

AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

LEISURE TIME CAMPSITES & CLUB ASSOCIATION, INC.

In compliance with requirements of Chapter 617, Florida Statutes, and/or Chapter 720, Florida Statutes, the undersigned all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I

LEISURE TIME CAMPSITES & CLUB ASSOCIATION, INC. The registered agent of the Association is the Law Offices of Becker & Poliakoff, P.A., 12140 Carissa Commerce Court, Suite 200, Fort Myers 33966.

ARTICLE II

PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purpose for which it is formed are to provide for maintenance preservation and operation control of the Lots and Common Area within that certain tract of property known as LEISURE TIME CAMPSITES AND CLUB SUBDIVISION, a subdivision to be located in Lee County, Florida hereinafter referred to as the "Properties", and to promote the health, safety and welfare of the residents within the above described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for the purpose to:

- (a) Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain "Declaration", applicable to the property to be recorded from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;
- (b) Fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses in connection therewith and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;
- (c) Acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association.

Providing, however, to sell, rent, lease, convey, dedicate or transfer all of any part of the Common Area or real property to any public agency, authority, utility, or private entity for such purposes and subject to such conditions as may be agreed upon by the members.

No such disposition of the conditions, required above, can be effective unless approved by two-thirds (2/3) of the voting interests, present in person or by proxy, and voting at any meeting of the membership at which a quorum is present.

- (d) Borrow money, and with the assent of two-thirds (2/3) of the voting interests present, in person or by proxy and voting, at any meeting of the membership at which a quorum is present, mortgage, pledge, deed in trust, or hypothecate any of all of its real or personal property as security for money borrowed or debts incurred.
- (e) Have and to exercise any and all powers, rights and privileges which a corporation organized under the Not for Profit Corporation Law of the State of Florida by law may now or hereafter have or exercise.

ARTICLE III

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 or records to assessments by the Association, including contract sellers, shall be a member of the Association. When more than one person holds an interest in any Lot(s), all such persons shall be members. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Members shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association.

ARTICLE IV

VOTING RIGHTS

Members shall be entitled to one vote for each Lot owned. When more than one person holds an interest in any Lots, all such persons shall be members. The vote for such Lots shall be exercised as they among themselves determine, but in no event shall more than one (1) vote be cast with respect to any Lot.

ARTICLE V

BOARD OF DIRECTORS

The affairs of this Association will be managed by a Board of not less than three (3), as prescribed by the By-Laws, however, there shall at all times be an odd number of Directors. All Directors shall be members of the Association.

- (a) TERM OF OFFICE: In all odd years, three (3) Directors shall be elected for a two-year (2) term and in even years, four (4) Directors shall be elected for a two-year (2) term.
- (b) TAKING OFFICE: All newly elected Directors shall take office on February 1st of the year elected.

ARTICLE VI

DISSOLUTION

The Association may be dissolved with the consent given in writing and signed by not less than two-thirds (2/3) of the members. Upon dissolution of the Association, other than incident to a merger or consolidation, the Areas, all assets and all other properties owned by the Association or any proceeds from the disposition thereof shall be shared equally by the 206 Lot Owners.

ARTICLE VII

DURATION

The Corporation shall exist perpetually.

ARTICLE VIII

AMENDMENTS

Amendments of these Articles shall require the consent of two-thirds (2/3) of the voting interests present, in person or by proxy, at any meeting of the membership at which a quorum is present, but no amendment shall be effective which is in contravention of the duties, responsibilities or obligations of the Association or the members as provided in the Declaration.

ARTICLE IX

NOT FOR PROFIT STATUS

In conformance with the requirements of Chapter 617 and/or Chapter 720, Florida Statutes, the Corporation shall issue no stock, and no dividend shall be paid and no part of the income of the

Corporation shall be distributed to the members, directors or officers.

ARTICLE X

These **By-Laws** may be amended as provided therein.