

Division of Corporations

Florida Department of State
Division of Corporations
Public Access system

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H07000272380 3)))



H070002723803ABCS

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 617-6380

From: GAIL S. ANDRE'

Account Name : LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P.A.
Account Number : 072720000036
Phone : (407) 843-4600
Fax Number : (407) 843-4444

PLEASE ARRANGE FILING OF THE ATTACHED AMENDED AND RESTATED ARTICLES OF INCORPORATION AND RETURN A CERTIFICATION TO ME AS SOON AS POSSIBLE. THANK YOU FOR YOUR ASSISTANCE IN THIS MATTER.

2007 NOV -5 AM 10:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

COR AMND/RESTATE/CORRECT OR O/D RESIGN

BASS LAKE MANOR HOMEOWNERS' ASSOCIATION, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$43.75

RECEIVED

2007 NOV -5 AM 8:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing Menu

Help

FILED2007 NOV -5 AM 10:50
H07000272380 3
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**AMENDED AND RESTATED ARTICLES OF INCORPORATION****OF****BASS LAKE MANOR HOMEOWNERS' ASSOCIATION, INC.**

In compliance with the requirements of Section 617.1006, Florida Statutes, BASS LAKE MANOR HOMEOWNERS' ASSOCIATION, INC., a Florida not-for-profit corporation (hereinafter called the "Association"), adopts the following Amended and Restated Articles of Incorporation. The original Articles of Incorporation for the Association were filed on October 10, 2006 and assigned Charter No. N06000010613.

By written consent executed as of the date hereof by the Directors of the Association, the Directors have agreed that the original Articles of Incorporation of the Association shall be amended and restated. In accordance with the original Articles of Incorporation, the Members are not entitled to vote on any amendments to such Articles of Incorporation. The Articles of Incorporation are hereby amended and restated as follows:

ARTICLE I**NAME OF CORPORATION**

The name of the corporation is BASS LAKE MANOR HOMEOWNERS' ASSOCIATION, INC., a Florida not-for-profit corporation (hereinafter called the "Association").

ARTICLE II**PRINCIPAL OFFICE AND MAILING ADDRESS OF THE ASSOCIATION**

The principal office and mailing address of the Association is located at 790 N. Orange Avenue, Orlando, Florida 32801.

ARTICLE III**REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial registered office of the Association is 790 N. Orange Avenue, Orlando, Florida 32801 and the name of the initial registered agent at that address is Scott P. Williams.

ARTICLE IV**DEFINITIONS**

All terms used in these Articles shall have the same meaning as defined in the Bylaws for Bass Lake Manor Homeowners' Association, Inc., as the same may be amended and supplemented from time to time (the "Bylaws"), unless these Articles specifically provide

H07000272380 3

otherwise, or unless the context dictates a contrary meaning. The Easement area referred to herein is that certain Easement 15 to 33 feet wide across Lot 40, Bass Lake Manor Subdivision, Plat Book X, Page 17, Public Records of Orange County, Florida.

ARTICLE V

PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the Members thereof, and the specific purposes for which it is formed are to provide for the improvement, maintenance, enhancement and operation of the Easement Area and Recreational Amenities, if any, and to promote the health, safety and welfare of the residents within the Bass Lake Manor subdivision and any additions thereto as may hereafter be brought within the jurisdiction of this Association for the following purposes:

- (a) Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Bylaws;
- (b) Fix, levy, collect and enforce payment by any lawful means, all dues pursuant to the terms of the Bylaws; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;
- (c) Acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;
- (d) Borrow money, and with the assent of two-thirds (2/3) of each of the Members, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;
- (e) Operate and maintain the Easement Area and Recreational Amenities, if any, in accordance with the Bylaws.
- (f) Have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Florida by law may now or hereafter have or exercise.
- (h) Have and exercise any and all powers, rights and privileges set forth under the Bylaws.

ARTICLE VI

MEMBERSHIP

Any owner of a lot in Bass Lake Manor may be a Member of the Association.

0029578\126431\10729053

H07000272380 3

B07000272380 3

ARTICLE VIIBOARD OF DIRECTORS

The number of Directors may be increased or decreased by amendment to these Articles, provided there shall never be less than three (3) Directors. All affairs of the Association shall be governed by the affirmative vote of a majority of the Directors in attendance at a duly called meeting unless otherwise specifically provided for in the Bylaws.

Directors shall be appointed to serve for three (3) year terms, unless a Director sooner dies, resigns or is removed. There shall be no limit to the number of terms any one Member may serve as a director.

The names and addresses of the persons who are to act in the capacity of Directors until the selection of their successors are:

<u>NAME</u>	<u>ADDRESS</u>
Robert J. Hewett	2925 Gulf Drive, Orlando, Florida 32806
Scott P. Williams	790 N. Orange Avenue, Orlando, Florida 32801
Ellen J. Boogher	2913 Gulf Drive, Orlando, Florida 32806

ARTICLE VIIIDISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of the Members.

ARTICLE IXDURATION

The Association shall exist perpetually.

B07000272380 3

B07000272380 3

ARTICLE X
INCORPORATOR

The name and address of the incorporator is as follows:

NAME
Scott P. Williams

ADDRESS
790 N. Orange Avenue
Orlando, Florida 32801

ARTICLE XI
AMENDMENTS

Amendment of these Articles shall require the agreement of TWO-THIRDS (2/3) of the Board.

[Remainder of this page intentionally left blank.]

B07000272380 3

H07000272380 3

IN WITNESS WHEREOF, the duly authorized officers of the Association have executed these Amended and Restated Articles of Incorporation this 18th day of September, 2007 on behalf of the Association.

BASS LAKE MANOR HOMEOWNERS' ASSOCIATION, INC., a Florida not-for-profit corporation

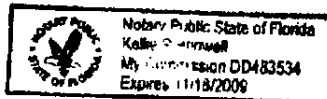
By: [Signature]
Robert J. Hewett, President

By: [Signature]
Ellen J. Boogher, Secretary

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 18th day of September 2007, by Robert J. Hewett, President, of Bass Lake Manor Homeowners' Association, Inc., a Florida non-profit corporation, on behalf of the corporation. He is personally known to me or has produced Drivers License as identification.

(NOTARY SEAL)

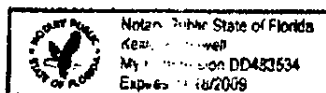


Kellie P. Bridwell
Signature of Notary Public
Kellie P. Bridwell
Typed, Printed or Stamped Name of Notary
Commission No.: DD483534
My Commission Expires: 11/18/2009

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 18th day of September 2007, by Ellen J. Boogher, Secretary, of Bass Lake Manor Homeowners' Association, Inc., a Florida non-profit corporation, on behalf of the corporation. She is personally known to me or has produced Drivers License as identification.

(NOTARY SEAL)



Kellie P. Bridwell
Signature of Notary Public
Kellie P. Bridwell
Typed, Printed or Stamped Name of Notary
Commission No.: DD483534
My Commission Expires: 11/18/2009