

Amended Lakewood Articles of Incorporated

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

A Corporation Not For Profit

The undersigned residents of the State of Florida hereby associate themselves for the purpose of forming a corporation not for profit under Chapter 617 of the laws of the State of Florida, and certify. As provided in the original Articles of Incorporation, dated October 10, 1997 Article IX, Section 2, the Articles I through and including Article XIV are hereby amended and restated by deleting all previous Articles in their entirety and substituting the following Articles I through and including Article XII.

ARTICLE I

Name and Office

The name of this corporation is **Lakewood at Windsor Parke Association, Inc.**, called the "Association" in these Articles. The office of the Association is the residence of the current President, which shall change from time to time to the residence of the succeeding President.

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.

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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 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 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.

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ARTICLE IV

Voting Rights

The Owner of a Lot is entitled to one vote. If more than one Person 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 and no fractional votes are permitted. Before any meeting at which a vote is to be taken, each co-owner must file the name of the authorized voting co-owner with the Secretary of the Association to be entitled to vote at such meeting, unless such co-owners have filed a general voting authority with the with the Secretary applicable to all votes until rescinded. Notwithstanding the foregoing, if title to any Lot held by husband and wife, either co-owner is entitled to cast the vote for such Lot unless the Association is notified otherwise in writing.

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. 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 the Amended and Restated Articles of Incorporation, 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.

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.

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ARTICLE VII

Duration

This Association shall exist perpetually.

ARTICLE VIII

The By-Laws may be amended or rescinded by a majority vote of a quorum of members present at any regular or special meeting duly called and convened.

ARTICLE IX

Amendments

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 two-thirds (2/3) of members.

ARTICLE X

Voting Requirements

Section 1: Percentage Requirements. Unless any provision of these Articles, the Declaration or the By-Laws expressly requires the approval of the membership, the majority vote of those eligible members present and voting at a duly called and convened meeting shall constitute the act of the membership. 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 is sufficient to constitute an act.

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; and (iv) amendment of these Articles of Incorporation.

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Section 3: Two-Thirds of Those Present. The following constitute an extraordinary action that requires the approval of two-thirds (2/3) of the members present in person or by proxy: (i) any special assessment as provided in Article 2.9 of the Declaration.

Section 4: Notice, Proxies, and Quorum Requirements. Written notice of all meetings of the membership must be given to all Owners not less than 15 days or more than 45 days in advance of such meeting. A majority of all members combined with valid proxies shall constitute a quorum. If that quorum is not met, a second meeting may be called for the same purpose, at which the quorum shall be one-third (1/3) of the members. If the required quorum is not forthcoming for any meeting, the members present shall have the power to adjourn the meeting, from time to time without notice other than announcement at the meeting, until the required quorum shall be present or represented. Proxies must be registered with the Secretary of the Association prior to members meetings. No Owner may hold more than five (5) proxies.

Section 5: Written Action. Any action that may be taken at any membership meeting, including 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, 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

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.

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ARTICLE XIV

Subscribers

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

Carol Gorey
4057 Glenhurst Dr. N.
Jacksonville, Florida 32224

Steve Young
4050 Glenhurst Dr. N.
Jacksonville, Florida 32224

Leyse Lowry
4116 Glenhurst S.
Jacksonville, Florida 32224

IN WITNESS WHEREOF, for the purposes of amending these Articles of Incorporation under the laws of the State of Florida, the undersigned, have executed this Amendment to these Articles of Incorporation, this day ____ of _____, 2011.

Carol Gorey

Steven Young

Leyse Lowry

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STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this day ____ of _____, 2012 by Carol Corey.

Print Name: _____
Notary Public, State of Florida
My Commission expires:

Personally known to me, __ or produced identification __. Type of identification: _____.

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this day ____ of _____, 2012 by Steven Young.

Print Name: _____
Notary Public, State of Florida
My Commission expires:

Personally known to me, __ or produced identification __. Type of identification: _____.

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this day ____ of _____, 2012 by Leyse Lowry.
