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# COR AMND/RESTATE/CORRECT OR O/D RESIGN WILDCAT RUN COUNTRY CLUB ASSOCIATION, INC.

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THE UNDERSIGNED, being a duly elected and acting officer of Wildcat Run Country Club Association, Inc., a Florida corporation not for profit ("Association"), does hereby certify that:

- 1. The Amended and Restated Articles of Incorporation attached hereto as Exhibit "A" contain amendments to the Articles of Incorporation requiring approval from the Association's members.
- 2. The Association's members approved the Amended and Restated Articles of Incorporation at the duly called and noticed Special Members' Meeting held on March 23, 2021, at which a quorum was present.
- 3. The number of votes cast by the Association's members at the Special Members' Meeting was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and the seal of the corporation.

WILDCAT RUN COUNTRY CLUB ASSOCIATION, INC. (SEAL)

Bruce Hoffman

Its: President

June 7, 2021

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# EXHIBIT A

# AMENDED AND RESTATED ARTICLES OF INCORPORATION OF WILDCAT RUN COUNTRY CLUB ASSOCIATION, INC.

## 1.0 NAME & ADDRESS

This Club is known as WILDCAT RUN COUNTRY CLUB ASSOCIATION, INC. (the "Club"). Its address is 20300 Country Club Drive, Estero, Florida 33928.

#### 2.0 PURPOSE

This Club is organized for the purpose of owning, maintaining and operating the "Facilities" (defined as the "General Facilities" and "Golf Course Facilities" in the Second Amended and Restated Declaration of Covenants and Restrictions recorded in Instrument #2015000034832, Public Records of Lee County, Florida, as amended from time to time) for the use, benefit, pleasure and recreation of the members of the Club, their families, guests and others permitted to use the Facilities pursuant to these Articles of Incorporation, the Club's Bylaws and the Rules and Regulations. The foregoing will not be construed in any way as limiting its powers but the Club will have and exercise all of the powers conferred upon corporations so formed and those set forth in Chapter 617, Fla. Stat., as the same may be amended from time to time. The Club is a tax-exempt "Social Club" as described in Section 501(c)(7) of the Internal Revenue Code.

### 3.0 ELECTION OF DIRECTORS

The Directors of the Club shall be elected as provided in the Bylaws.

## 4.0 AMENDMENT OF ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended or repealed if approved by a majority of the votes cast at any meeting of the Equity Members at which a quorum has been established. The proposed Amendment must be set forth in or attached to the notice of the meeting. Amendments correcting errors, omissions or scrivener's errors may be approved by the Board of Directors.

#### 5.0 PERPETUAL EXISTENCE

The term of the Association shall be perpetual.

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