

N04000005440

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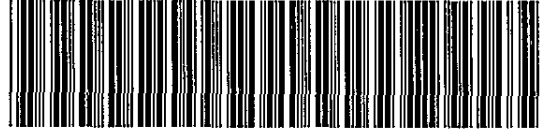
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Restated

Q. Coulliette SEP 07 2005



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 554913 9565A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : August 22, 2005

ORDER TIME : 9:57 AM

ORDER NO. : 554913-010

CUSTOMER NO: 9565A

CUSTOMER: Greg Flanagan, Esq
Gregory S. Flanagan, Esq
Suite 104
2701 Southeast Maricamp Road
Ocala, FL 34471

File
SECOND

DOMESTIC AMENDMENT FILING

NAME: FLORIDA CITIZENS BANK OFFICE
PARK CONDOMINIUM ASSOCIATION,
INC.

EFFECTIVE DATE:

ARTICLES OF AMENDMENT
XX RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kelly Courtney -- EXT# 2916

EXAMINER'S INITIALS: _____

(RESTATED)
ARTICLES OF INCORPORATION
OF
FLORIDA CITIZENS BANK OFFICE PARK CONDOMINIUM
ASSOCIATION, INC.

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TALLAHASSEE, FLORIDA

AUTHORIZATION

These Restated Articles of Incorporation are made pursuant to *F.S. 617.1007* and shall operate to amend and supercede the Articles of Incorporation filed with the Secretary of State on June 1, 2004 under the name of "FLORIDA CITIZENS BANK OFFICE PARK ASSOCIATION, INC." under document number N04000005440, and have been duly and unanimously authorized by the entire Board of Directors and all Members of said Corporation in accordance with said Articles and *F.S. 617.1002* and *F.S. 617.1006*..

We, the undersigned, do hereby associate ourselves together for the purpose of forming a corporation not for profit under Chapter 617 of the Florida Statutes known as the Florida Not For Profit Corporation Act.

ARTICLE I
NAME

The name of this Corporation shall be **FLORIDA CITIZENS BANK OFFICE PARK CONDOMINIUM ASSOCIATION, INC.**

ARTICLE II
DURATION

This Corporation shall have perpetual existence commencing upon the filing of these Articles by the Department of State.

ARTICLE III
PURPOSE

This Corporation is organized for the dual purpose of operating a Owners Association for Florida Citizens Bank Office Park, a real estate development in Marion County, Florida, including the Florida Citizens Bank Office Park Condominium and other non-condominium property and for the purpose of operating as a Condominium Association for Florida Citizens Bank Office Park Condominium.

Additionally, the Corporation shall have those powers granted to it as a Corporation not for profit by the Florida Not For Profit Corporation Act.

ARTICLE IV **MEMBERSHIP**

All record owners of the Florida Citizens Bank Parcel and the Condominium Units located in Florida Citizens Bank Office Park Condominium, which was developed as a part of the plan of development for Florida Citizens Bank Office Park, shall be members of this Corporation during the time of ownership of such parcel or Condominium Unit as the case may be. No stock certificates will be issued.

ARTICLE V **INITIAL DIRECTORS**

All of the affairs of this Corporation shall be managed by a Board of Directors which shall consist of not less than three (3) nor more than five (5) members. The Corporation shall initially have three (3) Directors. The names and addresses of the initial Directors is as follows:

- | | | | | | |
|----|-----------------------|----|--------------------|----|-----------------------------------|
| 1. | Carl Walls | 2. | John L. Bazemore | 3. | Thomas E. Rhodes |
| | 720 South Pine Avenue | | P. O. Box 739 | | 950 N. E. 51 st Avenue |
| | Ocala, Florida 34471 | | McIntosh, FL 32664 | | Ocala, FL 34470 |

The method of election of future Directors shall be as stated in the By-Laws of the Corporation.

ARTICLE VI **PRINCIPAL OFFICE/REGISTERED AGENT/INCORPORATOR**

The address of the Corporation's initial principal office is 720 South Pine Avenue, Ocala, Florida 34471.

The name of its initial registered agent and his address is Thomas E. Rhodes, 950 Northeast 51st Avenue, Ocala, Florida 34470.

The name and address of the incorporator is as follows: Carl Walls, 720 South Pine Avenue, Ocala, Florida 34471.

ARTICLE VII **BY-LAWS**

The By-Laws of this Corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded at any regular or special meeting of either the Board of Directors or the membership by vote of a majority of the votes entitled to be cast by the members present at such meeting or by written consent executed by the Board of Directors or by a majority of the members entitled to vote.

**ARTICLE VIII
AMENDMENTS**

These Articles of Incorporation may be amended after a written proposal as to such amendment shall have been adopted by a two-thirds vote of the parcel and unit owners at any regular or special meeting of the membership called for such purpose, or by written consent executed by sixty percent (60%) of all parcel and unit owners.

**ARTICLE IX
STATUTORY PROVISIONS**

Notwithstanding any other provision of these Articles no member, trustee, officer, employee or representative of this Corporation shall take any action or carry on any activity by or on behalf of the Corporation not permitted to be taken or carried on by an organization pursuant to Sections 617.301 through 617.306, or Chapter 718, Florida Statutes, 2004, as the same may be hereafter amended.

**ARTICLE X
DISTRIBUTION ON DISSOLUTION of the original Articles of Incorporation, filed
June 1, 2004 is hereby deleted.**

August 17th, 2005

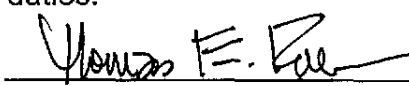

CARL WALLS


JOHN L. BAZEMORE


THOMAS E. RHODES

ACCEPTANCE OF RESIDENT AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


THOMAS E. RHODES