITES & CLUB ASSOCIATION, INC.  
Ref. Number: 764780

We have received your document for LEISURE TIME CAMPSITES & CLUB ASSOCIATION, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Restated Articles of Incorporation should include the manner in which directors are to be elected or appointed. The restated articles may provide that the method of election of the directors is as stated in the bylaws.

Our records indicate the current name of the entity is as it appears on the enclosed computer printout. Please correct the name throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6909.

Velma Shepard  
Corporate Specialist

Letter Number: 300A00015621

*Rec'd 4/6*

LAW OFFICES

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of China

Prague,  
Czech Republic

Bern, Switzerland\*

March 30, 2000

**Reply To:  
Fort Myers**

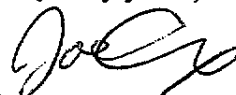
Division of Corporations  
Attn: Velma Shepard, Corporate Specialist  
Post Office Box 6327  
Tallahassee, FL 32314

**Re: Leisure Time Campsites & Club Association, Inc.**  
**Your reference number: 764780**

Dear Ms. Shepard:

As per your letter dated March 22, 2000, enclosed herewith please find the corrected Articles of Amendment to Articles of Incorporation which reflects the correct name of the Association. Also, the issue regarding the manner in which the directors are elected has been addressed in Article V of the Second Amended and Restated Articles of Incorporation, through the correction of the Scrivener's Error therein.

Very truly yours,



Joseph E. Adams  
For the Firm

JEA/adc  
Enclosure (as stated)  
135578\_1.DOC

*Rec'd 4/6*

**SECOND AMENDED AND RESTATED**  
**ARTICLES OF INCORPORATION**

**OF**

**LEISURE TIME CAMPSITES & CLUB ASSOCIATION, INC.**

FILED  
00 APR -6 AM 11:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In compliance with the requirements of Chapter 617, Florida Statutes, the undersigned all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

**ARTICLE I**

LEISURE TIME CAMPSITES & CLUB ASSOCIATION, INC. The registered agent of the Association is the Law Offices of Becker & Poliakoff, P.A., The Colonnades. 13515 Bell Tower Drive, Suite #101, Fort Myers, FL 33907.

**ARTICLE II**

**PURPOSE AND POWERS OF THE ASSOCIATION**

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purpose for which it is formed are to provide for maintenance preservation and operation control of the Lots and Common Area within that certain tract of property known as LEISURE TIME CAMPSITES AND CLUB SUBDIVISION, a subdivision to be located in Lee County, Florida, hereinafter referred to as the "Properties", and to promote the health, safety and welfare of the residents within the above described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for the purpose to:

(a) Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration", applicable to the property to be recorded in the Public Records of Lee County, Florida and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

(b) Fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses in connection therewith and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association.

(c) Acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association. Providing, however, to sell,

Exhibit "B" to Second Amended and  
Restated Declaration of Covenants and Restrictions  
(Second Amended and Restated Articles of Incorporation)

rent, lease, convey, dedicate or transfer all or any part of the Common Area or real property to any public agency, authority, utility or private entity for such purposes and subject to such conditions as may be agreed upon by the members.

No such disposition of the conditions required above, can be effective unless approved by two-thirds (2/3) of the total voting interests of the Association.

(d) Borrow money, and with the assent of two-thirds (2/3) of the members mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) Have and to exercise any and all powers, rights and privileges which a corporation organized under the Not for Profit Corporation Law of the State of Florida by law may now or hereafter have or exercise.

### **ARTICLE III**

#### **MEMBERSHIP**

Every person or entity who is a record Owner of a fee or undivided fee interest in any Lot which is subject by Covenants of records to assessments by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Members shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association.

### **ARTICLE IV**

#### **VOTING RIGHTS**

Members shall be entitled to one vote for each Lot owned. When more than one person holds an interest in any Lots, all such persons shall be members. The vote for such Lots shall be exercised as they among themselves determine, but in no event shall more than one (1) vote be cast with respect to any Lot.

### **ARTICLE V**

#### **BOARD OF DIRECTORS**

The affairs of this Association will be managed by a Board of not less than three (3), nor more than seven (7) Directors, who shall be elected as prescribed by the By-Laws, however, there shall at all times be an odd number of Directors. All Directors shall be members of the Association.

A. TERM OF OFFICE. In all odd years, three (3) Directors shall be elected for a two-year (2) term and in even years, four (4) Directors shall be elected for a two-year (2) term.

B. TAKING OFFICE. All newly elected Directors shall take office on November 1st of the year elected.

## **ARTICLE VI**

### **DISSOLUTION**

The Association may be dissolved with the consent given in writing and signed by not less than two-thirds (2/3) of the members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any Not for Profit Corporation, Association, Trust or other Organization to be devoted to such similar purposes.

## **ARTICLE VII**

### **DURATION**

The Corporation shall exist perpetually.

## **ARTICLE VIII**

### **AMENDMENTS**

Amendments of these Articles shall require the consent of two-thirds (2/3) of the total voting interest, in person or by proxy, at any meeting of the membership at which a quorum is present, but no amendment shall be effective which is in contravention of the duties, responsibilities or obligations of the Association or the members as provided in the Declaration.

## **ARTICLE IX**

### **NOT FOR PROFIT STATUS**

In conformance with the requirements of Chapter 617, the corporation shall issue no stock, and no dividend shall be paid and no part of the income of the corporation shall be distributed to the members, directors or officers.

## **ARTICLE X**

A majority of the membership represented, in person, by absentee ballot or by proxy, at a duly called regular or special meeting of the Association, at which a quorum has been obtained, may amend the By-Laws.

132429\_1.DOC

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION**

Pursuant to the provision of Section 617, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation.

FIRST: The name of the corporation is Leisure Time Campsites & Club Association, Inc.

SECOND: The attached amendment to the Articles of Incorporation was adopted by the membership:

THIRD: The attached amendment to the Articles of Incorporation was adopted by the required vote of the members on the 11th day of January, 2000.

WITNESSES:  
(TWO)

LEISURE TIME CAMPSITES AND CLUB  
ASSOCIATION, INC.

Richard H. Hawley  
Signature  
RICHARD H. HAWLEY  
Printed Name

BY: Carl A. Vollmer  
Carl A. Vollmer, President

Date: 3/6/2000

(CORPORATE SEAL)

Charles W. Muckey  
Signature  
Charles W. Muckey  
Printed Name

STATE OF FLORIDA            )  
  ) SS:  
COUNTY OF LEE                )

The foregoing instrument was acknowledged before me this 6<sup>th</sup> day of March, 2000 by Carl A. Vollmer as President of Leisure Time Campsites & Club Association, Inc., a Florida Corporation, on behalf of the corporation. He is personally known to me or has produced (type of identification) \_\_\_\_\_ as identification and did take an oath.

Anita C. Jenkins  
Notary Public  
ANITA C. JENKINS  
Printed Name

My commission expires: February 8, 2002  
132451\_1.DOC

