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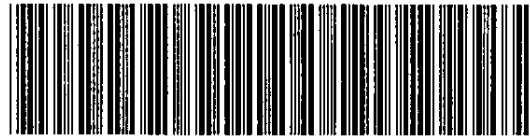
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Amended And
Restated Art

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JUL 18 2012
T. ROBERTS

RABIN ♦ PARKER

ATTORNEYS AT LAW

BENNETT L. RABIN
MONIQUE E. PARKER

28163 U.S. HWY. 19 N., STE. 207, CLEARWATER, FL 33761
727.475.5535 PHONE ♦ 727.723.1131 FAX

July 11, 2012

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Certificate of Amendment to Articles of Incorporation
Matter No: 10192-002

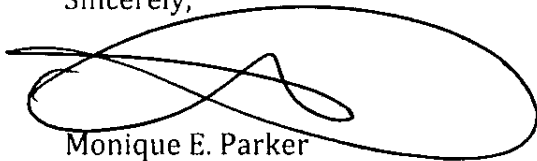
Gentlemen:

Please find enclosed the original of a Certificate of Amendment to the Articles of Incorporation of Laurel Oaks at Country Woods Condominiums Association, Inc., which I would appreciate your filing. My check in the amount of \$35.00 is enclosed herewith.

Also enclosed is a copy of the Certificate which I would appreciate your stamping and returning to me for my records in the enclosed self-addressed envelope.

Thank you for your assistance in this matter, and if you have any questions, please do not hesitate to contact me.

Sincerely,

A handwritten signature in black ink, consisting of a large, stylized loop that starts with a horizontal stroke, loops around, and ends with a small flourish.

Monique E. Parker

MEP/pb

Enclosures

cc: Laurel Oaks at Country Woods Condominiums Association, Inc.,

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
LAUREL OAKS AT COUNTRY WOODS CONDOMINIUMS ASSOCIATION, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I.
Name

The name of the corporation shall be LAUREL OAKS AT COUNTRY WOODS CONDOMINIUMS ASSOCIATION, INC. For convenience, the corporation shall be referred to in this instrument as "Association." The corporate address shall be 2430 Estancia Boulevard, Suite 114, Clearwater, Florida 33761 or such other address as may be designated by the Board of Directors from time to time.

II.
Purpose

2.1 The purpose for which the Association is organized is to provide an entity pursuant to the Florida Condominium Act, which is Chapter 718, Florida Statutes, for the operation of LAUREL OAKS AT COUNTRY WOODS CONDOMINIUMS which was created through the merger of Laurel Oaks at Countryway Condominium I, II, III, IV, V, VI, VII, VIII, IX, X, XI, XII, XIII, XIV, XV, XVI, XVII, XVIII, XIX, and XX, and such other condominiums as may elect to merge with this corporation in the future, according to the Declaration of Condominium as recorded in the Public Records of Pinellas County, Florida, located in Pinellas County, Florida.

2.2 The Association shall make no distributions of income to its members, directors or officers.

III.
Power

The powers of the Association shall include and be governed by the following provisions:

3.1 The Association shall have all of the common law and statutory powers of a corporation not for profit and not in conflict with the terms of these Articles.

3.2 The Association shall have all of the powers and duties set forth in the Condominium Act, these Articles and the Declarations of Condominium, and all of the powers and duties reasonably necessary to operate the condominium pursuant to the Declaration as may be amended from time to time, including but not limited to the following:

a. To make and collect assessments against members as unit owners to defray the costs, expenses and losses of the condominium, and to account to each member for assessments against that member's unit.

b. To use the proceeds of assessments in the exercise of its powers and duties.

c. The maintenance, repair, replacement and operation of the property of the condominium, including easements.

d. The purchase of insurance upon the property of the condominium and insurance for the protection of the Association.

e. The reconstruction of improvements after casualty and the further improvement of property.

f. To make and amend reasonable rules and regulations respecting the use of the condominium property and the units, provided all such rules and regulations are consistent with the terms of the Declaration of Condominium.

g. To enforce by legal means the provisions of the Condominium Act, the Declaration of Condominium, these Articles, the Bylaws of the Association and the Regulations for the use of the property in the condominium.

h. To contract for the management and maintenance of the condominium property and to authorize a management agent to assist the Association in carrying out its powers and duties by performing such functions as the submission of proposals, collection of assessments, preparation of records, enforcement of rules and maintenance, repair and replacement of the common elements with funds as shall be made available by the Association for such purposes. The Association and its officers shall, however, retain at all times the powers and duties granted by the condominium documents and the Condominium Act, including but not limited to the making of assessments, promulgation of rules and the execution of contracts on behalf of the Association.

i. To employ personnel to perform the services required for proper operation of the condominium.

3.3 All funds and titles of all properties acquired by the Association and their proceeds shall be held in trust for the members of the Association in accordance with the provisions of the Declaration of Condominium, these Articles of Incorporation, and the Bylaws.

IV.
Members

4.1 The members of the Association consist of all of the record owners, by deed or otherwise, of condominium units in LAUREL OAKS AT COUNTRY WOODS CONDOMINIUMS and after termination of the condominium shall consist of those who are members at the time of such termination and their successors and assigns.

4.2 Change of membership in the Association shall be established, by recording in the Public Records of Pinellas County, Florida, a deed, or other instrument establishing a record title to the unit in the condominium. The owner designated by such instrument thus becomes a member of the Association and the membership of the prior owner is terminated.

4.3 The share of a member in the funds and assets of the Association cannot be assigned, hypothecated and transferred in any manner except as an appurtenance to his unit.

4.4 The owner of each unit shall be entitled to one vote as a member of the Association. The manner of exercising voting rights shall be determined by the Bylaws of the Association.

4.5 The terms "unit" and "unit owners" or "owners" shall have the same meaning as "unit" or "owner" as same are defined in the Condominium Act.

V.
Directors

5.1 "Number and Qualification." The affairs of the Association shall be governed by a Board of Directors. The number of Directors which shall constitute the Board shall be seven (7). The Directors shall be elected in the manner set forth in the Bylaws.

5.2 The names and addresses of the members of the Board of Directors shall be maintained in the official records of the Association.

VI.
Officers

The affairs of the Association shall be administered by the officers designated by the Bylaws. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Association and shall serve at the pleasure of the Board of Directors. The names and addresses of the officers shall be maintained in the official records of the Association.

VII.

Registered Agent and Office

The street address of the registered office of the Association shall be 2430 Estancia Boulevard, Suite 114, Clearwater, Florida 33761 or such other location as may be designated by the Board of Directors from time to time. The registered agent for the Association shall be as appointed by the Board from time to time.

VIII.

Amendments

8.1 Amendments to these Articles may be proposed by the Board of Directors or by a petition signed by at least twenty percent (20%) of the unit owners, provided that any amendment proposed by unit owners is subject to editing as to form and legality by legal counsel for the corporation. Amendments must be approved by at least two-thirds (2/3) of those owners who are eligible to vote and participate in the voting, in person or by proxy, at a membership meeting, provided that a majority of all members entitled to vote must participate in the voting in order for the vote to be valid.

8.2 Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is considered. Provided, however, that no amendment shall make any changes in the qualification for membership nor the voting rights of members, without approval in writing by all members. No amendment shall be made that is in conflict with the Condominium Act or the Declaration of Condominium.

8.3 A copy of each amendment shall be certified by the Secretary of State and shall be recorded in the Public Records of Pinellas County, Florida.

IX.

Term

The term of the Association shall be perpetual.


END OF ADOPTED AMENDED AND RESTATED
ARTICLES OF INCORPORATION

Prepared by and return to:
Monique E. Parker, Esquire
28163 U.S. 19 North, #207
Clearwater, Florida 33761

**CERTIFICATE OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
LAUREL OAKS AT COUNTRY WOODS CONDOMINIUMS ASSOCIATION, INC.**

This is to certify that at a duly called meeting of the members of Laurel Oaks at Country Woods Condominiums Association, Inc. (the "Association") held on March 20, 2012, in accordance with the requirements of the applicable Florida Statutes and the governing documents, the Amended and Restated Articles of Incorporation attached hereto as **Exhibit "A"**, were duly adopted by the membership. Pursuant to F.S. Section 617.1006(3), the number of votes cast for the amendment was sufficient for approval. The original Articles of Incorporation were filed with the Secretary of State on October 9, 1986, bearing document number N17223

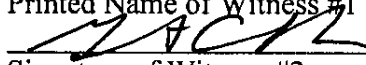
IN WITNESS WHEREOF, LAUREL OAKS AT COUNTRY WOODS CONDOMINIUMS ASSOCIATION INC., has caused this instrument to be signed by its duly authorized officer on this _____ day of June, 2012.



Signature of Witness #1

LEWIS EICHHOLT

Printed Name of Witness #1

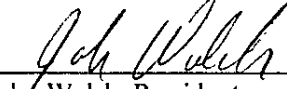


Signature of Witness #2

GRANT CLOUGH

Printed Name of Witness #2


LAUREL OAKS AT COUNTRY WOODS
CONDOMINIUMS ASSOCIATION, INC.

By: 

John Walsh, President

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 10th day of June, 2012, by John Walsh, as President of LAUREL OAKS AT COUNTRY WOODS CONDOMINIUMS ASSOCIATION, INC., on behalf of the corporation, who acknowledged that he/she executed this document on behalf of the corporation. He/she is personally known to me or has produced FLA. D.L. as identification.



Notary Public

Printed Name

