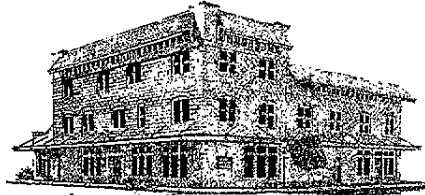


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Please Reply To:
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Bradenton, Florida 34206-0400

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Direct Fax #: (941) 747-0583

August 27, 2002

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

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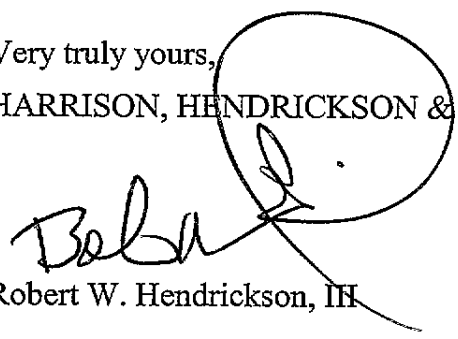
Re: Ironwood Community Association, Inc.

Dear Sir or Madam:

Enclosed please find an original and one copy of the Amended and Restated Articles of Incorporation for the above-referenced corporation. Also enclosed is my firm check in the amount of \$52.50 representing your fee to file the Restated Articles and provide me with a certified copy and Certificate of Status.

It will be greatly appreciated if you would file the enclosed Restated Articles and return the certified copy and Certificate of Status to the undersigned. Should you have any questions regarding the enclosed, please do not hesitate to give me a call.

Very truly yours,
HARRISON, HENDRICKSON & KIRKLAND, P.A.


Robert W. Hendrickson, III

RWH:kes
Enclosures

FILED
22 SEP -3 PM 3:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Arstaut
T. Lewis 9/5/02

AMENDED AND RESTATED
ARTICLES OF INCORPORATION

FOR
IRONWOOD COMMUNITY ASSOCIATION, INC.

FILED
02 SEP -3 PM 3:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Sections 617.1006 and 617.1007, Florida Statutes (2001), Ironwood Community Association, Inc. (the "Corporation"), hereby amends and restates its Articles of Incorporation and sets forth that:

1. The current name of the Corporation is Ironwood Community Association, Inc.
2. This Restatement includes amendments to the Articles of Incorporation which were duly adopted by 75% of the Board of Directors of the Association on August 15, 2002, pursuant to Article Eleven of the Articles of Incorporation. Pursuant to Article Eleven of the Articles of Incorporation, the members were not entitled to vote on the adoption of the amendments.
3. The Corporation hereby restates its Articles of Incorporation as follows:

RESTATED ARTICLES OF INCORPORATION

ARTICLE ONE

NAME OF CORPORATION

The name of this corporation shall be: IRONWOOD COMMUNITY ASSOCIATION, INC. The corporation is a not for profit corporation created pursuant to Chapter 617, the Florida Not for Profit Corporation Act.

ARTICLE TWO

PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 3660 Ironwood Circle, #104 M, Bradenton, FL 34209.

ARTICLE THREE

REGISTERED AGENT AND OFFICE

This corporation has named Ronald H. Kroeger, as its registered agent to accept service of process within the State. The street address of the registered office is 2611 47th St. West, Bradenton FL 34209.

ARTICLE FOUR

PURPOSES

The specific purposes for which the Association is organized are:

A. To maintain, repair, and replace the potable water distribution system serving the Ironwood Community located in Manatee County, Florida (the "Ironwood Community").

B. To pay all bills for water, sewer, and garbage service provided to the Ironwood Community.

C. To collect fees from the Members of the Association and others to provide funds to fulfill the purposes of the Association.

D. To enter into agreements with the Members of the Association and others to pay a prorata share of the costs incurred by the Association, and to enter into agreements with third parties to manage the business of the Association.

E. To obtain such insurance as the Board shall determine to be in the best interests of the Association.

F. To take any and all actions as may be reasonable and appropriate to fulfill the purposes of the Association set forth in this Article Four.

ARTICLE FIVE

GENERAL POWERS

The Association shall have all of the common law and statutory powers of a corporation not for profit as may be necessary or appropriate to fulfill the Association's purposes set forth in Article Four above.

ARTICLE SIX

MEMBERS

Each of the fifteen (15) Condominium Associations created to operate a condominium located within the Ironwood Community shall be a Member of the Association. Each individual Condominium Association shall be referred to herein as a "Member" and all of the Condominium Associations collectively shall be referred to as the "Members."

ARTICLE SEVEN
BOARD OF DIRECTORS

The business affairs of the Association shall be managed by a Board of Directors (the "Board"). There shall be no less than three (3) Directors and no more than five (5) Directors, as determined annually by the Board.

ARTICLE EIGHT
OFFICERS

The Association shall have a President and may have such additional officers if determined to be necessary by the Board from time to time. The officers shall be elected at each annual meeting of the Board, and each shall serve until a successor is chosen and qualified, or until the officer's earlier resignation, disqualification, removal from office, or death. The officers shall have such duties, responsibilities, and powers as provided in the Bylaws and the Florida Statutes.

ARTICLE NINE
CORPORATE EXISTENCE

The Association shall have perpetual existence.

ARTICLE TEN
BYLAWS

The Board of Directors of the Association shall adopt Bylaws consistent with these Articles. Thereafter, the Bylaws may be altered, amended or rescinded in the manner provided by such Bylaws.

ARTICLE ELEVEN
AMENDMENT TO ARTICLES OF INCORPORATION

The Articles of Incorporation may be altered, amended or added to at any duly called meeting of the Members of the Association provided that:

A. Notice of the meeting shall contain a statement of the proposed amendment;

B. Amendments to the Articles of Incorporation require the approval of a majority of the Members.

ARTICLE TWELVE
BUDGET AND EXPENDITURES

The Association shall adopt an Annual Budget by majority vote of the Board (the "Budget"). All expenditures of the Association shall be in accordance with the adopted Budget. The Board shall have the authority to revise the Budget from time to time as necessary to meet the financial needs and obligations of the Association.

ARTICLE THIRTEEN
INDEMNIFICATION OF OFFICERS AND DIRECTORS

All Officers and Directors shall be indemnified by the Association for and against all expenses and liabilities, including attorney's fees, to include appellate proceedings, reasonably incurred in connection with any proceeding or settlement thereof in which they may become involved by reason of holding such office. In no event shall any Officer or Director be indemnified for said Officer's or Director's own willful misconduct or with respect to any criminal proceedings, or such Officer's or Director's knowing violations of the law. The Association may purchase and maintain insurance on behalf of all Officers and Directors for any liability asserted against them or incurred by them in their capacity as Officers or Directors or arising out of their status as such.

ARTICLE FOURTEEN
DISSOLUTION OF THE ASSOCIATION

The Association may be dissolved upon the affirmative vote of more than two-thirds (2/3's) of the Members.

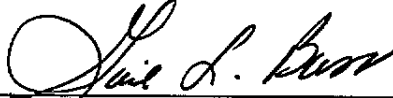
WHEREFORE, the Association hereby files the foregoing Restated Articles of Incorporation.

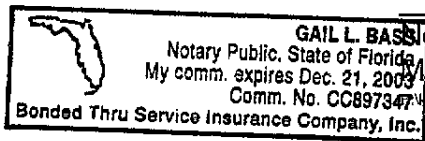
IRONWOOD COMMUNITY ASSOCIATION, INC.

By: Richard A. Conry
Its: PRESIDENT

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 15 day of August, 2002, by Richard Abraham Coury the President of Ironwood Community Association, Inc., on behalf of the Corporation. He/She is personally known to me or has produced Fl. D/LC 600 74/290820 as identification and did not take an oath..





Notary Public (SEAL)
My commission expires: 12/21/2003
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