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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Restored Articles / NC
SJ

1-14-09

JUDD, ULRICH, SCARLETT, SUMMONTE & DEAN, P.A.

ATTORNEYS AT LAW

ROY E. DEAN*
STEVEN H. JUDD
DONALD W. SCARLETT, JR.
JOSEPH F. SUMMONTE, JR.
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December 31, 2008

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* CIRCUIT MEDIATOR
† OF COUNSEL

Florida Department of State
Division of Corporations
Attention: Amendment Section
P.O. Box 6327
Tallahassee, Florida 32314

Dear Sir or Madam:

Re: The Preserve at Heron Lake Community Association, Inc.
Document Number: N04000003878

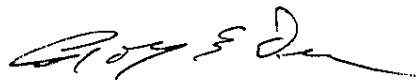
Enclosed please find a *Certificate of Articles of Restatement* and *Restated Articles of Incorporation of The Preserve at Heron Lake Homeowners Association, Inc.*

Also enclosed is our check in the amount of \$35.00 (which represents the filing fee).

Please note that the name is changed from The Preserve at Heron Lake Community Association, Inc., to The Preserve at Heron Lake Homeowners Association, Inc., and a new registered agent has signed the articles.

Please let me know if anything further is required.

Very truly yours,



Roy E. Dean

RED:lcr

Enclosures

cc: The Preserve at Heron Lake Homeowners Association, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF ARTICLES OF RESTATEMENT

THE PRESERVE AT HERON LAKE COMMUNITY ASSOCIATION, INC.

This is to certify that the Articles Of Restatement of The Preserve At Heron Lake Community Association, Inc., which are attached to this certificate, restate the association's articles of incorporation, and that:

1. the Articles Of Restatement does contain amendments to the articles requiring member approval, and was submitted to the members for approval in its entirety; that the Articles Of Restatement was adopted at a duly called meeting of the members on November 19, 2008, and that the number of votes cast for approval of the Articles Of Restatement was sufficient for approval;
2. the board of directors of the association duly adopted the restatement.

IN WITNESS WHEREOF, the Association has caused this certificate to be executed by its president this 12/5/08.

The Preserve At Heron Lake Community Association, Inc.

By: Ian D. Fetigan

Print Name: IAN D. FETIGAN


President

(SEAL)

STATE OF FLORIDA)
COUNTY OF SARASOTA)

The foregoing was acknowledged before me this December 5, 2008 by Ian D. Fetigan, President of The Preserve At Heron Lake Community Association, Inc., a Florida not for profit corporation, on behalf of said corporation, [X] who is personally known to me or who has produced _____ as identification.

Becky L. Bishop
Notary Public
Print Name: Becky L. Bishop
My Commission Expires: June 26, 2009

NOTARY PUBLIC-STATE OF FLORIDA
 **Becky L. Bishop**
Commission # DD444958
Expires: JUNE 26, 2009
Bonded Thru Atlantic Bonding Co., Inc.

FILED
2009 JAN -6 PM 1:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RESTATED ARTICLES OF INCORPORATION

THE PRESERVE AT HERON LAKE HOMEOWNERS ASSOCIATION, INC.

This is to certify that the Articles of Restatement of The Preserve At Heron Lake Community Association, Inc., a Florida not for profit corporation, document number N04000003878, as duly adopted by the board of directors of the corporation and approved by the members of the association, are hereinafter set forth.

The Owners of Homesites in the Preserve at Heron Lake, a Subdivision hereby file these proposed amendments to the Articles of Incorporation in order to lawfully amend the Articles of Incorporation under the laws of the State of Florida.

I. NAME

The name of this corporation shall be The Preserve At Heron Lake Homeowners Association, Inc., hereinafter referred to as "Association."

II. PRINCIPAL OFFICE

The principal place of business and the mailing address of the Association shall be 16 Church Street, Osprey, Florida 34229. The Board may change the location of the principal office of the Association from time to time as provided by law.

III. PURPOSE

The purpose for which the Association is organized is to provide an entity pursuant to Chapter 720, Florida Statutes, as amended from time to time, for the operation and management of the Preserve At Heron Lake, Sarasota, Florida, and to perform all acts provided in the Declaration of Covenants and Restrictions recorded in Official Records Instrument # 2005028674, 57 pages, of the Public Records of Sarasota County, Florida, as amended, applicable to the Preserve At Heron Lake (the "Declaration"), rules and regulations pursuant to the Declaration, these Articles of Incorporation and the Bylaws of the Association, and by law.

A. To be responsible for the operation of the community of the Preserve At Heron Lake.

B. To maintain and replace landscaping in any Common Area, including, without limitation, parks, parkways, circles, walkways, streets and other Common Areas, structures, and other improvements in the Preserve At Heron Lake.

C. To formulate and enforce Rules and Regulations regarding the use of the Property, Common Area and Homesites as defined in the Declaration.

D To control the specifications, architecture, design, appearance, elevation and location of and landscaping around all buildings and improvements of any type, including walls, fences, swimming pools, antenna, sewers, drains, or other structures constructed, placed or permitted to remain in the Preserve At Heron Lake, as well as the maintenance, alteration, improvement, additions or changes thereto.

E To provide, or cause to be provided, such other services, the responsibility of which has been or may be accepted by the Association,

F To provide, purchase, acquire, replace, improve, maintain or repair such buildings, and other structures, landscaping, paving and equipment, both real and personal, related to the operation of the community, as the Board in its discretion determines necessary, appropriate, or convenient.

G To operate as a Florida corporation not for profit for the sole and exclusive benefit of its Members.

H To perform all of the functions and acts contemplated of the Association and undertaken by the Board as authorized in the Declaration, Articles of Incorporation, Bylaws, and Chapter 720, Florida Statutes.

IV. GENERAL POWERS

The general powers that the Board shall have are as follows:

A. To hold funds solely and exclusively for the benefit of the Members for purposes set forth in these Articles of Incorporation, the Declaration, the Bylaws and for all purposes stated in Chapter 720, Florida Statutes.

B. To promulgate and enforce rules, regulations, Bylaws, covenants, restrictions and agreements to effectuate the purposes for which the Association is organized.

C. To delegate power or powers where such is deemed in the interest of the Association.

D. To purchase, lease, hold, sell, mortgage, grant, or accept easements or licenses or otherwise acquire or dispose of, real or personal property, except to the extent restricted hereby; to enter into, make, perform or carry out contracts of every kind with any person, firm, corporation, association or other entity; to do any and all acts necessary or expedient for carrying on any and all of the activities and pursuing any and all of the objects and purposes set forth in the Declaration, these Articles of Incorporation, Bylaws, Chapters 720, Florida Statutes, and not forbidden by the laws of the State of Florida.

E. To establish and amend a budget and to fix annual and special assessments (which shall be made in writing and delivered to all Members) to be levied against Homesites located in the Preserve At Heron Lake to defray expenses and the cost of effectuating the objects and

purposes of the Association, and to create reasonable reserves, when authorized, for such expenditures, and, in its discretion, to enter into agreements for the collection of such assessments.

F. To charge recipients for services rendered by the Association, when such is deemed appropriate by the Board.

G. To pay taxes and other charges, if any, on or against property of the Association.

H. To have all powers conferred upon a corporation by the laws of the State of Florida, except as prohibited herein.

I. To collect assessments and enforce collection thereof, including without limitation the filing and foreclosure of claims of lien against the Homesites, and the seeking of a personal money judgment against delinquent Owners.

J. To hire attorneys, accountants, employees and agents to assist in the conduct of the business of this corporation.

V. MEMBERS

A. The Members of the Association are the Owners in the Preserve At Heron Lake, as described in Article V, Section B, of this Article, and all such Owners shall be Members. Purchasers of Homesites shall automatically become Members upon the closing of the purchase of a Home site.

B. The Preserve At Heron Lake shall consist of that certain real property situated in Sarasota County, Florida, described as follows:

1. All that property described on Exhibit "1" of the original Declaration, including without limitation:

a. All that property of the Preserve at Heron Lake, according to the Plat thereof recorded in Plat Book 45, Page 1, of the Public Records of Sarasota County, Florida; and

b. All future portions of the Property described on Exhibit "1" of the original Declaration as such may be platted according to the rules and regulations of Sarasota County, Florida.

VI. VOTING AND ASSESSMENTS

A. Subject to the restrictions and limitations hereinafter set forth, all Members shall be entitled to one (1) vote for each Homesite that they own. When one or more persons holds such interest or interests in any Homesite, all such persons shall be Members, but the vote for

such Homesite shall be pro-rata as to the interest held by each Owner, but in no event shall more than one vote be cast with respect to any Homesite. Except where otherwise required under the provisions of these Articles, the Declaration, the Bylaws, or by law, the affirmative vote of the Owners of a majority of Homesites represented at any meeting of the Members duly called and at which a quorum is present, shall be binding upon the Members.

B. The Association will obtain funds with which to operate by assessment of its Members in accordance with the provisions of the Declaration, as supplemented by the provisions of these Articles and the Bylaws relating thereto.

VII. BOARD OF DIRECTORS

A. The affairs of the Association shall be managed by a Board consisting of three (3) Directors, all of whom shall be Members or spouses of Members of the Association. A grantor of a trust described in Section 733.707(3), Florida Statutes, or a beneficiary as defined in Section 737.303(4) (b), Florida Statutes, of a trust which owns a Homesite shall be deemed a Member of the Association and eligible to serve as a Director of the Association, provided that said beneficiary occupies the Homesite. The term of each Director shall be two (2) years, with one (1) Director elected in the odd years and two (2) Directors elected in the even years. No Director shall serve more than three (3) consecutive two year terms. Any Director appointed to the Board mid-term shall serve until the expiration of the term to which such Director was appointed and such partial term shall not be included in determining the number of consecutive terms served. A Director may be removed from office with or without cause by the affirmative vote of a majority of Members in the manner provided in the Bylaws and the Homeowners Association Act.

B. All Directors shall be elected at the annual membership meeting of the Association by secret ballot, cast in the manner provided in the Bylaws.

VIII. OFFICERS

The executive officers of the Association shall be a President, a Vice-President, a Secretary and a Treasurer. The Board may create by resolution other officer and assistant officer positions. Executive officers shall be elected for one (1) year terms in accordance with the procedures set forth in the Bylaws. Executive officers shall be chosen from among the Board by vote of the Board. All other officers and assistant officers shall be elected by the Board and shall serve for the period chosen by the Board.

IX. REGISTERED OFFICE AND AGENT

The registered agent of the Association is Lighthouse Property Management, Inc., 16 Church Street, Osprey, Florida 34229, which is the registered office of the Association. The Association may change its registered agent and registered agent address from time to time by resolution of the board of directors of the Association.

X. CORPORATE EXISTENCE

The Association shall have perpetual existence.

XI. BYLAWS

The Board adopted the original Bylaws. The Bylaws shall be amended in the manner provided in the Bylaws.

XII. AMENDMENTS

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

A. Proposal. A proposal for any amendment to these Articles of Incorporation may be made by the Board or upon the written request of not less than twenty-five (25%) percent of the voting interests of the Association (i.e., 8 voting interests). Notice of the subject matter of any proposed amendment shall be included in or with the notice of the meeting of the Members at which the amendment is to be proposed and considered.

B. Approval. Except as elsewhere provided, an amendment to these Articles of Incorporation must be approved by not less than (51%) percent of the total voting interests of the Association (i.e., 17 voting interests).

C. Limitation and Recording. As elsewhere provided, however, no amendment shall make any changes in the qualifications for membership nor in the voting rights or property rights of Members, without approval in writing by all Members so affected. No amendment shall be made that is in conflict with the Declaration. A copy of each amendment shall be filed with the Secretary of State pursuant to the provisions of the applicable Florida Statutes and recorded in the Public Records along with a Certificate of Amendment.

XIII. SUBSCRIBERS

The name and address of the original subscriber to the Articles of Incorporation were:

Fred Chamberlain, 3975 Berlin Ave., Sarasota, Florida 34233

XIV. INDEMNIFICATION OF OFFICERS AND DIRECTORS

A. The Association indemnifies any Director or officer made a party to or threatened to be made a party to any threatened, pending, or completed action, suit, or proceedings, as follows:

1. Whether civil, criminal, administrative, or investigative, other than one by or in the right of the Association to procure a judgment in its favor, brought to impose a

liability or penalty on such person for an act alleged to have been committed by such person in his or her capacity as Director, officer, employee or agent of any other corporation, partnership, joint venture, trust or other enterprise which he or she served at the request of the Association, against judgments, fines, amounts paid in settlement and reasonable expenses, including attorney's fees, whether for negotiation, arbitration, trial, or appellate work, actually and necessarily incurred as a result of such action, suit or proceeding or any appeal therein, if such person acted in good faith in the reasonable belief that such action was in the best interests of the Association, and in criminal actions or proceedings, without reasonable ground for belief that such action was unlawful. The termination of any such action, suit, or proceeding by judgment, order, settlement, conviction or upon a plea of nolo contendere or its equivalent shall not in itself create a presumption that any such Director or officer did not act in good faith in the reasonable belief that such action was in the best interests of the Association or that he or she had reasonable grounds for belief that such action was unlawful.

2. By or in the right of the Association to procure a judgment in its favor by reason of his or her being or having been a Director or officer of the Association, or by reason of his or her being or having been a Director, officer, employee or agent of any other corporation, partnership, joint venture, trust or other enterprise which he served at the request of the Association, against the reasonable expenses, including attorney's fees, whether for negotiation, arbitration, trial, or appellate work, actually and necessarily incurred by him or her in connection with the defense or settlement of such action, or in connection with an appeal therein, if such person acted in good faith in the reasonable belief that such action was in the best interests of the Association. Such person shall not be entitled to indemnification in relation to matters to which such person has been adjudged to have been guilty of negligence or misconduct in the performance of his duty to the Association unless, and only to the extent that the court, administrative agency, or investigative body before which such action, suit or proceeding is held shall determine upon application that, despite the adjudication of liability but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnification for such expenses which such tribunal shall deem proper.

B. The Board of Directors shall determine whether amounts for which a Director or officer seeks indemnification were properly incurred and whether such Director or officer acted in good faith and in a manner he reasonably believed to be in the best interests of the Association, and whether, with respect to any criminal action or proceeding, he had no reasonable ground for belief that such action was unlawful. Such determination shall be made by the Board of Directors by a majority vote of a quorum consisting of Directors who were not parties to such action, suit or proceeding.

C. The foregoing rights of indemnification shall not be deemed to limit in any way the powers of the Association to indemnify under applicable law.

D. Should any aspect of this indemnification be determined to exceed the maximum indemnification allowed by law, then this indemnification shall not be void but shall be interpreted to conform to the maximum extent of indemnification allowed by law.

XV. TRANSACTIONS IN WHICH DIRECTORS OR OFFICERS ARE INTERESTED

No contract or transaction between the Association and one or more of its Directors or officers, or between the Association and any other corporation, partnership, association, or other organization in which one or more of its Directors or officers are Directors or officers, or have a financial interest, shall be invalid, void or voidable solely for this reason, or solely because the Director or officer is present at or participates in the meeting of the Board or committee thereof which authorized the contract or transaction, or solely because his or their votes are counted for such purpose. Directors and officers shall disclose all actual or potential conflicts of interest to the Board prior to any such discussion or vote. If a conflict is timely and fully disclosed, no Director or officer of the Association shall incur liability by reason of the fact that he is or may be interested in any such contract or transaction.

XVI. DEFINITIONS

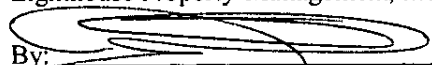
All terms shall be used herein with the same meanings as defined in the Declaration and in Chapter 720, Florida Statutes.

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT FOR THE PRESERVE AT HERON LAKE Homeowners Association, INC.

Having been named to accept service of process for the above stated corporation, at Lighthouse Property Management, Inc., 16 Church Street, Osprey, Florida 34229, the undersigned hereby acknowledges and accepts the appointment and agrees to act in this capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of the duties of registered agent.

Dated: 12-10-08

*The undersigned is familiar with
the obligations of resident agent.*
Lighthouse Property Management, Inc.

By: 
Print Name: J.L. KEITH
Title: PRESIDENT
16 Church Street
Osprey, Florida 34229