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SECRETARY OF STATE
DIVISION OF CORPORATIONS

Amended
Restated
@ 8/8/12



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 24, 2012

BRIAN M. ROWLAND, ESQ.
BRIAN ROWLAND, P.A.
P.O. BOX 56047
JACKSONVILLE, FL 32241

SUBJECT: LAKEWOOD AT WINDSOR PARKE ASSOCIATION, INC.
Ref. Number: N95000000904

We have received your document for LAKEWOOD AT WINDSOR PARKE ASSOCIATION, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please file the document as either Articles of Amendment or Restated Articles of Incorporation pursuant to applicable Florida Statutes.

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) 245-6050.

Irene Albritton
Regulatory Specialist II

Letter Number: 612A00019461

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AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
LAKEWOOD AT WINDSOR PARKE ASSOCIATION, INC.

A Corporation Not For Profit

The original Articles of Incorporation are dated February 16, 1995 and filed with the Secretary of State of Florida, Division of Corporations on February 23, 1995 (the "Original Articles"). Minor amendments to the Original Articles were made and filed with the Division of Corporations on April 18, 2003 (the "First Amendment"). Any further reference to the Original Articles herein shall include the First Amendment. These Amended and Restated Articles of Incorporation (the "Articles") fully and completely amend, replace and restate the Original Articles which shall be of no further force or effect upon adoption and filing of these Articles. This corporation is established pursuant and subject to Chapters 617 and 720 of the Florida Statutes.

ARTICLE I

Name of Corporation and Principle Office and Mailing Address:
Registered Office and Registered Agent

Section 1. Corporate Name, Office and Mailing Address. The name of this corporation is **Lakewood at Windsor Parke Association, Inc.**, called the "Association" in these Articles. The street address of the principal office of the Association is 4057 Glenhurst Drive North, Jacksonville, Florida 32224; the principal mailing address of the Association is Lakewood at Windsor Parke Association, Inc., c/o Brian Rowland, P.A., P.O. Box 56047, Jacksonville, Florida 32241.

Section 2. Registered Office and Registered Agent. The Registered Office is located at 220 E. Forsyth Street, Suite C, Jacksonville, Florida 32202, and the Registered Agent at such address is Brian Rowland, P.A.

ARTICLE II

Purpose and Powers of the Association

The Association does not contemplate pecuniary gain or profit to its members. It is formed to promote the health, safety, and general welfare of the residents within all or any portion of that tract of land located in Duval County, Florida, which is described in and made subject to the provisions of that Declaration of Covenants and Restrictions for Lakewood at Windsor Parke Association, Inc. (Windsor Parke, Unit Ten, recorded in the Public Records of Duval County, Florida), as amended from time to time (the "Declaration"). Without limitation, this Association is empowered to:

(a) Declaration Powers. Exercise all rights, powers, and privileges, and perform all duties of the Association from time to time set forth in the Declaration, including the right to enforce all of the provisions of the Declaration pertaining to the Association in its own name.

(b) Property. Own, hold, improve, operate, maintain, sell, lease, transfer, and otherwise dispose of property of any nature whatsoever, real, personal, or mixed, tangible or intangible, in connection with this Association's affairs.

(c) Assessments. To adopt budgets and levy, collect, and enforce by any lawful procedure all charges or assessments established by, or pursuant to, the Declaration.

EXHIBIT A

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(d) Costs. Use the proceeds collected from assessments to pay all costs, expenses, and obligations lawfully incurred in connection with the Association's affairs including, without limitation, all licenses, taxes, or other governmental charges levied or imposed against the Association's property.

(e) Maintenance. To maintain, manage, repair, replace and operate all the Commons Areas and the Common Maintenance Area and all associated facilities as set forth in the Declaration.

(f) Reconstruction. To reconstruct improvements after casualty and construct further improvements to the Common Areas.

(g) Borrowings. Borrow money and, with the approval of two-thirds (2/3) of all eligible members, mortgage, pledge, hypothecate, assign grant security interests in, or otherwise transfer any or all of its property as security for money borrowed, debts incurred, or any of its other obligations.

(h) Reorganizations. With the approval of two-thirds (2/3) of all eligible members, participate in mergers and consolidations with other nonprofit corporations organized for similar purposes.

(i) Regulations. From time to time adopt, amend, rescind, and enforce reasonable rules and regulations governing the use of the Lots, Units and the Common Areas consistent with the rights and duties established by the Declaration.

(j) Contract. Contract others for performance of the Association's management and maintenance responsibilities under the Declaration and for the furnishing of services or materials for the benefit of the Owners or the Property consistent with the provisions of the Declaration.

(k) General. Have and exercise all rights, powers, and privileges that a corporation not for profit may now or hereafter have or exercise under the laws of the State of Florida, together with all other rights, powers, and privileges reasonably to be implied from the existence of any right, power, or privilege so granted, or granted by the Declaration, or these Articles, or reasonably necessary, convenient, or desirable to exercise of any right, power, or privilege so granted.

ARTICLE III

Membership

Every person who from time to time holds the record fee simple title, or any undivided fee simple interest of record, to any Lot (as that term is defined in the Declaration) is a member of this Association, including contract sellers, but excluding all persons who hold any interest in any Lot merely as security for the performance of an obligation. An Owner of more than one Lot is entitled to one membership for each Lot owned. Membership is appurtenant to, and may not be separated from, ownership of at least one Lot. Membership may not be transferred except by transfer of record title to such Lot.

ARTICLE IV

Voting Rights

The Owner of a Lot is entitled to one vote. If more than one Person (Person, meaning any individual,

entity or trust (through its trustee) having legal capacity) owns a record fee simple interest in any Lot, all such Persons are members, although there is only one vote for such Lot. The vote may be exercised as the Owners determine among themselves, but no fractional votes are permitted. Voting may be restricted pursuant to applicable Florida law and provisions of the Association governing documents.

ARTICLE V

Board of Directors

Section 1. Number and Term. This Association's affairs are managed by a Board of Directors composed of three or more Directors, who shall be Association members unless appointed by a court of competent jurisdiction. The number of Directors from time to time may be changed from a minimum of three to a maximum of nine, but at all times it must be an odd number. The term of office for all Directors is two years, and any Director may succeed himself or herself in office. The terms of office for the Directors shall be staggered to ensure continuity of knowledge of the Board. After the adoption of these Articles, initially the majority of Directors shall be elected for two years and the minority Directors shall be elected for one year. Thereafter, the new Directors shall be elected at the expiration of the term of the existing Directors.

Section 2. Election. All Directors are elected by secret written ballot at the annual meeting. Each member entitled to vote may cast as many votes for each vacancy as such member has under the provisions of Article V of these Articles and the person receiving the largest number of votes cast by the members for each vacancy is elected. Cumulative voting is not permitted. To the extent permitted by law, proxy voting is allowed for the election of Directors.

ARTICLE VI

Officers

The affairs of the Association shall be administered by the officers designated by the By-Laws. The officers shall include: President, Vice-president, Secretary and Treasurer and shall perform such duties and have such powers as designated by the By-Laws. The Officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the Association, and they shall serve at the pleasure of the Board of Directors.

ARTICLE VII

Duration

This Association shall have perpetual existence unless duly terminated pursuant to the Articles or applicable law.

ARTICLE VIII

By-Laws

The By-Laws may be amended or rescinded by the approval of not less than sixty-seven percent (67.0%) of the voting interests in the Association, and evidenced by a certificate signed by the President and Secretary of the Association which certifies that the requisite approval was obtained. Such certificate shall be included and kept in the official corporate records of the Association.

ARTICLE IX
Amendments to Articles

Section 1. Regulatory Compliance. The Association shall have the right without the joinder or consent of any Owner, the holder of any mortgage, lien or other encumbrance affecting the property, or any other Person to amend these Articles: (i) to comply with any requirements of a governmental agency, institutional First Mortgagee, or other Person (including the Federal National Mortgage Association, Veterans Administration, or the Federal Housing Authority) willing to make, insure, guaranty, or purchase mortgage loans secured by a Lot; or (ii) to cure any ambiguity or error any inconsistency between these provisions and the other Legal Documents, (iii) to comply with any governmental laws, ordinances, rules or regulations pertaining to the Property.

Section 2. Amendments. Amendments to these Articles may be proposed and adopted in the manner from time to time provided by the laws of the State of Florida, except that each such amendment must have the approval of not less than sixty-seven percent (67.0%) of the voting interests in the Association, and evidenced by a certificate signed by the President and Secretary of the Association which certifies that the requisite approval was obtained. Such certificate shall be included and kept in the official corporate records of the Association.

ARTICLE X
Voting Requirements

Section 1. Percentage Requirements. If any provision of these Articles, the Declaration, or the By-Laws expressly requires the approval of the membership, and in the absence of an express provision requiring a specified percentage of the total votes eligible to be cast by the membership, the majority vote of those members present and voting at a meeting duly called and convened, at which a quorum is present in person or by proxy (if proxy voting is permitted for the vote being cast), is sufficient to constitute an act of the membership.

Section 2. Two-Thirds of Membership. Any of the following constitute extraordinary actions that must be approved by two thirds (2/3) of the members of the Association: (i) any mortgaging or conveyance of this Association's property; (ii) any merger or consolidation of this Association; (iii) any dissolution of this Association; (iv) amendment of these Articles of Incorporation.

Section 3. Two-Thirds of Those Present. The following constitutes an extraordinary action that requires the approval of two thirds (2/3) of the Association members present at a duly called meeting, in person or by proxy: (i) any special assessment as provided in Article 2.9 of the Declaration. For the avoidance of doubt, specific assessments provided for in Article 2.11 of the Declaration require a majority vote of the Board of Directors for approval.

Section 4. Notice, Proxies, and Quorum Requirements. Procedures for the notice of meetings, the use of proxy voting and meeting quorum requirements for members shall be established in the By-Laws and/or Declaration and shall be in conformance with applicable Florida law.

Section 5. Written Action. Any action that may be taken at any membership meeting and any extraordinary action enumerated in this Article, may be taken without a meeting, without prior notice, and without a vote if: (i) written consent, setting forth the action so taken with specificity, is signed by those Owners entitled to exercise not less than the minimum number of votes necessary to authorize or take such action at a meeting; and (ii) within 10 days after obtaining such written consent, notice thereof is

given to those members who have not so consented in writing.

Section 6. Certificate. An instrument signed by any executive officer of this Association, and attested by the Association's Secretary under the Association's seal, is conclusive that any required approval has been obtained in the manner provided in these Articles as to Persons without actual knowledge to the contrary.

ARTICLE XI **Interpretation and Conflicts**

Reference is made to the terms and provisions of the Declaration where necessary to interpret, construe, and clarify the provisions of these Articles. All terms defined in the Declaration have the same meaning where used in these Articles, and the rules of interpretation set forth in the Declaration apply to the interpretation, construction, application, and enforcement of these Articles. By subscribing and filing these Articles, the incorporators intend their provisions to be consistent with the provisions of the Declaration and to be interpreted, construed, applied, and enforced with those of the Declaration to avoid inconsistencies or conflicting results. The duties and powers of the Association shall be those set forth by Florida law, the Declaration, these Articles, and the By-Laws of the corporation. If there are conflicts or inconsistencies between such, then the provision of Florida law, the Declaration, these Articles of Incorporation and the Bylaws, in that order, shall prevail, and each member with voting rights, by acceptance of a deed or other conveyance therefore, covenants to vote in favor of such amendments as will remove such conflicts or inconsistencies.

ARTICLE XIV **Subscribers**

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

Carol Gorey	4057 Glenhurst Dr. N. Jacksonville, Florida 32224
John Morris	4069 Glenhurst Dr. N. Jacksonville, Florida 32224
Leyse Lowry	4116 Glenhurst S. Jacksonville, Florida 32224

**ADOPTION OF ARTICLES AND
CERTIFICATION OF MEMBER VOTES**

Pursuant to Fla. Stat. § 617.1006(3)

IN WITNESS WHEREOF, for the purposes of giving effect to these Amended and Restated Articles of Incorporation for Lakewood at Windsor Parke Association, Inc., under the laws of the State of Florida, the undersigned, hereby adopt these Amended and Restated Articles for the corporation and CERTIFY that such adoption is after approval by sufficient and proper vote of the members of the association in favor of adoption, in accord with the corporation's governing documents and Florida law, on the 19 day of May, 2012.

Carol Gorey, Pres/D

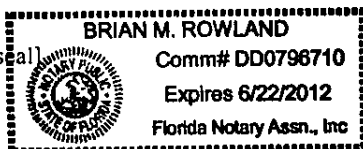
John Morris, VP/D

Leyse Lowry, Sec/Treas/D

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this day 29th of MAY, 2012 by Carol Corey who is personally known to me []; or who produced _____ as identification.

[notary seal]



Print Name: _____

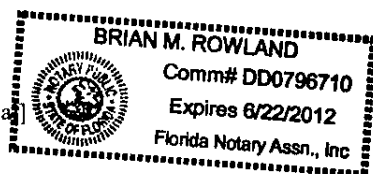
Notary Public, State of Florida

My Commission expires: _____

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this day 29th of MAY, 2012 by John Morris who is personally known to me []; or who produced FLA Drivers License as identification.

[notary seal]



Print Name: _____

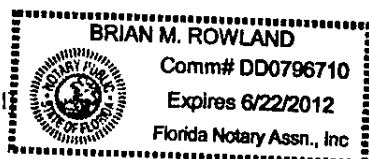
Notary Public, State of Florida

My Commission expires: _____

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this day 29th of MAY, 2012 by Leyse Lowry who is personally known to me []; or who produced _____ as identification.

[notary seal]



Print Name: _____

Notary Public, State of Florida

My Commission expires: _____

REGISTERED AGENT CERTIFICATE

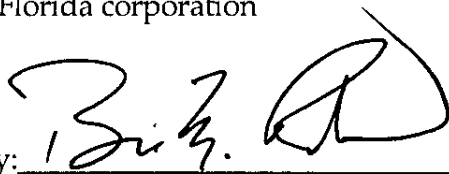
In pursuance of the Florida Not For Profit Corporation Act, the following is submitted, in compliance with said statute:

That LAKEWOOD AT WINDSOR PARKE ASSOCIATION, INC., incorporated under the laws of the State of Florida, with its registered office heretofore at 4116 Glenhurst Drive South, Jacksonville, Florida 32224 and registered agent at such address being Lyse Lowry, **is changing the location of its registered office and agent** as indicated in the Amended and Restated Articles of Incorporation filed contemporaneously herewith and has therein named **Brian Rowland, P.A. as its registered agent at said registered office located at 220 East Forsyth Street, Suite C, Jacksonville, Florida 32202**, to accept service of process and perform such other duties as are required in the State.

ACKNOWLEDGMENT:

Having been named to accept service of process and serve as registered agent for the above-stated Corporation, at the place designated in this Certificate, the undersigned, by and through its duly elected officer, hereby accepts to act in this capacity, and agrees to comply with the provision of said statute relative in keeping open said office, and further state that I am familiar with the requirements of the Florida Not For Profit Corporation Act.

BRIAN ROWLAND, P.A.,
a Florida corporation

By: 

Brian M. Rowland, Esq.,
its President.

DATED: May 19 2012

CERTIFICATION OF PRESIDENT
PURSUANT TO § 617.1007, FLORIDA STATUTES

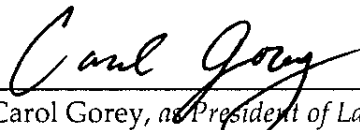
THE UNDERSIGNED President of Lakewood at Windsor Parke Association, Inc., a Florida corporation not for profit with Florida document number N95000000904 (the "Corporation") for the purposes of filing *Amended and Restated Articles of Incorporation* attached as Exhibit "A" hereto (the "Restated Articles"), HEREBY CERTIFIES pursuant to F.S. § 617.1007, the following:

(1) The Restated Articles amend and replace the original articles of incorporation and all amendments thereto, and as such, they are comprised of amendments requiring member approval.

(2) The amendments contained in the Restated Articles requiring member approval were all adopted on May 19, 2012, and the number of votes cast for each such amendment was sufficient for approval.

(3) The Restated Articles are to be effective upon filing.

DATED: August 6, 2012.



Carol Gorey, as President of Lakewood
at Windsor Parke Association, Inc.