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BASIC AMENDMENT

TRY-MOR MOBILE HOME OWNERS' ASSOCIATION, INC.

Certificate of Status	1
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**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
TRY-MOR MOBILE HOME OWNERS' ASSOCIATION, INC.**

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TALLAHASSEE, FLORIDA

The undersigned hereby certify and acknowledge that these amended and restated Articles of Incorporation for Try-Mor Mobile Home Owners' Association, Inc., a not-for-profit corporation organized under and by virtue of the laws of the State of Florida as contained in Chapter 617, Chapter 719 and Chapter 723, Florida Statutes, as amended (the "Acts") and originally filed with the Secretary of State on the 15<sup>th</sup> of February, 2001, have been duly adopted by the Board of Directors this 4 day of SEPT, 2002, without member approval nor is member approval required. Any amendments included herein have been adopted pursuant to Florida Statutes Section 617.1007(4) and 723.078(5), and there is no discrepancy between the Corporation's Articles of Incorporation as heretofore amended and the provisions of the Restated Articles of Incorporation other than the inclusion of these amendments and the omission of matters of historical interest.

**ARTICLE 1. NAME**

The name and address of the corporation shall be TRY-MOR MOBILE HOME OWNERS' ASSOCIATION, INC., 5624 14<sup>th</sup> Street West, Lot 15, Bradenton, Florida 34207.

**ARTICLE 2. DURATION**

The date of commencement of Corporation existence shall be the date the Articles were filed with the Department of State and the period of duration of the corporation shall be perpetual.

**ARTICLE 3. PURPOSE AND POWERS**

The general purpose for which the Corporation is organized is to engage in, conduct and carry on the business of operation of a mobile home owners association pursuant to F.S. Chapter 723; the Corporation has the power to negotiate for, acquire, and operate the mobile home park on behalf of the mobile home owners; to engage in activities which are necessary, suitable or convenient for the accomplishment of that purpose, or which are incidental thereto or connected therewith; and to transact any or all lawful business for which corporations may be incorporated under the Acts. In addition, the Corporation shall have all the powers specified in Section 617.021, Florida Statutes. Upon completing the purchase of the Try-Mor Mobile Village, it shall

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convert the same to a cooperative type of ownership; whereupon the Corporation shall have all the powers necessary and/or convenient for the operation and management of such cooperative. Additionally, the Corporation reserves the right to acquire additional lands; whereupon the Corporation shall have all the powers necessary and/or convenient for the operation and management of such property.

#### ARTICLE 4. MEMBERSHIP

Membership in this Corporation shall be limited to proprietary lessees or a family member of a lessee of Try-Mor Mobile Village who have purchased membership certificates in the Corporation. Upon the transfer of a membership certificate, either voluntarily, or by operation of law, the transferee shall become a member of the Corporation if all the requirements for membership have been met.

#### ARTICLE 5. REGISTERED OFFICE AND AGENT

The street address of the registered office of this Corporation is 5624 14<sup>th</sup> Street West, Lot 15, Bradenton, Florida 34207; and the name of the registered agent of the Corporation at such address is John Peterson.

#### ARTICLE 6. DIRECTORS

The Board of Directors shall consist of not less than three (3) nor more than five (5) members who are elected at the annual members' meeting by a plurality of votes cast. The names and addresses of the persons who are currently serving as directors until their successors are elected and qualified, or until their earlier resignation, removal from office or death, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
John Peterson	5624 14 <sup>th</sup> Street West, Lot 15, Bradenton, Florida 34207
Steve Bagshaw	5624 14 <sup>th</sup> Street West, Lot 28, Bradenton, Florida 34207
Diane Stone	5624 14 <sup>th</sup> Street West, Lot 51A, Bradenton, Florida 34207
Tammy Upshaw	5624 14 <sup>th</sup> Street West, Lot 50, Bradenton, Florida 34207.

#### ARTICLE 7. INCORPORATORS

The names and addresses of the original incorporators of the Corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
John Peterson	5624 14 <sup>th</sup> Street West, Lot 15, Bradenton, Florida 34207
Stephen Bagshaw	5624 14 <sup>th</sup> Street West, Lot 28, Bradenton, Florida 34207

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Diane Stone	5624 14 <sup>th</sup> Street West, Lot 51A, Bradenton, Florida 34207
Betty Williams	5624 14 <sup>th</sup> Street West, Lot 36, Bradenton, Florida 34207
Bonnie Dilling	5624 14 <sup>th</sup> Street West, Lot 45A, Bradenton, Florida 34207.

**ARTICLE 8. PROVISIONS FOR THE REGULATION  
OF THE BUSINESS AND FOR THE CONDUCT OF  
THE AFFAIRS OF THE CORPORATION**

8.1 Meetings of Members and Directors. Meeting of the members and directors of the Corporation may be held within the State of Florida at such place or places as may from time to time be designated in the Bylaws or by resolution of the directors.

8.2 Bylaws. The power to amend or repeal the Bylaws or to adopt new Bylaws shall be in the members, but the affirmative vote of two-thirds (2/3) of the members shall be necessary to exercise that power. The Bylaws may contain any provisions for the regulation and management of the Corporation which are consistent with the Acts and these Articles of Incorporation.

8.3 Contracts in which Directors have an Interest. No contract or other transaction of the Corporation with any person, firm or corporation or no contract or other transaction in which the Corporation is interested shall be invalidated or affected by (a) the fact that one or more of the directors or officers is a director or officer of another corporation, or (b) the fact that any director, individually or jointly with others, maybe a party to or may be interested in the contract or transaction; and each person who may become a director of the Corporation is hereby relieved from any liability that might otherwise arise by reason of his contracting with the Corporation for the benefit of himself or any firm, or corporation in which he may be interested.

**ARTICLE 9. SECURITY INTEREST IN MEMBERSHIP CERTIFICATES**

The membership certificates in the Corporation are subject to a security interest in favor of Brasota Mortgage Company, Inc., its successors and/or assigns ("Brasota"), securing, among other things, repayment of the loan made by Brasota to the Corporation in connection with the purchase of the Try-Mor Mobile Village. The provisions governing the creation, effect and duration of Brasota's security interest are set forth in the Master Form Mobile Home Park Cooperative Proprietary Lease ("the Lease") the original of which is maintained in the office of the Corporation. Pursuant to the terms of the lease, Brasota is entitled to possession of all membership certificates. In the event of a default by the Corporation, Brasota shall, after

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providing written notice of default to the members, be entitled to vote the membership certificates. The Lease and all amendments thereto are incorporated herein by this reference.

IN WITNESS WHEREOF, the undersigned, being the President and Secretary of the Corporation, executed these Restated Articles of Incorporation and certified to the truth of the fact herein stated this 4 day of Sept, 2002.

TRY-MOR MOBILE HOME OWNERS' ASSOCIATION, INC.

John H. Peterson  
By: John Peterson, President

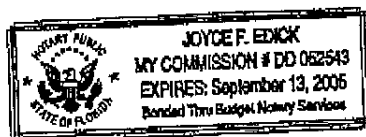
Diane S. Stone  
By: Diane Stone, Secretary

STATE OF FLORIDA  
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 4<sup>th</sup> day of September 2002, by JOHN PETERSON and DIANE STONE, as President and Secretary, respectively, of TRY-MOR MOBILE HOME OWNERS' ASSOCIATION, INC., on behalf of said corporation, and who acknowledged before me that the execution thereof is their free act and deed. They ( ) are personally known to me or (X) have produced John Peterson personally known to me, and Diane Stone produced FLD# 53917751865-6 as identification.

My Commission Expiration 09/13/05  
and Commission Number: DD052543

Joyce F. Edick  
Print Name JOYCE F. EDICK  
NOTARY PUBLIC - STATE OF FLORIDA

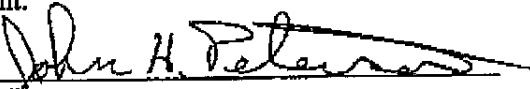


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ACCEPTANCE OF REGISTERED AGENT

I have been designated as Registered Agent in the above Articles. Simultaneously, I hereby accept the appointment as Registered Agent.

  
John Peterson  
Registered Agent

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