# CAPTIAL CONNECTION ACO 76887 417 E. Virgini Street, Surte 1 • Tallahassee, Florida 32302 (904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

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# RESTATED ARTICLES OF INCORPORATION OF FAIRWAY LAKES OF GREENVIEW, INC.

Pursuant to the provisions of Section 607.1007 of the Florida Business Corporation Act, the undersigned corporation, pursuant to a resolution duly adopted by its board of directors, hereby adopts the following Restated Articles of Incorporation.

### ARTICLE I. NAME

The name of the corporation shall be:

Fairway Lakes of Greenview, Inc.

The address of the principal office of this corporation shall be 12794 W. Forest Hill Builevard, Suite 34, Wellington, Florida 33414, and the mailing address shall be the same.

#### **ARTICLE II. PURPOSES**

The purpose for which the corporation is formed and the business to be carried on and the objectives to be effected by it are:

Section 1. (a) To create a private corporation to construct or to acquire a housing project or projects, and to operate the same; (b) to enable the financing of the construction of such rental housing with the assistance of mortgage insurance under the National Housing Act; (c) to enter into, perform, and carry out contracts of any kind necessary to, or in connection with, or incidental to, the accomplishment of the purposes of the corporation, including, expressly, any contract or contracts with the Secretary of Housing and Urban Development which may be desirable or necessary to comply with the requirements of the National Housing Act, as amended, and the Regulations of the Secretary thereunder, relating to the regulation or restriction of mortgagors as to rents, sales, charges, capital structure, rate of return and methods of operation; (d) to acquire any property, real or personal, in fee or under lease, or any rights therein or appurtenant thereto, necessary for the construction and operation of such project; and (e) to borrow money, and to issue evidence of indebtedness, and to secure the same by mortgage, deed of trust, pledge, or other lien, in furtherance of any or all of the objects of its business in connection with said project.

#### ARTICLE III. AUTHORIZED SHARES

The Corporation shall be authorized to create and issue 10,000 shares of Common Stock having a par value of \$1.00 per share.

The whole or any part of the authorized shares of the Corporation may be issued for consideration payable in cash or other property, tangible or intangible, promissory notes, or in

labor or services actually performed for the Corporation, promises to perform services evidenced by a written contract, having a value as determined from time to time by the Board of Directors of the Corporation, not less than the par value of the stock to be issued.

The maximum number of shares of common stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock.

#### ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 12788 Forest Hill Boulevard, Suite 2003, Wellington, Florida 33414, and the name of the initial registered agent of the corporation at that address is Donald P. Dufresne, Esquire.

#### ARTICLE V. TERM OF EXISTENCE

The corporation is to exist perpetually.

#### **ARTICLE VI. DIRECTORS**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one (1) Director, initially. The name and street address of the initial member of the Board of Directors is:

Robert E. Johnson

12794 W. Forest Hill Boulevard

Suite 34

Wellington, Florida 33414

#### ARTICLE VII. OFFICERS

The name and street address of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Robert E. Johnson, President and Secretary

12794 W. Forest Hill Boulevard Suite 34 Wellington, Florida 33414

## ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Robert E. Johnson 12794 W. Forest Hill Boulevard Suite 34 Wellington, Florida 33414

### ARTICLE IX. POWERS

Section 1. The corporation shall have the power to do and perform all things whatsoever set out in Section 1 of Article II, <u>Purposes</u> above, and necessary or incidental to the accomplishment of said purposes.

Section 2. The corporation, specifically and particularly, shall have the power and authority to enter into a Regulatory Agreement setting out the requirements of the Secretary of Housing and Urban Development.

#### ARTICLE X. GENERAL

In the event of a conflict between the terms of these Articles of Incorporation and HUD laws, rules, regulations, and the Regulatory Agreement, the terms of the laws, rules, regulations and Regulatory Agreement shall prevail.

These Articles of Incorporation may not be amended without prior HUD approval.

The foregoing Restated Articles of Incorporation restate, integrate and amend, in accordance with Section 607.1003, the provisions of the corporation's Articles of Incorporation as theretofore amended.

Dated: 5/17 . 1997.

FAIRWAY LAKES OF GREENVIEW, INC.

Robert E. Johnson, President

# RESTATED ARTICLES CERTIFICATE OF FAIRWAY LAKES OF GREENVIEW, INC.

In accordance with Section 607.1007(4), it is hereby certified that:

The board of directors adopted the restated articles. The amendments to the articles appearing in the restated articles were duly approved by the shareholders in accordance with the Florida Business Corporation Act. The information required in Section 607.1006 is set forth as follows:

and the number of votes cast for the	rere proposed to the shareholders by the Board of Directors  amendment by the shareholders was sufficient for approval  2. 17 day of
Dated: May 17 , 1997	,
	FAIRWAY LAKES OF GREENVIEW, INC.

Robert E. Johnson, President