

N93000000427

ISLAND PINES RECREATIONAL ASSOCIATION, INC.

C/O BENSON'S, INC. AAMC®

Accredited and Certified Community Association Managers
12650 WHITEHALL DRIVE, FORT MYERS, FLORIDA 33907-3619

941-277-0718 FAX: 941-936-8310

E-Mail: bcam@bensonsinc.com

Web Site: www.bensonsinc.com

Members:

Lou Fera, Captain's Bay South Condominium Association, Inc., Chairman

Laverne Johnson, Bac Bay Health and Racquet Club

Howard Wadsworth, Alternate, Bac Bay Health and Racquet Club

Jack Litvack, Admiral's Bay Association, Inc.

Richard Conway, Captain's Bay North Condominium One Association, Inc.

Bob Schimpf, Captain's Bay North Condominium Two Association, Inc.

Mike Kyle, Alternate, Captain's Bay North Condominium Two Association, Inc.

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****131.25 ****87.50

November 18, 1999

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

Gentlemen,

Enclosed for filing are the Amended and Restated Articles of Incorporation for this Association, together with our check for \$131.25 to cover the filing fee and certified copy.

Once the Amended Articles are filed, please forward the certified copy to us in the enclosed self-addressed, stamped envelope.

Thank you for your assistance.

Very truly yours,



Mark R. Benson, PCAM®

dmr

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 21 PM 1:47

Amended & Restated w/ Name Change
HFG 1-21-2000



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 1, 1999

Mark R. Benson
% BENSON'S, INC.
12650 Whitehall Drive
Ft. Myers, FL 33907-3619

SUBJECT: CAPTAIN'S BAY RECREATIONAL ASSOCIATION, INC.
Ref. Number: N93000000427

We have received your document for CAPTAIN'S BAY RECREATIONAL ASSOCIATION, INC. and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The above listed corporation was administratively dissolved or its certificate of authority was revoked for failure to file its 1999 corporate annual report form. To reinstate, the corporation must submit a completed reinstatement application or a current corporate annual report form and the appropriate fees.

The total amount due to reinstate is \$236.35. .

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6910.

Louise Flemming-Jackson
Corporate Specialist Supervisor

Letter Number: 599A00056812

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Richard Conway, Captain's Bay North Condominium One Association, Inc.
Bob Schimpf, Captain's Bay North Condominium Two Association, Inc.
Mike Kyle, Alternate, Captain's Bay North Condominium Two Association, Inc.

January 14, 2000

Louise Flemming-Jackson
State of Florida
Division of Corporations
Amendment Division
P.O. Box 6327
Tallahassee, FL 32314

RE: N93000000427
Captain's Bay Recreational Association, Inc.
Amended and Restated Articles of Incorporation
Changing name to Island Pines Recreational Association, Inc.

Dear Louise,

Per the telephone conversation with our office this morning, enclosed is a copy of the Amended and Restated Articles of Incorporation for filing.

It is our understanding the original document was in some manner misplaced or lost in the mail and the photocopy will suffice.

The check for filing the document was received by your office and is posted to the records.

Please register this document and forward a registered copy to our office in the enclosed envelope.

Thank you for your assistance and if you need further information, please contact us.

Very truly yours,



Kent E. Benson, CAM, CMCA®

dmr

AMENDED AND RESTATED

00 JAN 21 PM 1:47

ARTICLES OF INCORPORATION
FOR
ISLAND PINES RECREATIONAL ASSOCIATION, INC.
f/k/a CAPTAIN'S BAY RECREATIONAL ASSOCIATION, INC.

SUBSTANTIAL REWORDING OF ARTICLES OF INCORPORATION
SEE ARTICLES AS AMENDED TO DATE FOR ORIGINAL TEXT

These are the Amended and Restated Articles of Incorporation for the Island Pines Recreational Association, Inc. f/k/a Captain's Bay Recreational Association, Inc. originally filed with the Florida Department of State the 20th day of January, 1993, under Charter Number N93000000427. Matters of only historical interest have been omitted. Amendments included have been added pursuant to Chapter 617 Florida Statutes.

ARTICLE 1

NAME

The name of the corporation shall be ISLAND PINES RECREATIONAL ASSOCIATION, INC. For convenience, Chapter 718 Florida Statutes shall be referred to as the "Act" the corporation shall be referred to in this instrument as the "Rec Association", The Second Amended and Restated Recreational Land Use Agreement as "SARRLUA", these Articles of Incorporation as the "Articles", and the Bylaws of the Rec Association as the "Bylaws".

ARTICLE 2

PURPOSE

The purpose for which the Rec Association is organized is to provide an entity responsible for the operation and maintenance of real property, Recreation Areas and Facilities in which the owners of the real property in Lee County, Florida generally described as that part of the North 600 feet of Section 3, Township 47 South, Range 24 East, bounded on the west by Estero Boulevard and on the East by Ostego Bay, including condominium Unit Owners have use rights and to own and hold real and personal property for the use and benefit of the Members of the Rec Association, to take all actions and to perform all duties deemed necessary for the protection, preservation and improvement of such property and for the mutual benefit of the Members of the Rec Association. The corporation shall issue no stock.

ARTICLE 3

DEFINITIONS

The terms used in these Articles shall have the same definitions and meaning as those set forth in The Second Amended and Restated Recreational Land Use Agreement recorded in the Public Records of Lee County, Florida, unless herein provided to the contrary, or unless the context otherwise requires.

ARTICLE 4

POWERS

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

4.1 General. The Rec Association shall have all of the common-law and statutory powers of a corporation not for profit under the Laws of Florida that are not in conflict with the provisions of these Articles or of the Act.

4.2 Enumeration. The Rec Association shall have all the powers and duties set forth in the Act as it may be amended from time to time, except as limited by these Articles as they may be amended from time to time, the Bylaws as they may be amended from time to time, and all of the powers and duties reasonably necessary to operate the Rec Association pursuant to the SARRLUA, as it may be amended from time to time including but not limited to the following:

- (a) To make and collect assessments and other charges against Members of the Rec Association, and to use the proceeds thereof in the exercise of its powers and duties.
- (b) To buy, own, operate, lease, sell and trade both real and personal property as may be necessary or convenient in the administration of the Rec Association subject to the SARRLUA and if not covered therein subject to the same provisions as necessary to amend the Articles.
- (c) To maintain, repair, replace, reconstruct, add to, and operate the Rec Association property and other property acquired or leased by the Rec Association for use by Unit Owners.
- (d) To purchase insurance upon the property and insurance for the protection of the Rec Association, its officers, Directors, agents, employees and Members as Unit Owners.

- (e) To make and amend reasonable rules and regulations for the maintenance, conservation and use of the property and for the health, comfort, and welfare of the Unit Owners.
 - (f) To enforce by legal means the provisions of the Act, the SARRLUA, these Articles, the Bylaws, and the Rules and Regulations for the use of the property.
 - (g) To contract for the management of the Rec Association and any facilities used by the Unit Owners, and to delegate to the party with whom such contract has been entered into all of the powers and duties of the Rec Association except those which require specific approval of the Board of Directors or the Membership of the Rec Association.
 - (h) To employ personnel to perform the services required for proper operation of the Rec Association.
- 4.3 Rec Association property. All funds and the titles of all properties acquired by the Rec Association and their proceeds shall be held for the benefit and use of the Members in accordance with the provisions of the SARRLUA, these Articles and the Bylaws.
- 4.4 Distribution of income. The Rec Association shall make no distribution of income to its Members, Directors or officers except upon termination of the Rec Association.
- 4.5 Limitation. The powers of the Rec Association shall be subject to and shall be exercised in accordance with the provisions of the SARRLUA and the Bylaws.

ARTICLE 5

MEMBERS

- 5.1 Membership. The Members of the Rec Association shall consist of BAC-BAY HEALTH AND RACQUET CLUB CONDOMINIUM ASSOCIATION, INC., a Not for Profit Florida Corporation ("Bac-Bay"), ADMIRAL'S BAY ASSOCIATION, INC., a Not for Profit Florida Corporation ("Admiral's Bay"), CAPTAIN'S BAY NORTH CONDOMINIUM ONE ASSOCIATION, INC., a Not for Profit Florida Corporation ("North One"), CAPTAIN'S BAY NORTH TWO CONDOMINIUM ASSOCIATION, INC., a Not for Profit Florida corporation ("North Two"), and CAPTAIN'S BAY SOUTH CONDOMINIUM ASSOCIATION, INC., a Not for Profit Florida corporation ("Bay South"), and after dissolution of any of said Member Associations shall consist of those

who were Members at the time of the dissolution and their successors and assigns.

- 5.2 Assignment. The share of a Member in the funds and assets of the Rec Association cannot be assigned, hypothecated or transferred in any manner except as an appurtenance to the Rec Association for which that share is held.
- 5.3 Voting. On all matters upon which the Member Association shall be entitled to vote, there shall be only one vote for each Member Association representative, which vote shall be exercised or cast in the manner provided by the Bylaws. All actions shall be based upon Member Representative voting interests, except acquisition or disposition of property not acquired through foreclosure of a lien for failure to pay Rec Association assessments, and amendment of the SARRLUA and its exhibits, which shall be based upon Unit Owner Voting Interests. There is one Unit Owner Voting Interest for each Unit in the Community.
- 5.4 Amendments. These articles may be amended in the same manner as amendments to the SARRLUA.
- 5.5 Meetings. The Bylaws shall provide for an annual meeting of Members, and may make provision for regular and special meetings of Members other than the annual meeting.
- 5.6 Additional Member or Members. It is anticipated that one or more condominiums will be constructed in the Community and the Condominium Association operating such Condominium must become a Member of the Rec Association. Upon recordation of its Declaration of Condominium Membership shall be granted.

ARTICLE 6

TERM OF EXISTENCE

The Rec Association shall have perpetual existence.

ARTICLE 7

OFFICERS

The affairs of the Rec Association shall be administered by the officers designated in the Bylaws. The officers shall be elected by the Board of Directors of the Rec Association at its first meeting following the annual meeting of the Members of the Rec Association and shall serve at the pleasure of the Board of Directors. The Bylaws may provide for the removal from office of

officers, for filling vacancies, and for the duties of the officers.

ARTICLE 8

DIRECTORS

- 8.1 Number and qualification. The property, business and affairs of the Rec Association shall be managed by a board consisting of the number of Directors equal to the number of Member Associations (currently five), but which shall consist of not less than three (3) Directors. Directors must be Unit Owners or the spouse of a Unit Owner of the Member Association they represent.
- 8.2 Duties and powers. All of the duties and powers of the Rec Association existing under the Act, the SARRLUA, these Articles and the Bylaws shall be exercised exclusively by the Board of Directors, its agents, contractors or employees, subject only to approval by Unit Owners when such approval is specifically required.
- 8.3 Election; removal. Directors of the Rec Association shall be elected or appointed as determined by the Board of Directors of each individual Member Association. Directors may be removed and vacancies on the Board of Directors shall be filled by the Board of Directors of the Member Association to which the vacancy relates.

ARTICLE 9

BYLAWS

The Bylaws of this Corporation may be altered, amended or repealed in the manner provided in the Bylaws.

ARTICLE 10

REGISTERED OFFICE ADDRESS AND NAME OF REGISTERED AGENT

The registered office address and the name of the registered agent of the corporation shall be as determined by the Board of Directors from time to time.

IN WITNESS WHEREOF, the subscribers have affixed their signatures the day and year set forth below.

These Amended and Restated Articles of Incorporation were duly adopted by the Association membership at the duly noticed member's meeting of the Association on the 17th day of June, 1999. Said Amended and Restated Articles of Incorporation was passed by a proper percentage of votes of the voting interests of the Association.

IN WITNESS WHEREOF, we have affixed our hands this 4th day of November, 1999 at Lee County, Florida.

WITNESSES:

ISLAND PINES RECREATIONAL ASSOCIATION, INC. f/k/a CAPTAIN'S BAY RECREATIONAL ASSOCIATION, INC.

[Signature]
Printed Name: Isadore Prydatok

BY: [Signature]
John Kaptyn, PRESIDENT

[Signature]
Printed Name: MARISA DiPASSA

Date: November 4, 1999

Printed Name: _____

ATTEST: _____, SECRETARY

Printed Name: _____

Date: _____

(CORPORATE SEAL)

Province of Ontario

~~STATE OF FLORIDA~~)
Country, Canada) SS:
~~COUNTY OF LEE~~)

The foregoing instrument was acknowledged before me this 4th day of November, 1999 by John Kaptyn as President ~~and~~ Secretary of Island Pines Recreational Association, Inc., a Florida Corporation, on behalf of the corporation. ~~They are~~ He is personally known to me and did not take an oath.

[Signature]
Notary Public

Printed Name: Isadore Prydatok

My commission ^{does not} expire: