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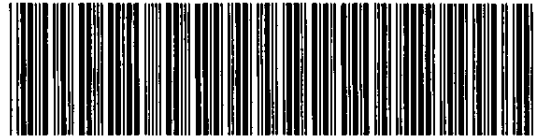
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TALLAHASSEE, FLORIDA

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T. LEMUEUX
JUN 14 2017

Handwritten signature

**BECKER &
POLIAKOFF**

Joseph E. Adams, Esq.
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**

June 7, 2017

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

Re: Oak Park Village Cooperative, Inc. (Document No. J47635)

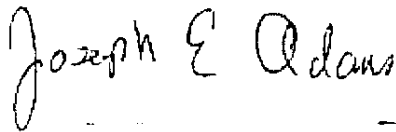
To Whom It May Concern:

Enclosed please find Articles of Amended and Restated Articles of Incorporation for the above-referenced Corporation along with check number 3488 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
For the Firm

JEA/sdi
Enclosures (as stated)
ACTIVE: 9815823_1

ARTICLES OF AMENDED AND RESTATED
ARTICLES OF INCORPORATION

FILED

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Pursuant to the provision of Chapter 607, Florida Statutes, the undersigned corporation adopts the following Articles of Amended and Restated Articles of Incorporation.

FIRST: The name of the corporation is Oak Park Village Cooperative, 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 19th day of April 2017.

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

WITNESSES (TWO):

OAK PARK VILLAGE COOPERATIVE, INC.

Kathleen Bauer
Signature
KATHLEEN BAUER
Printed Name

BY: William Bauer
William Bauer, President
Date: April 28, 2017

[Signature]
Signature
LORE MUELLER
Printed Name

(CORPORATE SEAL)

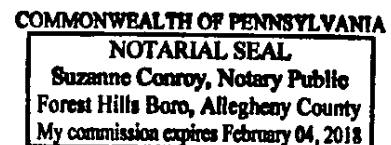


STATE OF Pennsylvania)
) SS:
COUNTY OF Allegheny)

The foregoing instrument was acknowledged before me this 28th day of April 2017 by William Bauer as President of Oak Park Village Cooperative, Inc., a Florida Corporation, on behalf of the corporation. He is personally known to me or has produced (type of identification) PA Driver's License as identification.

Suzanne Conroy
Notary Public
Suzanne Conroy
Printed Name

My commission expires: February 4, 2018
ACTIVE: 9658071_1



OAK PARK VILLAGE COOPERATIVE, INC.

AMENDED AND RESTATED ARTICLES OF INCORPORATION

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OAK PARK VILLAGE COOPERATIVE, INC.

AMENDED AND RESTATED ARTICLES OF INCORPORATION

These are the Amended and Restated Articles of Incorporation for the Oak Park Village Cooperative, Inc. originally filed with the Florida Department of State the 17th day of December, 1986, under Charter Number J47635. Matters of only historical interest have been omitted. Capitalized terms used in these Articles of Incorporation shall have the same meaning as those terms are defined in the Bylaws of the Corporation.

ARTICLE I

NAME OF CORPORATION AND PRINCIPAL ADDRESS

The name of this Corporation is OAK PARK VILLAGE COOPERATIVE, INC., hereinafter referred to as Corporation. The term "Corporation" shall have the same meaning as "Association" as defined in the Cooperative Act. The principal office of said Corporation is located at 21961 Pearl Street, Alva, Lee County, Florida. The Directors of the Corporation may change the location of the principal office of said Corporation from time to time.

ARTICLE II

PURPOSES

PURPOSES: The purpose for which the Corporation is organized is to provide an entity pursuant to the Act for the operation of that certain Cooperative located in Lee County, Florida, known as Oak Park Village (the "Cooperative"), and to perform all acts provided in the Cooperative Documents and the Act, and by law.

ARTICLE III

POWERS

Corporation shall have all of the common-law and statutory powers of a corporation (including that set forth in Chapter 607, Florida Statutes) and all of the powers and duties set forth in the Act and the Cooperative Documents, except as may be limited or otherwise provided by these Articles. Corporation's powers include, but are not limited to, the following:

(a) To construct, maintain, operate, purchase, and improve, and to sell, convey, assign, mortgage or otherwise encumber, or lease any real estate and any personal property necessary to the operation of such Cooperative.

(b) To borrow money and issue evidence of indebtedness of the Corporation in furtherance of any and all of the objects to the Corporation's business, and to secure the same by mortgage, deed of trust, pledge or other lien.

(c) To contract for the maintenance, management and operation of any property owned by the Corporation.

(d) To make and collect and enforce collection of Assessments, and rent, and to lease, maintain, repair or replace the property owned or acquired by the Corporation.

(e) To enter into, perform and carry out contracts of any kind and to undertake and perform any other acts necessary to, or in connection with, or incidental to the accomplishment of any purpose of the Corporation.

ARTICLE IV MEMBERS

The stock of this corporation shall be issued as "Certificates of Membership" or "Certificates" on a no par basis and they shall be members in lieu of stockholders. Certificates of Membership shall be issued to members, who shall generally be referenced in the Cooperative Documents as "Owners." In addition, the Corporation may make such additional contracts, leases or agreements with Owners as the Bylaws require or as the Board of Directors may deem appropriate.

The initial consideration for membership shall be in such amounts as may be determined by the Board of Directors. The Corporation is authorized to issue 199 Certificates of Membership each of which corresponding to a Lot within the Park. Any natural person approved by the Board of Directors shall be eligible for membership. The qualifications for and manner of admission to membership in the corporation shall be set forth in the Bylaws.

All persons owning a vested present interest in a Membership Certificate shall be members. Membership shall terminate automatically and immediately as a member's vested interest in the Membership Certificate terminates, except that upon termination of the entire Cooperative, the membership shall consist of those who were members at the time of termination.

After the Corporation approves of a conveyance of a Membership Certificate as provided in the Bylaws, the change of membership in the Corporation shall be evidenced in the Corporation records by the Secretary.

ARTICLE V VOTING RIGHTS

The Owner or Owners of each Membership Certificate shall be entitled to one vote for each Certificate owned at Corporation meetings. There shall be one Voting Interest allocated to each Membership Certificate.

**ARTICLE VI
REGISTERED OFFICE AND REGISTERED AGENT**

The registered office of the Corporation shall be 12140 Carissa Commerce Court, Suite 200, Fort Myers, Florida 33966, and the registered agent at such address will be Becker & Poliakoff, P.A. The Board may change the registered office and registered agent from time to time as permitted by law.

**ARTICLE VII
EXISTENCE**

TERM OF EXISTENCE: The term for which this Corporation is to exist shall be perpetual, unless dissolved according to law.

**ARTICLE VIII
BOARD OF DIRECTORS**

OFFICERS AND DIRECTORS: The affairs of this Corporation shall be managed by a governing board called the Board of Directors, who shall be elected and serve in accordance with 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 members 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.

**ARTICLE IX
BYLAWS**

BY-LAWS: The Bylaws of this corporation may be amended, altered or rescinded in the manner provided in such Bylaws.

**ARTICLE X
AMENDMENTS**

The Corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation. Amendments to these Articles shall be proposed and adopted in the following manner:

- (A) Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which the proposed amendment is considered.
- (B) An amendment may be proposed either by the Board of Directors or by not less than thirty (30%) percent of the Voting Interests.
- (C) Except as otherwise required by law, a proposed amendment to these Articles of Incorporation shall be adopted if it is approved by a majority of the entire eligible

Articles of Incorporation
Page 3 of 4

Voting Interests, either voting at a meeting or by written agreement, or any combination of both. Amendments correcting errors, omissions or scrivener's errors may be executed by the officers of the Corporation, upon Board approval, without need for Corporation membership vote.

- (D) An amendment shall become effective upon filing with the Secretary of State and recording a copy in the Public Records of Lee County, Florida.
- (E) These Articles shall be deemed amended, if necessary, so as to make the same consistent with the provisions of the Bylaws. Whenever the Act or other applicable statutes or administrative regulations 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. The Board of Directors, without a vote of the Owners, may adopt by majority vote, amendments to these Articles as the Board deems necessary to comply with such operational changes as may be enacted by future amendments to Chapters 607 and the Act, or such other statutes or administrative regulations as required for the operation of the Corporation, all as amended from time to time.

ARTICLE XI INDEMNIFICATION OF OFFICERS AND DIRECTORS

Indemnification of Officers and Directors shall be addressed in the Corporation's Bylaws.

ACTIVE: 9264816_11