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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
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**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
PERIDIA PATIO HOMEOWNERS ASSOCIATION, INC.
DOCUMENT NUMBER N18727**

Pursuant to Section 617.1007, *Florida Statutes*, the Corporation desires to amend and restate its Articles of Incorporation, the original Articles having been filed with the Department of the State of Florida on January 13, 1987, under Document Number N18727.

1. The name of this Corporation is Peridia Patio Homeowners Association, Inc.

2. The date of the adoption of the attached Amended and Restated Articles of Incorporation was the April 11, 2017.

3. The original Articles of Incorporation were Amended and Restated as the attached Amended and Restated Articles of Incorporation of Peridia Patio Homeowners Association, Inc., and the attached Amended and Restated Articles of Incorporation supersede the original articles of incorporation and all amendments.

4. Membership approval is required for amendments to the Articles of Incorporation. Pursuant to Section 9.1 of the Articles of Incorporation, the attached Amended and Restated Articles of Incorporation were adopted by not less than a majority of the members of the Association. The Amended and Restated Articles of Incorporation were proposed and adopted by the membership pursuant to Section 617.1002, *Florida Statutes*, and in accordance with the Association's governing documents.

IN WITNESS WHEREOF, the undersigned authorized officer of the Association signed this certificate adopting the Amended and Restated Articles of Incorporation on this 14th day of May, 2017.

Signed, sealed and delivered
in the presence of:

Peridia Patio Homeowners Association, Inc.
a Florida not-for-profit corporation

Witnessed by:

Sign: Mary Ellen Heer
Print Name: Mary Ellen Heer

Sign: Elaine LaCorte
Print Name: ELAINE LACORTE

By: Stephanie M Frohne
Print Name: Stephanie Frohne, as its President

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**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF PERIDIA PATIO HOMEOWNERS ASSOCIATION, INC.**

A Corporation Not For Profit

The undersigned hereby forms a corporation not for profit under Chapter 617, Florida Statutes, and certifies as follows:

ARTICLE I. NAME

The name of the corporation shall be "Peridia Patio Homeowners Association, Inc." For convenience the corporation shall herein be referred to as the Association.

ARTICLE II. PURPOSE

2.1 Purpose: The purpose for which the Association is organized is to provide an entity for the maintenance, preservation, management and architectural control of certain property located in the unincorporated area of Manatee County, Florida, which property is subject to the "Declaration of Covenants, Conditions and Restrictions for Peridia, Unit Two", herein called the "Covenants" which is to be recorded in the Public Records of Manatee County, Florida, as same may be amended. The Association shall have the further purpose of promoting the health, safety and welfare of the owners and residents of the property subject to the covenants in accordance therewith. For the purposes of these Articles, and any By-Laws adopted pursuant hereto, the term "Subdivision" shall be defined in the same manner as in the covenants.

2.2 Distribution of Income: The Association shall make no distribution of income to its members, director or officers.

ARTICLE III. POWERS

3.1 Common Law and Statutory Powers: The Association shall have all of the common law and statutory powers of a corporation not for profit, not in conflict with the terms of these Articles of Incorporation, or the Covenants.

3.2 Specific Powers: The Association shall have all of the powers and duties set forth in the Covenants, as amended from time to time, except as validity limited by these Articles and by said Covenants, and all of the powers and duties reasonably necessary to perform the maintenance, administrative, managerial and other functions for the Subdivision as provided in said Covenants, as they may be amended from time to time, including but not limited to the following:

- (a) To make and collect assessments against members as Lot owners to defray the cost of common expenses of the Subdivision as provided in the Covenants.
- (b) To use the proceeds of assessments in the exercise of its powers and duties.
- (c) To accept, hold title to, own, purchase, acquire, replace, improve, manage, maintain and administer the use of any Common Property in accordance with the Covenants.
- (d) To purchase insurance upon any Common Property, and for the protection of the Association and its members.
- (e) To adopt and amend reasonable rules and regulations in accordance with the Covenants.

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- (f) To enforce by legal means the provision of the Covenants, the By-Laws of the Association and Regulations duly adopted by the Association.
- (g) To maintain architectural control over the Subdivision in accordance with the Covenants.
- (h) To negotiate and contract for materials and services for the benefit of the Lot Owners. Contracting for such services shall be at the discretion of the Board in accordance with the Association's governing documents, and shall nothing herein shall be deemed an obligation to obtain any such services.
- (i) To borrow money and to pledge assets of the Association as security therefor pursuant to the Covenants.
- (j) To employ personnel for reasonable compensation to perform the services required for the proper carrying out of the Association responsibilities.
- (k) To repair and maintain such parts of the Subdivision as may provide in the Covenants.
- (l) To exercise such further authority as may be reasonably necessary to carry out each and every one of the obligations of the Association set forth in the covenants, these Articles or the By-Laws, including any right or power reasonably to be inferred from the existence of any other right, power, duty, or obligation given to the Association, or reasonably necessary to effectuate its obligations under the Covenants.
- (m) To enter into agreements with other Condominium or homeowner association, or with the Peridia Property Owners' Association, Inc., providing for shared expenses of items of management, administration and/or maintenance, and to become a member of an organization of such associations.
- (n) To hold and cast the irrevocable proxies of the members of this Association as members of Peridia Property Owner's Association, Inc., in accordance with the Master Declaration for Peridia and the Articles and By-Laws of Peridia Property Owners' Association, Inc., and to perform such other duties and functions as may be appropriate under the Master Declaration for Peridia, provided same are not validly limited by this Declaration, these Articles or the By-Laws.

3.3 Assets Held in Trust: All funds and the title of all properties acquired by the Association and the proceeds thereof shall be held in trust for the members, in accordance with the provision of the Covenants, these Articles of Incorporation and the By-Laws of the Association.

3.4 Limitation on Exercise of Powers: The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the laws of the State of Florida, the Covenants, these Articles and the By-Laws of the Association.

ARTICLE IV. MEMBERS

4.1 Members: The members of the Association shall consist of all of the record owners of Lots in the Subdivision subject to the Covenants and operated thereby.

4.2 Change of Membership: Change of membership in the Association shall be established by the recording in the Public Records of Manatee County, Florida, of a deed or other instrument establishing a change of record title to a lot in the Subdivision. The owner designated in such instrument shall thereupon become a member of the Association and membership of the prior owner shall thereupon be terminated, as provided in the By-Laws.

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4.3 Limitation on a Transfer of Shares of Assets: The share of a member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner, except as an appurtenance to the member's Lot.

4.4 Voting: The Owner of each lot shall be entitled to one vote as a member of the Association. The manner of exercising voting rights shall be determined by the By-Laws of the Association. Owners owning more than one Lot shall be entitled to one vote for each lot owned.

ARTICLE V. DIRECTORS

5.1 Board of Directors: The affairs of the Association shall be managed by a Board of Directors consisting of an odd number of members determined from time to time in accordance with the By-Laws. In no event shall the Board of Directors consist of fewer than three (3) Directors or more than seven (7) Directors. Directors shall be member of the Association.

5.2 Election of Directors: Directors of the Association shall be elected at the annual meeting of the members, in the manner provided by the By-Laws. Directors may be removed and vacancies on the Board shall be filled in the manner provided by the By-Laws.

ARTICLE VI. OFFICERS

6.1 Officers: The affairs of the Association shall be administered by a President, Vice President, Secretary, Treasurer and such other officers as may from time to time be created by the Board of Directors as permitted by the By-Laws. Officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the Association and shall serve at the pleasure of the Board. Offices may be combined as provided in the By-Laws.

ARTICLE VII. INDEMNIFICATION

7.1 Indemnification: Every director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including legal fees, reasonably incurred by, or imposed upon him in connections with any proceeding or the settlement of any proceeding to which he may be a party, or in which he may become involved by reason of his being or having been a Director or officer of the Association, whether or not he is a Director or Officer at the time such expenses are incurred, except when the Directors or officer is adjudged guilty or willful and wanton misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement, the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interests of the settlement and reimbursement as being for the best interests of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or officer may be entitled. The indemnification provided herein shall also apply to duly appointed committee members.

7.2 Insurance. The Board of Directors of the Association may purchase liability insurance to insure all Directors, officers, committee members or agents, past and present, against all expenses and liabilities as set forth above. The premiums for such insurances shall be paid by the members of the Association as part of the common expenses.

ARTICLE VIII. BY-LAWS

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8.1 By-Laws: The first By-laws of the Association may be altered, amended or rescinded in the manner set forth in the By-laws.

ARTICLE IX. AMENDMENTS

9.1 Amendments: These Articles may be altered, amended or modified upon the affirmative vote of the owners of two-thirds (2/3) of the eligible voting interests present, in person or by proxy, at a meeting at which a quorum is present. Provided, further that no amendment shall make any change in the qualification for membership nor the voting rights of members without the approval of all members. No amendment shall be made which is in conflict with Covenants.

ARTICLE X. EXISTENCE

10.1 The term of the Association shall be perpetual.

ARTICLE XI. SUBSCRIBER

The name and address of the original subscriber of these Articles of Incorporation is as follows:

First Communities Corporation
5511 39th Street East
Bradenton, FL. 34208

ARTICLE XII. REGISTERED OFFICE AND AGENT

The Association shall have its registered office at 3056 University Parkway, Sarasota, FL 34243, and hereby names RCM Realty Group, LLC, at that office as its Registered and Resident Agent. By affixing of a signature of an authorized representative of RCM Realty Group, LLC, it does hereby accept said designation and appointment and agrees to comply with the laws of Florida relating to such office, and the office of the Association shall be at said address. The Board shall have the authority to change the registered agent and registered office in its discretion.

ARTICLE XIII. DEFINITIONS

Terms used herein and in the By-Laws shall have the definition and meaning thereof set forth in the Covenants unless the context shall otherwise require.

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ACCEPTANCE OF REGISTERED AGENT:

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

RCM REALTY GROUP, LLC

By: [Signature]Print Name: Alexandra TurnerPrint Title: LCAMCERTIFICATE OF AMENDMENT

The undersigned officers of Peridia Patio Homeowners Association, Inc. ("Association"), a Florida not-for-profit corporation, do hereby certify that the foregoing Amended and Restated Articles of Incorporation of Peridia Patio Homeowners Association, Inc., were duly approved by the requisite number of members. The undersigned further certify that this document was adopted in accordance with the Association's governing documents and applicable Florida law.

IN WITNESS WHEREOF, the Association has caused these Articles to be signed in its name this 10th day of May, 2017.

Signed, sealed and delivered

Witnesses:

Sign: [Signature]Print Name: Mary Ellen HeerSign: [Signature]Print Name: ELAINE LA CORTE

PERIDIA PATIO HOMEOWNERS ASSOCIATION, INC.

By: [Signature]Print Name: Stephanie Frohne

As its President

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 10th day of May, 2017, by STEPHANIE M. FROHNE, as President of PERIDIA PATIO HOMEOWNERS ASSOCIATION, INC., a Florida not-for-profit corporation, on behalf of the corporation. He/She is ☐ personally known to me or ☒ has produced FL DR LICENSE (type of identification) as identification.

[Signature]

Notary Public, State of Florida

My Commission Expires: MAY 18, 2020