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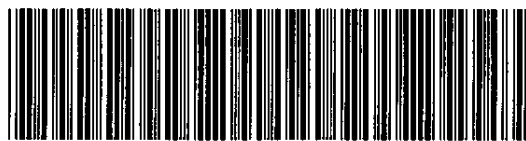
(Business Entity Name)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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*Amended +  
Restated +  
N/C*

***PULLUM & PULLUM, PA***  
***ATTORNEYS AND COUNSELORS AT LAW***

J. STEPHEN PULLUM  
MARYBETH L. PULLUM

SUITE 701 FIRST FAMILY OAKS  
1330 W. CITIZENS BLVD.  
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E-mail: [Marybeth@pullumlaw.com](mailto:Marybeth@pullumlaw.com)

August 8, 2007

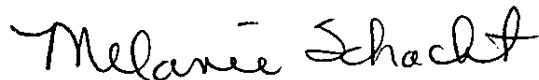
Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Dear Sir or Madam:

Enclosed please find our firm's check number 10626 in the amount of \$35.00 representing the filing fee for the Amended and Restated Articles of Incorporation. Please return the copy of the Articles to me with the filing information.

If you have any questions, or need anything further please do not hesitate to contact me.

Sincerely,



Melanie Schacht  
Legal Assistant

Enclosures

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF**

**FILED**  
**07 AUG -9 PM 2:43**  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**SUMMERFIELD PROFESSIONAL OFFICE CONDOMINIUM ASSOCIATION, INC.  
(A non-profit Florida Corporation)**

We, the undersigned, hereby associate ourselves together and make, subscribe and acknowledge these Articles of Incorporation for the purpose of becoming incorporated in accordance with and under the laws of the State of Florida as a corporation not for profit.

**ARTICLE I. NAME AND PRINCIPAL ADDRESS**

The name of this corporation shall be **SUMMERFIELD PROFESSIONAL OFFICE CONDOMINIUM ASSOCIATION, INC.** The principal address of the corporation is 601 East Dixie Avenue, Suite 1001, Leesburg, Fl 34748. The corporation is also called "the Association".

**ARTICLE II. TERM OF EXISTENCE**

The existence of this corporation shall commence with the filing of these Articles of Incorporation with the Secretary of State, Tallahassee, Florida. The corporation shall exist in perpetuity.

**ARTICLE III. PURPOSES**

The general purposes for which this corporation is organized are as follows:

A. To provide for the orderly enjoyment of Summerfield Professional Office Condominium, a non-residential Condominium ("the Condominium") according to the Declaration of Condominium recorded in the Public Records of Marion County, Florida, as that Declaration may exist and be amended from time to time.

B. To promote the health, safety, and welfare of the members of this corporation and to oversee the proper maintenance by Members of this corporation of the Property of the Condominium.

C. To enforce the terms, covenants and conditions, and restrictions appertaining to Summerfield Professional Office Condominium contained in the Declaration of Condominium ("the Declaration") which is to be recorded in the Public Records of Marion County, Florida, and all other Condominium Documents which by their terms are to be enforced by this Association. The terms used herein shall have the same meaning as in the Declaration.

D. To maintain, manage and operate the easements, rights of way, signs, and other Common Elements of Summerfield Professional Office Condominium including the Surface Water or Storm Water Management System for the Condominium.

E. To exercise all of the powers and privileges and to perform all of the duties, purposes, and obligations of the Association, as identified in the Declaration recorded in the Public Records of Marion County, Florida, as the Declaration may be amended from time to time.

F. To establish, levy, and collect Assessments from Members as appropriate and authorized in the Condominium Documents.

G. To acquire and maintain the Condominium Property in conjunction with the affairs of this corporation and to provide from the proceeds of the Assessments for the operation, administration, maintenance, repair and improvements, replacements, insurance, and utilities for all property as may be acquired or maintained by the corporation.

H. To operate, maintain and manage the Surface Water or Stormwater Management System in a manner consistent with the St. John's River Water Management District Permit ("the St. John's Permit") requirements and applicable District rules pertaining to the Property, and to assist in the enforcement of the provisions of the Declaration and the St. John's Permit which relate to the Surface Water or Stormwater Management System. The Association shall levy and collect Assessments for the costs of maintenance and operation of the Surface Water or Stormwater Management System.

#### **ARTICLE IV - POWERS**

The corporation shall have all of the common law and statutory powers permissible under the laws of the State of Florida for a corporation not for profit now existing or as henceforth may exist, and all powers reasonably necessary to implement and effectuate the purposes of the corporation, including but not limited to the power:

A. To acquire by any means real and personal property.

B. To establish, levy, and collect Assessments and to enforce the collection of Assessments by filing liens or filing suits, including the power to levy and collect adequate Assessments against members of the Association for the costs of maintenance and operation of the Surface Water and Stormwater Management System, to establish, levy and collect fines, and tenant registration fees.

C. To sell, convey, mortgage, pledge, lease, exchange, transfer, or otherwise dispose of all or any part of the property and assets.

## **ARTICLE V - MEMBERSHIP**

Any Owner of a Unit, as those terms are defined in the Declaration of Condominium for Summerfield Professional Office Condominium, shall automatically become a Member upon the acquisition of an ownership interest in title to any unit. Membership shall automatically terminate upon divestment of ownership regardless of the means of divestment.

## **ARTICLE VI - SUBSCRIBERS**

The names and addresses of the subscribers to these Articles of Incorporation are:

Khai Chang, 18550 US Highway 441, Suite A, Mount Dora, FL 32757

Sandeep K. Thaper, 601 E. Dixie Avenue, Suite 1001, Leesburg, Fl 34748

S. Cheema, 18550 US Highway 441, Suite A, Mount Dora, FL 32757

## **ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 308 E. Fifth Avenue, Mount Dora, Florida, 32757.

The name of the initial registered agent of this corporation is Archie Lowrey, Esquire.

The principal address of the registered office and the registered agent are the same.

## **ARTICLE VIII - MANAGEMENT OF CORPORATION**

The business affairs of this corporation shall be managed by a Board of Directors composed of three members. The Directors of the corporation shall be elected as provided in the Bylaws by the membership entitled to vote at the regular Annual Meeting of the members of the corporation. The names and addresses of the Board of Directors who shall hold office until their successors are elected and have qualified are:

NAME	ADDRESS
Khai Chang,	18550 US Highway 441, Suite A, Mount Dora, FL 32757
Sandeep K. Thaper,	601 E. Dixie Avenue, Suite 1001, Leesburg, Fl 34748
S. Cheema,	18550 US Highway 441, Suite A, Mount Dora, FL 32757

Notwithstanding the foregoing, the Developer of Summerfield Professional Office Condominium, shall have the power and authority to manage this corporation and to appoint all members of the Board of Directors until the following occurs:

When the Unit Owners, other than the Developer, own fifteen percent (15%) or more of the Units in the Condominium that will be operated ultimately by this corporation, the Unit Owners,

other than the Developer, shall be entitled to elect no less than one-third (1/3) of the members of the Board of Directors of the Association. Unit Owners, other than the Developer, are entitled to elect not less than a majority of the members to the Board of Directors of this corporation when the first of the following occurs:

(a) three (3) years after fifty percent (50%) of the Units that will be ultimately operated by this corporation have been conveyed to purchasers; or

(b) three (3) months after ninety percent (90%) of the Units that will be operated ultimately by this corporation have been conveyed to purchasers; or

(c) when all the Units that will be operated ultimately by this corporation have been completed, some of them have been conveyed to purchasers, and none of the others are being offered by sale by the Developer in the ordinary course of business; or

(d) when some of the Units have been conveyed to purchasers and none of the others are being constructed or offered for sale by the Developer in the ordinary course of business; or

(e) seven (7) years after recording of the Declaration of Condominium for Summerfield Professional Office Condominium.

The Developer is entitled to elect at least one member to the Board of Directors of this corporation as long as the Developer holds for sale in the ordinary course of business at least five percent (5%) of the Units in Summerfield Professional Office Condominium. Following the time the Developer relinquishes control of this corporation, the Developer may exercise the right to vote any Developer-owned Units in the same manner as any other Unit Owner except for the purpose of reacquiring control of this corporation or selecting the majority members to the Board of Directors.

#### **ARTICLE IX - OFFICERS**

The officers of the corporation shall consist of a President, Vice-President and Secretary-Treasurer who are elected in accordance with the Bylaws of the Board of Directors. The names of the officers who shall serve until the first election are as follows:

PresidentTreasurer: Sandeep K. Thaper

Secretary: Khai Chang

Vice President: S. Cheema

**ARTICLE X - RESPONSIBILITY FOR MAINTENANCE**

The corporation shall be responsible for the maintenance, operation and repair of all Common Elements of Summerfield Professional Office Condominium.

**ARTICLE XI - AMENDMENTS TO THE ARTICLES OF INCORPORATION  
AND BYLAWS; TERMINATION**

Amendments to the Articles of Incorporation and Bylaws may be proposed and considered in accordance with the procedures set forth in the Bylaws. Any proposed amendment shall be first adopted by the Board of Directors. Amendments will be finally adopted upon the affirmative vote of a majority of qualified voting Members who are voting in person or by absentee ballot at any meeting at which a quorum is present which meeting is called in accordance with the procedures set forth in the Bylaws.


In the event of termination, dissolution, or final liquidation of the Association, the responsibility for the operation and maintenance of the Surface Water or Stormwater Management System must be transferred to and accepted by an entity which would comply with '40C-42.027 F.A.C. and be approved by the St. John's River Water Management District prior to such termination, dissolution, or liquidation.

IN WITNESS WHEREOF, the undersigned, being the President does hereunto set my hand and seal acknowledged and filed the foregoing Amended and Restated Articles of Incorporation under the laws of the State of Florida this 7<sup>th</sup> day of August, 2007.

  
Sandeep K. Thaper

STATE OF FLORIDA  
COUNTY OF FLORIDA

The foregoing instrument was acknowledged before me this 7<sup>th</sup> day of August, 2007, by Sandeep K. Thaper who is personally known to me.

  
Printed Name: \_\_\_\_\_  
NOTARY PUBLIC State of Florida  
Commission # \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_



**Articles of Amendment  
to  
Articles of Incorporation  
of**

SUMMERFIELD PROFFESIONAL OFFICE CONDOMINIUM ASSOCIATION, INC.

(Name of corporation as currently filed with the Florida Dept. of State)

.N07000006459

(Document number of corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this ***Florida Not For Profit Corporation*** adopts the following amendment(s) to its Articles of Incorporation:

**NEW CORPORATE NAME (if changing):**

SUMMERFIELD PROFESSIONAL OFFICE CONDOMINIUM ASSOCIATION, INC.

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may **not** be used in the name of a not for profit corporation)

**AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE)** Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (BE SPECIFIC)

## Amended and Restated Articles of Incorporation

(Attach additional pages if necessary)  
(continued)



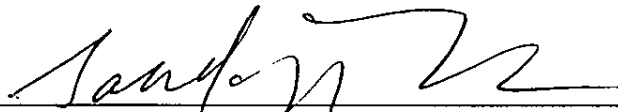
The date of adoption of the amendment(s) was: 8-7-07

Effective date if applicable: \_\_\_\_\_  
(no more than 90 days after amendment file date)

**Adoption of Amendment(s) (CHECK ONE)**

- ☒ The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signature



(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

Sandeep K. Thaper

(Typed or printed name of person signing)

President

(Title of person signing)

**FILING FEE: \$35**