



1201 HAYS STREET
TALLAHASSEE, FL 32301
800-342-8086
N9500002338
RECEIVED
MAY 16 1995
AM 10
FBI
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 0721000032

REFERENCE : 598786 01181A

AUTHORIZATION :

COST LIMIT : \$ 122.50

Patricia Pizitz

ORDER DATE : May 15, 1995

ORDER TIME : 9:44 AM

ORDER NO. : 598786

500001487245

CUSTOMER NO: 01181A

CUSTOMER: Alan L. Gebriel, Esq
ALAN L. GABRIEL, ESQ

Penthouse E
2455 E. Sunrise Blvd.
Ft. Lauderdale, FL 33304

DOMESTIC FILING

NAME: THE LAKES AT PARKLAND
HOMEOWNERS ASSOCIATION, INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carol M. Hensal

EXAMINER'S INITIALS: T. BROWN MAY 15 1995

FILED
95 MAY 15 PM 12:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

THE LAKES AT PARKLAND HOMEOWNERS ASSOCIATION, INC.

FILED
95 MAY 15 PM 12:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, desiring to form a corporation not-for-profit under Chapter 617, Florida Statutes, as amended hereby adopts the following Articles of Incorporation:

ARTICLE I

NAME AND PRINCIPAL OFFICE

The name of the corporation shall be THE LAKES AT PARKLAND HOMEOWNERS ASSOCIATION, INC., which is hereafter referred to as "the Association". The principal office of the corporation shall be established and maintained at 7300 West Camino Real, Boca Raton, Florida 33433.

ARTICLE II

PURPOSES AND POWERS

The objects and purposes of the Association are those objects and purposes as are authorized by the Declaration of Restrictions and Protective Covenants for The Lakes at Parkland (the "Declaration"). All terms used herein and in the Bylaws shall have the meanings, if any, assigned to them in the Declaration.

The Association is not organized for profit and no part of the net earnings, if any, shall inure to the benefit of any members or individual person, firm or corporation.

The Association by and through its Board of Directors shall have the following powers:

- A. To contract for the management of the Association and to delegate to the party with whom such contract has been entered the powers and duties of the Association except those which require specific approval of the Board of Directors or members.
- B. All of the common law and statutory powers of a corporation not-for-profit which are not in conflict with the terms of these Articles and the Declaration.

- C. All powers necessary to implement the purposes and carry out the duties and obligations of the Association, including any and all powers granted it by the Declaration.

The Association shall not be permitted:

- A. To provide financial support to an ad hoc committee of another association without the approval of 76% of the members hereof.

ARTICLE III

MEMBERS

Section 1. Membership. Every person or entity who is a record Owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment by the Association (hereinafter referred to as the "Properties") shall be a member of the Association, provided that any such person or entity who holds such interest merely as a security for the performance of an obligation shall not be a member.

Section 2. Voting Rights. The Association shall have two classes of voting membership:

Class A. Class A members shall be all those Owners as defined in Section 1 with the exception of the Developer as defined in the Declaration. Class A Members shall be entitled to one vote for each Lot in which they hold the interests required for membership by Section 1. When more than one person holds such interest or interests in any Lot, all such persons shall be members, but the vote for such Lot shall be exercised only by that one person designated in writing by all such members. In no event shall more than one vote be cast with respect to any such Lot.

Class B. The Class B Members shall be the Developer and shall be known as the Developer. The Class B Members shall be entitled to one vote for each Lot in which it respectively holds the interest required for membership by Section 1; provided, however, that notwithstanding any provision to the contrary, the Developer shall have the right to elect the entire Board of Directors of the Association until such time as Developer no longer holds the title to

eighty percent (80%) of the Lots located in the Properties, including Lots on any additional property which may have been brought under the provisions hereof by recorded supplemental declarations, as set forth in Article II hereof, or until May 1, 2020 whichever occurs first. Thereafter, Developer shall have the right to appoint one director so long as the Developer owns any Lot in the Properties. The Developer may waive its right to elect one or more directors by written notice to the Association, and thereafter such directors shall be elected by the Members. When the Developer no longer owns any Lot within the Properties, all of the directors shall be elected by the Members in the manner provided in the Bylaws.

Section 3. Meetings of Members. The Bylaws of the Association shall provide for an annual meeting of members, and may make provision for regular and special meetings of members other than the annual meeting. A quorum for the transaction of business at any meeting of the members shall exist if thirty-three and one-third percent (33 1/3%) of the total number of members in good standing shall be present or represented at the meeting.

ARTICLE IV

CORPORATE EXISTENCE

The corporation shall have perpetual existence.

ARTICLE V

DIRECTORS

Section 1. Management by Directors. The property, business and affairs of the Association shall be managed by a Board of Directors, which shall consist of not less than three nor more than nine persons, but as many persons as the Board of Directors shall from time to time determine. A majority of the directors in office shall constitute a quorum for the transaction of business. The Bylaws shall provide for meetings of directors, including an annual meeting.

Section 2. Initial Board of Directors. The names and addresses of the first Board of Directors of the Association, who shall hold office until the turnover date and until qualified

successors are duly elected and have taken office, shall be as follows:

Harold Tomlinson 7300 West Camino Real
Boca Raton, FL 33433

Nancy M. Turner 7300 West Camino Real
Boca Raton, FL 33433

Gary Smigiel 7965 Lantana Road
Lake Worth, FL 33465

Section 3. Election of Members of Board of Directors.

Except for the first Board of Directors, directors shall be elected by the members of the Association at the annual meeting of the membership as provided by the Bylaws of the Association, and the Bylaws may provide for the method of voting in the election and for removal from office of directors. All directors shall be members of the Association residing in the Properties or shall be authorized representatives, officers, or employees of corporate members of the Association provided that such limitations shall not apply to directors appointed by the Developer.

Section 4. Duration of Office. Members elected to the Board of Directors shall hold office until they resign or until the next succeeding annual meeting of members, and thereafter until qualified successors are duly elected and have taken office.

Section 5. Vacancies. If a director elected by the general membership shall for any reason cease to be a director, the remaining directors so elected may elect a successor to fill the vacancy for the balance of the unexpired term. Vacancies occurring in the first Board of Directors shall be filled by the Developer.

ARTICLE VI

OFFICERS

Section 1. Offices Provided For. The Association shall have a President, a Vice President, a Secretary, and a Treasurer, and such other officers as the Board of Directors may from time to time elect.

Section 2. Election and Appointment of Officers. The officers of the Association, in accordance with any applicable provisions of the Bylaws, shall be elected by the Board of Directors for terms of one year and serve until qualified successors are duly elected and have taken office. The Bylaws may provide for the method of voting in the election, for the removal from office of officers, for filling vacancies, and for the duties

of the officers. The President and Vice President shall be directors; other officers may or may not be directors of the Association. If the Office of President shall become vacant for any reason, or if the President shall be unable or unavailable to act, the Vice President shall automatically succeed to the office or perform its duties and exercise its powers. If any office other than that of the President shall become vacant for any reason, the Board of Directors may elect or appoint an individual to fill such vacancy.

Section 3. First Officers. The names and addresses of the first officers of the Association, who shall hold office until the annual meeting of directors and until successors are duly elected and have taken office, shall be as follows:

<u>Office</u>	<u>Name</u>	<u>Address</u>
President and Treasurer	Harold Tomlinson	7300 West Camino Real Boca Raton, FL 33433
Vice President and Secretary	Nancy Turner	7300 West Camino Real Boca Raton, FL 33433

ARTICLE VII

BYLAWS

The Board of Directors shall adopt Bylaws consistent with these Articles of Incorporation. Such Bylaws may be altered, amended or repealed by the membership in the manner set forth in the Bylaws.

ARTICLE VIII

AMENDMENTS

Amendments to these Articles of Incorporation shall require the affirmative vote of a majority of the Board of Directors and the affirmative vote of two-thirds of the Members of the Association; provided, however, that (a) no amendment shall make any change in the qualifications for membership nor the voting rights of the Members without the written approval or affirmative vote of all Members of the Association, (b) that these Articles shall not be amended in any manner without the prior written consent of the Developer to such amendment for so long as the Developer is the Owner of any Lot located within the Properties, and (c) that these Articles shall not be amended in any manner which conflicts with the terms, covenants and provisions contained in the Declaration.

ARTICLE IX

INDEMNIFICATION OF OFFICERS AND DIRECTORS

Every director and every officer of the Association and each member of the Architectural Control Board or any other Committee, shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon such person in connection with any proceeding or any settlement thereof to which such person may be a party or may become involved by reason of being or having been a director or officer of the Association, whether or not a director or officer at the time such expenses are incurred, except in such cases wherein the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duty; provided that in the event of a settlement, the indemnification provided for herein shall apply only if and when the Board of Directors approves such settlement and reimbursement as being in the best interest of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of any and all right of indemnification to which such director or officer may be entitled under statute or common law.

ARTICLE X

TRANSACTIONS IN WHICH DIRECTORS OR OFFICERS ARE INTERESTED

No contract or transaction between the Association and one or more of its directors or officers, or between the Association and any other corporation, partnership, association, or other organization in which one or more of its directors or officers are directors or officers, or have a financial interest, shall be invalid, void or voidable solely for such reason, or solely because the director or officer is present at or participates in the meeting of the Board or committee thereof which authorized the contract or transaction, or solely because his or their votes are counted for such purpose. No director or officer of the Association shall incur liability by reason of the fact that he is or may be interested in any such contract or transaction.

Interested directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee which authorized the contract or transaction.

ARTICLE XI

REGISTERED AGENT

The name and address of the initial registered agent of the Corporation is Alan L. Gabriel, Esquire, 2455 East Sunrise Boulevard, Penthouse East, Fort Lauderdale, Florida 33304.

ARTICLE XII

INCORPORATOR

HAROLD TOMLINSON, whose address is 7300 West Camino Real, Boca Raton, Florida 33433, is the Incorporator of these Articles.

IN WITNESS WHEREOF, the undersigned Incorporator has hereunto set his hand this 12th day of MAY, 1995.


HAROLD TOMLINSON, Incorporator

STATE OF FLORIDA

COUNTY OF BROWARD

Before me, the undersigned authority, the foregoing instrument was acknowledged by Harold Tomlinson, who is well known to be the person described in and who subscribed the above Articles of Incorporation, and who freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, at Broward County, State of Florida, this 12th day of May, 1995.


Notary Public

My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXP. MAY 18, 1995
BONDED THRU GENERAL INS. UND.

ACCEPTANCE OF REGISTERED AGENT

I, ALAN L. GABRIEL, ESQ., being a resident of the State of Florida and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligation of the position of Registered Agent under Section 607.0505, Florida Statutes.

EXECUTED this 12th day of May, 1995.


ALAN L. GABRIEL, ESQ.

1201 HAYS STREET
TALLAHASSEE, FL 32301
(904) 222-4171
(904) 222-4171 FAX

000-342-8086



N95000002338

ACCOUNT NO. : 072100000032

REFERENCE : 666729 81181A

AUTHORIZATION : *Patricia Pyjunt*

COST LIMIT : \$ 87.50

ORDER DATE : August 22, 1995

ORDER TIME : 11:46 AM

ORDER NO. : 666729

300001566213

CUSTOMER NO: 81181A

CUSTOMER: Alan L. Gabriel, Esq
Alan L. Gabriel, Esq
Penthouse E
2455 E. Sunrise Blvd.
Ft. Lauderdale, FL 33304

DOMESTIC AMENDMENT FILING

NAME: THE LAKES AT PARKLAND
HOMEOWNERS ASSOCIATION, INC.

☒ ARTICLES OF AMENDMENT
☐ RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Colby D. Griffin

EXAMINER'S INITIALS:

65 AUG 22 11:12 AM '95
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

8/29
Amended & Restated
L.C.



RECEIVED

FLORIDA DEPARTMENT OF STATE

Sandra B. Northam
Secretary of State

August 22, 1995

CSC NETWORKS
COLBY
TALLAHASSEE, FL

SUBJECT: THE LAKES AT PARKLAND HOMEOWNERS ASSOCIATION, INC.
Ref. Number: N95000002338

We have received your document for THE LAKES AT PARKLAND HOMEOWNERS ASSOCIATION, INC. and the authorization to debit your account in the amount of \$87.50. However, the document has not been filed and is being returned for the following:

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

A certificate must accompany the Restated Articles of Incorporation setting forth one of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendments requiring member approval; OR (2) If the restatement contains an amendment requiring member approval, the date of adoption of the amendment by the members and a statement that the number of votes cast for the amendment was sufficient for approval.

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 (904) 487-6957.

Joy Moon-French
Corporate Specialist

Letter Number: 795A00039248

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF

THE LAKES AT PARKLAND HOMEOWNERS ASSOCIATION, INC.

FILED
95 AUG 22 PM 2:34
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the Provisions of Section 617.1002 and 617.1007 of the Florida Business Organizations Corporations Not For Profit, the undersigned corporation, pursuant to a resolution duly adopted by its board of directors, hereby adopts the following Amended and Restated Articles of Incorporation:

ARTICLE I

NAME AND PRINCIPAL OFFICE

The name of the corporation is THE LAKES AT PARKLAND HOMEOWNERS ASSOCIATION, INC., which is hereafter referred to as "the Association". The principal office of the corporation is hereby established and maintained at 5920 N.W. 74th Place, Parkland, Florida 33067.

ARTICLE II

PURPOSES AND POWERS

The objects and purposes of the Association are those objects and purposes as are authorized by the Declaration of Restrictions and Protective Covenants for The Lakes at Parkland (the "Declaration"). All terms used herein and in the Bylaws shall have the meanings, if any, assigned to them in the Declaration.

The Association is not organized for profit and no part of the net earnings, if any, shall inure to the benefit of any members or individual person, firm or corporation.

The Association by and through its Board of Directors shall have the following powers:

- A. To contract for the management of the Association and to delegate to the party with whom such contract has been entered the powers and duties of the Association except those which require specific approval of the Board of Directors or members.
- B. All of the common law and statutory powers of a

corporation not-for-profit which are not in conflict with the terms of these Articles and the Declaration.

- C. All powers necessary to implement the purposes and carry out the duties and obligations of the Association, including any and all powers granted it by the Declaration.

The Association shall not be permitted:

- A. To provide financial support to an ad hoc committee of another association without the approval of 76% of the members hereof.

ARTICLE III

MEMBERS

Section 1. Membership. Every person or entity who is a record Owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment by the Association (hereinafter referred to as the "Project") shall be a member of the Association, provided that any such person or entity who holds such interest merely as a security for the performance of an obligation shall not be a member.

Section 2. Voting Rights. The Developer shall be entitled to one vote for each Lot in which it respectively holds the interest required for membership by Section 1; provided, however, that notwithstanding anything herein to the contrary, the Developer shall have a total number of votes equal to not less than the number of votes cumulatively held by all other Members, plus one (1), thereby providing Developer with a majority of the votes of the membership. The Developer shall have the right to appoint all members to the board of directors of the Association except for the one appointment reserved for Mecca Farms, Inc., the Developer of the Terramar Planned Unit Community, until such time as Developer shall cease to own and hold title to any portion of the real property described in the Declaration, including Lots on any additional property which may have been brought under the provisions thereof by recorded supplemental declarations, as set forth in the Declaration, or until May 1, 2005, whichever occurs first (hereinafter referred to as "Stated Period". It is the intent of the Developer that the Developer have exclusive and total control of the Association during the Stated Period. During the Stated Period, any action which requires the affirmative vote of the Owners may be taken upon a majority vote of the membership, regardless of contrary provisions of the Declaration which require a greater affirmative vote of the membership such as two-thirds (2/3) or otherwise. Thereafter, Developer shall have the right to

appoint one member to the board of directors so long as the Developer owns any of the real property contained within the Project. Further, the Developer shall have the right to disapprove the actions of the Board of Directors and any committee or Association Board as shall be provided in the Bylaws. The Developer may waive its right to elect one or more directors by written notice to the Association, and thereafter such directors shall be elected by the Members in the manner provided in the Bylaws. Mecca Farms, Inc. shall be entitled to appoint one (1) director of the Association to serve on the Board and have a representative occupy one (1) seat on the Board of Directors until such time as Mecca Farms, Inc. is no longer in control of the Terramar Community Association.

When the Developer no longer owns any real property within the Project, all of the directors shall be elected by the Members in the manner provided in the Bylaws. Within 120 days after the date the Developer no longer holds title to any of the real property or should elect to waive its right to appoint a director, Developer shall call a meeting, as provided in the Bylaws for Special Meetings, to advise the membership of the termination of control of the Association and to provide for the turnover of control of the board of directors to the Owners.

Section 3. Meetings of Members. The Bylaws of the Association shall provide for an annual meeting of members, and may make provision for regular and special meetings of members other than the annual meeting. A quorum for the transaction of business at any meeting of the members shall exist if thirty-three and one-third percent (33 1/3%) of the total number of members in good standing shall be present or represented at the meeting. However, so long as the Developer is entitled to appoint a majority of the directors of the Association, no annual meeting shall be required.

ARTICLE IV

CORPORATE EXISTENCE

The corporation shall have perpetual existence.

ARTICLE V

DIRECTORS

Section 1. Management by Directors. The property, business and affairs of the Association shall be managed by a Board of Directors, which shall consist of not less than three nor more than nine persons, but as many persons as the Board of Directors

shall from time to time determine. A majority of the directors in office shall constitute a quorum for the transaction of business. The Bylaws shall provide for meetings of directors, including an annual meeting.

Section 2. Board of Directors. The names and addresses of the Board of Directors of the Association, who shall hold office until the turnover date and until qualified successors are duly elected and have taken office, shall be as follows:

Harold Tomlinson 5920 N.W. 74th Place
Parkland, FL 33067

Barton Richardson 5920 N.W. 74th Place
Parkland, FL 33067

Gary Smigiel 7965 Lantana Road
Lake Worth, FL 33465

Section 3. Election of Members of Board of Directors. Except for the first Board of Directors and directors appointed by the Developer, directors shall be elected by the members of the Association at the annual meeting of the membership as provided by the Bylaws of the Association, and the Bylaws may provide for the method of voting in the election and for removal from office of directors. All directors shall be members of the Association residing in the Project or shall be authorized representatives, officers, or employees of corporate members of the Association provided that such limitations shall not apply to directors appointed by the Developer.

Section 4. Duration of Office. Members elected to the Board of Directors shall hold office until they resign or until the next succeeding annual meeting of members, and thereafter until qualified successors are duly elected and have taken office.

Section 5. Vacancies. If a director elected by the general membership shall for any reason cease to be a director, the remaining directors so elected may elect a successor to fill the vacancy for the balance of the unexpired term. If a vacancy occurs in the Board of Directors of an appointed director, such vacancy shall be filled by the Developer or by Mecca, whichever may apply.

ARTICLE VI

OFFICERS

Section 1. Offices Provided For. The Association shall have a President, a Vice President, a Secretary, and a Treasurer, and such other officers as the Board of Directors may from time to

time elect.

Section 2. Election and Appointment of Officers. The officers of the Association, in accordance with any applicable provisions of the Bylaws, shall be elected by the Board of Directors for terms of one year and serve until qualified successors are duly elected and have taken office. The Bylaws may provide for the method of voting in the election, for the removal from office of officers, for filling vacancies, and for the duties of the officers. The President and Vice President shall be directors; other officers may or may not be directors of the Association. If the Office of President shall become vacant for any reason, or if the President shall be unable or unavailable to act, the Vice President shall automatically succeed to the office or perform its duties and exercise its powers. If any office other than that of the President shall become vacant for any reason, the Board of Directors may elect or appoint an individual to fill such vacancy.

Section 3. Officers. The names and addresses of the officers of the Association, who shall hold office until the annual meeting of directors and until successors are duly elected and have taken office, shall be as follows:

<u>Office</u>	<u>Name</u>	<u>Address</u>
President and Secretary	Harold Tomlinson	5920 N.W. 74th Place Parkland, FL 33067
Vice President and Treasurer	Barton Richardson	5920 N.W. 74th Place Parkland, FL 33067

ARTICLE VII

BYLAWS

The Board of Directors shall adopt Bylaws consistent with these Articles of Incorporation. Such Bylaws may be altered, amended or repealed by the membership in the manner set forth in the Bylaws.

ARTICLE VIII

AMENDMENTS

Amendments to these Articles of Incorporation shall require the affirmative vote of a majority of the Board of Directors and the affirmative vote of two-thirds of the Members of the Association; provided, however, that (a) no amendment shall make any change in the qualifications for membership nor the voting

rights of the Members without the written approval or affirmative vote of all Members of the Association, (b) that these Articles shall not be amended in any manner without the prior written consent of the Developer to such amendment for so long as the Developer is the Owner of any Lot located within the Project, and (c) that these Articles shall not be amended in any manner which conflicts with the terms, covenants and provisions contained in the Declaration. Notwithstanding anything herein to the contrary, the Developer, as described in the Declaration of Restrictions, shall be permitted to unilaterally amend these Articles and the Bylaws of the Association so long as the Developer is entitled to appoint a majority of the directors of the Association.

ARTICLE IX

INDEMNIFICATION OF OFFICERS AND DIRECTORS

Every director and every officer of the Association and each member of the Architectural Control Board or any other Committee, shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon such person in connection with any proceeding or any settlement thereof to which such person may be a party or may become involved by reason of being or having been a director or officer of the Association, whether or not a director or officer at the time such expenses are incurred, except in such cases wherein the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duty; provided that in the event of a settlement, the indemnification provided for herein shall apply only if and when the Board of Directors approves such settlement and reimbursement as being in the best interest of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of any and all right of indemnification to which such director or officer may be entitled under statute or common law.

ARTICLE X

TRANSACTIONS IN WHICH DIRECTORS OR OFFICERS ARE INTERESTED

No contract or transaction between the Association and one or more of its directors or officers, or between the Association and any other corporation, partnership, association, or other organization in which one or more of its directors or officers are directors or officers, or have a financial interest, shall be invalid, void or voidable solely for such reason, or solely because the director or officer is present at or participates in the meeting of the Board or committee thereof which authorized the contract or transaction, or solely because his or their votes are counted for such purpose. No director or officer of the Association shall incur liability by reason of the fact that he is

or may be interested in any such contract or transaction.

Interested directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee which authorized the contract or transaction.

ARTICLE XI

REGISTERED AGENT

The name and address of the registered agent of the Corporation is Alan L. Gabriel, Esquire, 2455 East Sunrise Boulevard, Penthouse East, Fort Lauderdale, Florida 33304.

The foregoing Amended and Restated Articles of Incorporation restate and amend the provisions of the corporation's Articles of Incorporation to provide consistency with the terms, covenants and provisions contained in the Declaration; have the consent of the Developer as stated on the Certificate attached hereto; and were adopted and approved by the Board of Directors of the corporation on AUG. 11, 1995.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand this 11th day of August, 1995.

BY: THE LAKES AT PARKLAND
HOMEOWNERS ASSOCIATION, INC.



HAROLD TOMLINSON
Its: President

STATE OF FLORIDA

COUNTY OF BROWARD

Before me, the undersigned authority, the foregoing instrument was acknowledged by Harold Tomlinson, as President of The Lakes at Parkland Homeowners Association, Inc., who is well known to be the person described in and who subscribed the above Articles of Incorporation, and who freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, at

Broward County, State of Florida, this 11 day of August, 1995.

Nancy M. Turner
Notary Public
Print Name: NANCY M. TURNER

My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT

I, ALAN L. GABRIEL, ESQ., being a resident of the State of Florida and having been designated as the Registered Agent in the above and foregoing Amended and Restated Articles, is familiar with and I hereby restate my acceptance of the obligation of the position of Registered Agent under Section 617.0501, Florida Statutes.

EXECUTED this 21st day of August, 1995.

Alan L. Gabriel
ALAN L. GABRIEL, ESQ.

The Lakes at Parkland
2621amnd.art
8-3-95

CERTIFICATE

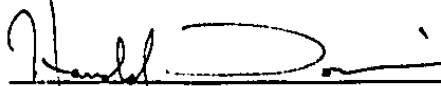
In accordance with Section 617.1007(4), it is hereby certified that:

The restatement was adopted by the board of directors and does not contain any amendments requiring member approval.

The Board of Directors of The Lakes at Parkland Homeowners Association, Inc. adopted the Restated Articles and the Amendments to the Articles appearing in the restated articles were duly approved by the Board of Directors in accordance Article VIII of the Articles of Incorporation of The Lakes at Parkland Homeowners Association, Inc. and with the Florida Business Corporation Act, and the information required in Section 617.1006, Florida Statutes.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand this 28th day of August, 1995.

BY: THE LAKES AT PARKLAND
HOMEOWNERS ASSOCIATION, INC.


HAROLD TOMLINSON
Its: President

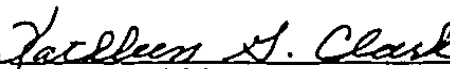
STATE OF FLORIDA

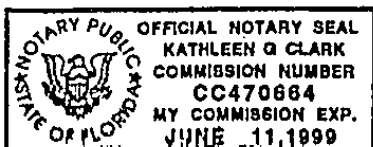
COUNTY OF BROWARD

Before me, the undersigned authority, the foregoing instrument was acknowledged by Harold Tomlinson, as President of The Lakes at Parkland Homeowners Association, Inc., who is well known to be the person described in and who subscribed the above Articles of Incorporation, and who freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, at Broward County, State of Florida, this 28th day of August, 1995.

My Commission Expires:


Notary Public
Print Name: KATHLEEN G. CLARK



CONSENT OF DEVELOPER

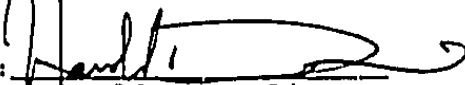
PARKLAND LAKES/RBG XVIII L.P., an Illinois Limited Partnership, the Developer of The Lakes at Parkland, hereby consents to the amendments contained in the Amended and Restated Articles of Incorporation of the Lakes at Parkland Homeowners Association, Inc.

Signed, sealed and delivered
in the presence of:

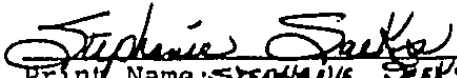
PARKLAND LAKES/RBG XVIII L.P.,
an Illinois Limited Partnership

By: PARKLAND DEVELOPMENT CORP. II,
GENERAL PARTNER


Print Name: Barton P. Richardson

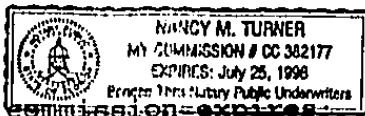
BY: 
Harold L. Tomlinson
Its President

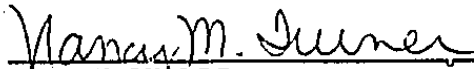
(CORPORATE SEAL)


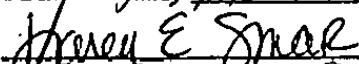

Print Name: STEPHANIE SPEKS

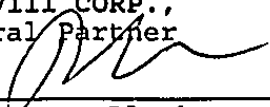
STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 11 of August, 1995, by Harold L. Tomlinson, as President of Parkland Development Corp. II, as General Partner of PARKLAND LAKES/RBG XVIII L.P., an Illinois Limited Partnership, who is personally known to me or who has produced _____ as identification, and who did take an oath.


My commission expires _____


NOTARY PUBLIC
Print Name: NANCY M. TURNER


Print Name: MARK Z. BAILEY

Print Name: KAREN E. SMAR

By: RBG XVIII CORP.,
General Partner
BY: 
Bruce Block
Its Vice President
(CORPORATE SEAL)

STATE OF IL
COUNTY OF COOK

The foregoing instrument was acknowledged before me this 18th of Aug., 1995, by Bruce Block, as Vice President of RBG XVIII CORP., as General Partner of PARKLAND LAKES/RBG XVIII L.P., an Illinois Limited Partnership, who is personally known to me or who has produced _____ as identification, and who did take an oath.

Olivia I. Carter
NOTARY PUBLIC
Print Name: Olivia I. Carter

My commission expires: 1/30/99

