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*Amend  
T. Lewis*

12/29/04--01054--001 \*\*10.00

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**KIESEL, HUGHES & JOHNSTON**

ATTORNEYS AT LAW

2121 MCGREGOR BOULEVARD, FORT MYERS, FLORIDA 33901

A. JOHN HUGHES, JR. (239) 337-4500  
RICHARD JOHNSTON, JR. (239) 337-3900  
THOMAS F. KIESEL (239) 334-1800

REPLY TO: POST OFFICE BOX 1000  
FORT MYERS, FLORIDA 33902  
FACSIMILE (239) 337-7968

**VIA FEDERAL EXPRESS**

December 27, 2004

Registration Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

Re: Lee Road Extension Association, Inc.

Dear Ladies and Gentlemen:

Pursuant to a recent telephone conference between my office and a representative (name unknown) from your office, please find revised Amendment to Articles of Incorporation along with a balance check in the sum of \$10.00. Pursuant to your telephone conference with my staff, your office was holding the \$25.00 check previously submitted.

Please properly file the enclosed and forward at your earliest convenience directly to the undersigned your letter of acknowledgment.

Thank you for your assistance and in the event that you have any questions or concerns, please do not hesitate to contact me.

Very truly yours,



Thomas F. Kiesel  
TFK/sns  
Enclosure

RECEIVED  
04 DEC 28 AM 9:29  
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

December 21, 2004

THOMAS F. KIESEL, ESQ.  
KIESEL, HUGHES & JOHNSTON, P.A.  
2121 MCGREGOR BLVD.  
FORT MYERS, FL 33901

SUBJECT: LEE ROAD EXTENSION ASSOCIATION, INC.  
Ref. Number: N04000007739

We have received your document for LEE ROAD EXTENSION ASSOCIATION, INC. and check(s) totaling \$25.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Nonprofit corporations do not have shareholders. Please remove any reference to shareholders from the document.

The filing fee for articles of amendment is \$35.00. There is a balance of \$10.00 due to process the amendment.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6905.

Thelma Lewis  
Document Specialist Supervisor

Letter Number: 104A00070836

**KIESEL, HUGHES & JOHNSTON**

ATTORNEYS AT LAW

2121 MCGREGOR BOULEVARD, FORT MYERS, FLORIDA 33901

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REPLY TO: POST OFFICE BOX 1000  
FORT MYERS, FLORIDA 33902  
FACSIMILE (239) 337-7968

**VIA FEDERAL EXPRESS**

December 3, 2004

Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

Re: Lee Road Extension Association, Inc.

Dear Ladies and Gentlemen:

Enclosed please find the following:

1. Articles of Amendment;
2. My check for payment in the amount of \$25.00, representing payment in full of the filing fee for the Articles of Amendment.

Please properly file the enclosed and forward at your earliest convenience directly to the undersigned your letter of acknowledgment.

Thank you for your assistance and in the event that you have any questions or concerns, please do not hesitate to contact me.

Very truly yours,



Thomas F. Kiesel  
TFK/sns  
Enclosure

**AMENDMENT TO ARTICLES OF INCORPORATION  
OF  
LEE ROAD EXTENSION ASSOCIATION, INC.**

FILED  
04 DEC 28 PM 1:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The Articles of Incorporation of LEE ROAD EXTENSION ASSOCIATION, INC., Document No. N04000007739, are amended to read as follows:

Pursuant to Section 617.0202, Florida Statutes, these Articles of Incorporation are created by LEE LAND HOLDINGS, L.L.C., a Florida Limited Liability Company, whose address is 25151 Pennyroyal Drive, Bonita Springs, Florida 34134, and AIRPORT INDUSTRIAL HOLDINGS, L.L.C., a Florida Limited Liability Company, whose address is 26811 South Bay Drive, Suite 240, Bonita Springs, Florida 34134, as incorporators, for the purposes set forth below.

ARTICLE II

Item F is deleted from Article II of the Articles of Incorporation.

ARTICLE VI

- A. Proposal. Amendments to these Articles may be proposed by a majority of the Board or upon petition of the owners of one-fourth (1/4<sup>th</sup>) of the Voting Interests by instrument, in writing, signed by them and as provided in the Association ByLaws.

ARTICLE XI

DISSOLUTION OF ASSOCIATION

Article XI is added as follows:

No portion of the net earnings of the Association will inure (upon dissolution of the Association or otherwise) to the benefit of any private person, other than as a direct result of the Association engaging in one or more of the activities which are consistent with and within the scope of its purpose. Subject to the foregoing, upon the dissolution of the Association, all of its assets remaining after adequate provision is made for the payment of its creditors and the costs and expenses of dissolution will be distributed in the following manner:

- (a) SURFACE WATER MANAGEMENT SYSTEM. Property and interests in property, whether real, personal or mixed, which constitutes or is directly or indirectly related to the Surface Water Management System, if any, will be dedicated to the appropriate governmental agency or contributed to a similar non-profit corporation or organization as required by the South Florida Water Management District, if any. This provision may not be amended without the consent and approval of South Florida Water Management District.

LEE LAND HOLDINGS, LLC, a  
Florida Limited Liability Company

By: UTEBJ, LLC, a Florida Limited  
Liability Company, Managing Member  
of Lee Land Holdings, LLC, a  
Florida Limited Liability Company

By: UTE ROSINUS  
UTE ROSINUS, Managing Member of  
UTEBJ, LLC and Director of Lee Road  
Extension Association, Inc.

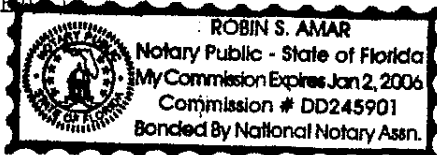
STATE OF FLORIDA  
COUNTY OF LEE

The foregoing instrument was acknowledged before me this  
21st day of December, 2004, by UTE ROSINUS, as Managing  
Member of UTEBJ, LLC, a Florida Limited Liability Company,  
Managing Member of Lee Land Holdings, LLC, a Florida limited  
liability company, and Director of Lee Road Extension  
Association, Inc. She is personally known to me, or provided a  
Florida Driver's license as identification.

Robin S. Amar  
Signature of Notary

My Commission Expires:

(SEAL)



(b) OTHER PROPERTY. Property and interests in property, whether real, personal, or mixed, which do not constitute or which are neither directly or indirectly related to the Surface Water Management System, if any, will be distributed in the following manner:

- (i) DECLARANTS' DESIGNEE. To the person, firm or corporation designated by the Declarants.
- (ii) OWNERS' DESIGNEE. If the Declarants fail or refuse to make any such designation, then, to the person, firm or corporation designated by the largest number of owners entitled to cast votes on matters coming before the membership who actually cast votes.

The foregoing Amendment was adopted by the Board of Directors of this Corporation on the 21<sup>st</sup> day of December, 2004.

IN WITNESS WHEREOF, the undersigned have executed this Amendment to the Articles of Incorporation this 21<sup>st</sup> day of December, 2004.

AIRPORT INDUSTRIAL HOLDINGS, LLC, a  
Florida Limited Liability Company

By: Synergy Industrial Enterprises,  
LLC, a Florida Limited Liability  
Company, Managing Member of  
Airport Industrial Holdings, LLC

By: [Signature]  
FRANZ ROSINUS, Managing Member  
of Synergy Industrial Enterprises,  
LLC and Director of Lee Road  
Extension Association, Inc.

STATE OF FLORIDA  
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 21<sup>st</sup> day of December, 2004, by FRANZ ROSINUS, as Managing Member of Synergy Industrial Enterprises, LLC, a Florida Limited Liability Company, Managing Member of Airport Industrial Holdings, LLC, a Florida limited liability company, and Director of Lee Road Extension Association, Inc. He is personally known to me, or provided a Florida Driver's license as identification.

[Signature]  
Signature of Notary

My Commission Expires:  
(SEAL)

