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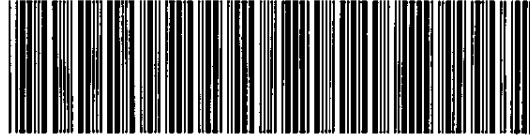
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MAY 07 2014

C. CARROTHERS

**BECKER &
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Sarah E. Spector, Esquire
Phone: (239) 433-7707 Fax: (239) 433-5933
sspector@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

April 27, 2015

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

Re: River Haven, Inc.

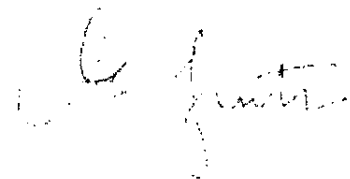
To Whom It May Concern:

Enclosed please find Articles of Amended and Restated Articles of Incorporation for the above-referenced Corporation along with check number 3200 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,



Sarah E. Spector, Esquire
For the Firm

SES/sdi
Enclosures (as stated)
ACTIVE: 7003382_1

DEPT. OF THE ARMY
WASHINGTON, D. C.

2015 MAY -1 AM 11:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ACTIVE: 6834514 1

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
RIVER HAVEN, INC.**

These are the Amended and Restated Articles of Incorporation of River Haven, Inc., originally filed with the Florida Department of State on the 11th day of February 1983, under Charter Number G23594. Amendments included have been added pursuant to Chapter 607, Florida Statutes (2014).

For historical reference, the street address of the initial principal office and the initial mailing address cannot be ascertained from the original documents filed with the Florida Department of State. The names of the original incorporators, and their addresses at the time of incorporation, were Wendell E. Streeter, 16 Riverhaven Park, Punta Gorda, Florida 33950, and Rudolph Leuthardt, Riverhaven Park, Punta Gorda, Florida 33950. The street address of the initial registered office was River Haven Mobile Home Park, Burnt Store Road, Punta Gorda, Florida 33950 and the name of the initial registered agent was Rudolph Leuthardt. The name and address of the current registered office is 10100 Burnt Store Road #1, Punta Gorda, Florida 33950. The Board of Directors may, from time to time, change the designation of the principal office, the mailing address of the Corporation, the registered office and the registered agent, in the manner provided by law.

1. NAME. The name of the corporation is RIVER HAVEN, INC. For convenience, the corporation shall be referred to in this instrument as the "Corporation," the Bylaws of the Corporation as the "Bylaws," and the Rules and Regulations of the Corporation as the "Rules."

2. PURPOSE. The purpose for which the Corporation is organized is to own and operate a mobile home park in Charlotte County, Florida, known as River Haven Mobile Home Park, and attendant thereto to do all such things as may be appropriate in relation to the operation of such a business, as well as to engage in all lawful business under the Florida Business Corporation Act (Chapter 607, Florida Statutes), as amended from time to time (the "Act"). The Corporation is the entity that owns the record interest in the real property known as the River Haven Mobile Home Park, as described in the Warranty Deed recorded in Official Records Book 1079, Pages 1363 through 1364 of the Public Records of Charlotte County, including all the improvements and property thereon of every sort and description save and except for personal and real property in the name or names of the residents or Stockholders, whether jointly or severally (collectively referred to hereinafter as the "Mobile Home Park Property").

3. DEFINITIONS. The terms used in these Articles shall have the same definitions and meaning as those set forth in the Bylaws and the Act, unless herein provided to the contrary, or unless the context otherwise requires. These Articles, the Bylaws and the Rules shall be collectively referred to hereinafter as the "Corporation Documents."

4. POWERS. The powers of the Corporation shall include the following:

4.1 General. The Corporation shall have all of the common-law and statutory powers of a corporation for profit under the Laws of Florida that are not in conflict with the provisions of these Articles, the Bylaws or the Act.

4.2 Enumeration. The Corporation shall have all the powers set forth in the Act except as limited by these Articles and the Bylaws (all as amended from time to time), and all of the powers reasonably necessary to operate the Mobile Home Park and the Mobile Home Park Property including but not limited to the following:

4.2.1 To make and collect Assessments and other Charges against Stockholders, and to use the proceeds thereof in the exercise of its powers and duties.

4.2.2 To maintain, repair, replace, reconstruct, add to, and operate the Mobile Home Park Property and other property acquired or leased by the Corporation.

4.2.3 To purchase insurance upon the Mobile Home Park Property and insurance for the protection of the Corporation, its Officers, Directors, Committee members, and Stockholders.

4.2.4 To make and amend reasonable Rules and Regulations for the maintenance, conservation and use of the Mobile Home Park Property and for the recreation, comfort, and welfare of the Stockholders, and the administration of the Corporation.

4.2.5 To approve or disapprove the leasing, transfer, ownership, and possession of Mobile Homes as may be provided by the Corporation Documents.

4.2.6 To enforce by legal means the provisions of the Act, other applicable laws, these Articles, the Bylaws, the Rules and Regulations, and the policies of the Corporation.

4.2.7 To contract for the management of the Mobile Home Park and any facilities used by the Stockholders, and to delegate to the party with whom such contract has been entered into all of the powers and duties of the Corporation except those which require specific approval of the Board of Directors or the Stockholders.

4.2.8 To employ personnel to perform the services required for proper operation of the Mobile Home Park.

4.2.9 To contract debts, borrow money, and issue and sell or pledge notes and other evidences of indebtedness, and execute such mortgages, transfer of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

4.2.10 To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses in the State of Florida, and in all other states and countries.

4.2.11 To purchase, hold, sell, and transfer shares of its own capital stock, provided that the Corporation shall purchase none of its own capital stock, except from the surplus of its assets over its liabilities, including capital, and shares of its own capital stock owned by the Corporation shall not be voted directly or indirectly, or counted as outstanding for the purpose of any Stockholders quorum or vote.

5. COMMON SHARES; STOCKHOLDERS. This Corporation is authorized to issue one thousand two hundred and eighty (1,280) shares of common stock with a par value of ten cents (\$.10), which stock shall be referred to as "Common Shares."

5.1 Issuance of Common Shares. Ownership of Common Shares shall be limited to the Owners of Mobile Homes in the River Haven Mobile Home Park, as further specified and limited in the Bylaws. Those who have been issued Common Shares in accordance with the procedure more specifically outlined in the Bylaws shall be referred to as "Stockholders."

5.2 Transferability and Assignment. All of the issued and outstanding Common Shares in the Corporation shall be made subject to restrictions on their transferability under such terms and conditions as set forth in these Articles and the Bylaws. The Common Shares issued to a Stockholder cannot be assigned, hypothecated, pledged or transferred in any manner except as an appurtenance to the Mobile Home for which those Common Shares are held. Upon the sale or exchange of a Mobile Home, Common Shares associated with the sold or exchanged Mobile Home will not be changed until the title of the Mobile Home has been reassigned and the new Owners have purchased the required Common Shares, as further specified in the Bylaws.

5.3 Voting Rights. On all matters upon which the Stockholders shall be entitled to vote, there shall be only one vote for each Common Share held, which vote shall be exercised or cast in the manner provided by the Bylaws.

5.4 Meetings. The Bylaws shall provide for an annual meeting of Stockholders, and may make provision for regular and special meetings of Stockholders other than the annual meeting.

6. TERM OF EXISTENCE. The Corporation shall have perpetual existence.

7. OFFICERS. The affairs of the Corporation shall be administered by the Officers designated in the Bylaws. The Officers shall be elected by the Board of Directors of the Corporation at its first meeting following the annual meeting of the Stockholders of the Corporation and shall serve at the pleasure of the Board of Directors. The Bylaws may provide for the removal from office of Officers, for filling vacancies, and for the duties of the Officers.

8. DIRECTORS.

8.1 Number and Qualification. The property, business and affairs of the Corporation shall be managed by a Board consisting of the number of Directors determined by the Bylaws, but which shall consist of not less than four (4) Directors.

8.2 Duties and Powers. All of the duties and powers of the Corporation existing under the Act, these Articles, the Bylaws and the Rules (all as amended from time to time) shall be exercised exclusively by the Board of Directors, subject only to approval by Stockholders when such approval is specifically required.

8.3 Election; Removal. Directors of the Corporation shall be elected at a meeting of the Stockholders 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.

9. BYLAWS. The Bylaws of this Corporation may be altered, amended, or repealed in the manner provided in the Bylaws.

10. AMENDMENTS. These Articles may be amended in the following manner:

10.1 Proposal of Amendments. An amendment may be proposed by the President of the Corporation, the Directors, or by the owners of not less than twenty-five percent (25%) of the outstanding Common Shares.

10.2 Notice. Written notice setting forth the proposed amendment or a summary of the changes shall be included in the notice of any meeting at which a proposed amendment is to be considered or in connection with documentation for action without a meeting.

10.3 Adoption of Amendments. Except as otherwise provided by law, a proposed amendment to these Articles of Incorporation shall be adopted if it is approved by the owners of not less than two-thirds ($2/3^{\text{rds}}$) of the outstanding Common Shares present, in person or by proxy, and voting at a duly noticed meeting at which a quorum is present, provided that the owners of not less than fifty five percent (55%) of the outstanding Common Shares participate in the vote on the amendment. In the alternative, a proposed amendment to these Articles of Incorporation may be adopted if approved by the written agreement of the owners of not less than two-thirds ($2/3^{\text{rds}}$) of all outstanding Common Shares. Amendments correcting errors, omissions, scrivener's errors, violations of applicable law, or conflicts between the Corporation Documents, may be executed by the Officers of the Corporation, upon Board approval, without need for Corporation Stockholder vote.

10.4 Effective Date. An amendment when adopted shall become effective after being filed with the Secretary of State according to law.

10.5 Automatic Amendment. Whenever the Act or other applicable statutes or administrative regulations, as amended from time to time, are amended to impose procedural requirements less stringent than set forth in these Articles, the Board may operate the Corporation pursuant to the less stringent requirements without the need to change these Articles. The Board of Directors, without a vote of the Stockholders, may also adopt by majority vote, amendments to these Articles of Incorporation as the Board deems necessary to comply with such operational changes as may be enacted by future amendments to the Act or such other

statutes or administrative regulations as required for the operation of the Corporation, all as amended from time to time.

11. INDEMNIFICATION.

11.1 Indemnity. The Corporation shall indemnify any Officer, Director, or Committee member who was or is a party or is threatened to be made a party to any threatened, pending, or contemplated action, suit or proceeding, whether civil, criminal, administrative, or investigative, by reason of the fact that he is or was a Director, Officer, or Committee member of the Corporation, against expenses (including attorney's fees and appellate attorney's fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit, or proceeding, unless (i) a court of competent jurisdiction finally determines, after all appeals have been exhausted or not pursued by the proposed indemnitee, that he did not act in good faith or in a manner he reasonably believed to be in or not opposed to the best interest of the Corporation, and, with respect to any criminal action or proceeding, that he had reasonable cause to believe his conduct was unlawful, and (ii) such court also determines specifically that indemnification should be denied. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or upon a plea of *nolo contendere* or its equivalent shall not, of itself, create a presumption that the person failed to act in good faith and in a manner which he reasonably believed to be in or not opposed to the best interest of the Corporation, and with respect to any criminal action or proceeding, had reasonable cause to believe that his conduct was unlawful. It is the intent of the Stockholders of the Corporation, by the adoption of this provision, to provide the most comprehensive indemnification possible to their Officers, Directors, and Committee members as permitted by Florida law. 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 Corporation.

11.2 Defense. To the extent that a Director, Officer, or Committee member of the Corporation has been successful on the merits or otherwise in defense of any action, suit, or proceeding referred to in Section 11.1 above, or in defense of any claim, issue, or matter therein, he shall be indemnified against expenses (including attorney's fees and appellate attorney's fees) actually and reasonably incurred by him in connection therewith.

11.3 Advances. Reasonable expenses incurred in defending a civil or criminal action, suit, or proceeding shall be paid by the Corporation in advance of the final disposition of such action, suit, or proceeding upon receipt of an undertaking by or on behalf of the affected Director, Officer, or Committee member to repay such amount if it shall ultimately be determined that he is not entitled to be indemnified by the Corporation as authorized by this Article 11. However, if the Board, by majority vote, determines that the person seeking advancement did not act in good faith or in a manner he reasonably believed to be in or not opposed to the best interest of the Corporation, and, with respect to any criminal action or proceeding, that he had reasonable cause to believe his conduct was unlawful, the Corporation shall not be obligated to pay for any expenses incurred prior to the final disposition of the subject action.

11.4 Miscellaneous. The indemnification provided by this Article 11 shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under any Bylaw, agreement, vote of Stockholders, or otherwise, and shall continue as to a person who has ceased to be a Director, Officer, or Committee member and shall inure to the benefit of the heirs and personal representatives of such person.

11.5 Insurance. The Corporation shall have the power to purchase and maintain insurance on behalf of any person who is or was a Director, Officer, Committee member, employee, or agent of the Corporation, or a Director, Officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against any liability asserted against him and incurred by him in any such capacity, or arising out of his status as such, whether or not the Corporation would have the duty to indemnify him against such liability under the provisions of this Article.

ACTIVE: 6665208_5