

ARTICLES OF INCORPORATION

OF

PRAIRIE CREEK PARK PROPERTY OWNERS ASSOCIATION, INC.

(A Not-For-Profit Corporation)

FILED
APR 11 3 30 PM '75

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED HEREBY ASSOCIATE THEMSELVES FOR THE PURPOSE OF FORMING A CORPORATION NOT-FOR-PROFIT UNDER AND PURSUANT TO CHAPTER 617, FLORIDA STATUTES, 1974, AND DO HEREBY CERTIFY AS FOLLOWS:

ARTICLE I

NAME

The name of this Corporation shall be PRAIRIE CREEK PARK PROPERTY OWNERS ASSOCIATION, INC., and shall have its initial principal place of business at Punta Gorda, Florida. For convenience, the Corporation shall be herein referred to as the "Association."

ARTICLE 2

PURPOSE

2.1 The purpose for which the Association is organized is to provide an entity pursuant to Paragraph 21 of the Declaration of Restrictions of Prairie Creek Park Subdivision, or subsequent amendments thereto, which Restrictions are or shall be recorded in the Public Records of Charlotte County, Florida, as recorded in Plat Book 13, Pages 33A through 33S of the Public Records of Charlotte County, Florida, for the purpose of operating the "Common Area".

"Common Area" shall mean and refer to those areas of land shown on subdivision plat of PRAIRIE CREEK PARK as recorded in Plat Book 13, Pages 33A thru 33S of the Public Records of Charlotte County, Florida, including but not limited to streets, bridges, roads, storm drainage facilities, lakes and canals, except that it shall not include (i) any platted lot unless the Association is the owner thereof, and (ii) any property which has been dedicated to and accepted by any public authority or body which has assumed the obligation to maintain the same.

2.2 The Association shall make no distribution of income to its members, directors or officers.

POWERS

3.1 The Association shall have all of the common-law and statutory powers of a corporation not-for-profit not in conflict with the terms of these Articles, including, but not limited to, the following:

- IN OFFICES
LRR. FARR
ANS. MOSELEY
AND ODOM

i. To contract for the management or operation of portions of the Common Area susceptible to separate management or operation, and to lease such portions.

j. To employ personnel to perform the services required for the proper operation of the Common Area.

3.2 All funds and the titles of all properties acquired by the Association and their proceeds shall be held in trust for the members in accordance with the provisions of these Articles of Incorporation and the Bylaws.

ARTICLE 4

MEMBERS

4.1 The members of the Association shall consist of all of the record owners of a present vested interest in a lot in PRAIRIE CREEK PARK Subdivision according to the Plat thereof as recorded in Plat Book 13, Pages 33A through 33^g of the Public Records of Charlotte County, Florida, and after termination of the Common Area shall consist of those who are members at the time of such termination or their successors and assigns.

4.2 Change of membership in the Association shall be established by recording in the Public Records of Charlotte County, Florida, a deed or other instrument establishing a record title to a lot in the aforescribed subdivision and the delivery to the Association of a certified copy of such instrument. The owner designated by such instrument thus becomes a member of the Association and the membership of the prior member is terminated.

4.3 The share of a member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner except as an appurtenance of his lot.

4.4 Owners of each lot shall collectively be entitled to one (1) vote, and the person entitled to cast such vote shall be determined as follows:

A statement must be filed with the Secretary of the Corporation in writing, signed under oath by members with an interest in a lot and shall state:

a. The respective percentage interest of every person (as recorded in the Public Records of Charlotte County, Florida) owning a vested present interest in the fee title of the lot in which the affiant owns an interest.

b. Which one of the owners of the lot in which the affiant owns an interest is to represent all of the owners of that lot at membership meetings and cast the vote to which they are entitled. The person so designated by the persons owning the majority interest in a lot shall be known as the Voting Member and shall be the only member owing an interest in that lot eligible to cast the vote for said lot at membership meetings. The person designated as the Voting Member may continue to cast the binding vote for all members owning an interest in the lot in which he owns an interest until such time as another person is properly designated as the Voting Member by those members owning the majority interest by a similar written statement filed with the Secretary.

There shall not be more than Three Hundred Twenty-One (321) Voting Members at any one time and each may cast one (1) vote. A corporation, or any individual with an interest in more than one (1) lot may be designated the Voting Member for each lot in which he owns an interest. Failure by owner of a lot to file such statement under oath with the Secretary prior to a member's meeting will result in depriving the members with an interest in such lot of a vote at such meeting.

ARTICLE 5

DIRECTORS

5.1 The affairs of the Association will be managed by a Board consisting of the number of Directors determined by the Bylaws but not less than three (3) Directors, and in the absence of such determination shall consist of three (3) Directors. Directors need not be members of the Association.

5.2 Directors of the Association shall be elected at the annual meeting of the members in the manner determined by the Bylaws, and shall continue to serve until their successors have been elected.

LAW OFFICES
MR. FARR,
MR. MOSELEY
AND ODOM
1101 OLYMPIA AVE.
TALLAHASSEE, FLA.

Directors may be removed for good cause shown and vacancies on the Board of Directors shall be filled in the manner provided by the Bylaws.

5.3 The first election of Directors may not be held until after the developer has completed the development of PRAIRIE CREEK PARK SUBDIVISION and for a period not to exceed Two (2) years thereafter, at the option of developer. The Directors named in these Articles shall serve until the first election of Directors, and any vacancies in their number occurring before the first election shall be filled by the remaining Directors.

5.4 The names and addresses of the members of the first Board of Directors who shall hold office until their successors are elected and have qualified, or unless removed for cause, are as follows:

DIRECTORS

ADDRESSES

W. Warren Wankelman

1007 Juno Drive
Punta Gorda, Florida 33950

Wallace B. Hinshaw, Jr.

755 Pamela Drive
Punta Gorda, Florida 33950

R. Thomas Brown

511 NorthShore Drive
Charlotte Harbor, Florida 33950

ARTICLE 6

OFFICERS

The affairs of the Association shall be administered by the Officers designated by the Bylaws. The Officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Association and shall serve at the pleasure of the Board of Directors. The name and addresses of the Officers who shall serve until their successors are designated by the

Board of Directors are as follows:

<u>OFFICERS</u>	<u>TITLE</u>	<u>ADDRESS</u>
W. Warren Wankelman	President	1007 Juno Drive Punta Gorda, Florida 33950
Wallace B. Hinshaw, Jr.	Vice President	755 Pamela Drive Punta Gorda, Florida 33950
R. Thomas Brown	Secretary Treasurer	511 N. Shore Drive Charlotte Harbor, Florida 33950

ARTICLE 7

INDEMNIFICATION

Every Director and every Officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him to which he may be a party or in which he may become involved by reason of his being or having been a Director or Officer of the Association, whether or not he is a Director or Officer at the time such expenses are incurred, except when the Director or Officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interests of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or Officer may be entitled.

ARTICLE 8

BYLAWS

The first Bylaws of the Association shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the Bylaws.

ARTICLE 9

AMENDMENTS

Amendments to the Articles of Incorporation shall be proposed and adopted in the following manner:

9.1 Written notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is to be considered and such notice shall be delivered to each member at least twenty (20) () prior to the meeting.

9.2 A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by the members of the Association. Directors and members not present in person or by proxy at the meeting considering the amendment may express their approval in writing, providing such approval is delivered to the Secretary at or prior to the meeting.

a. Such approvals must be by not less than Eighty Per Cent (80%) of the votes of the entire membership of the Association; or

b. By not less than Ninety Per Cent (90%) of the votes of the entire membership of the Association.

9.3 Provided, however, that no amendment shall make any changes in the qualifications for membership nor the voting rights of members without approval in writing by all members and the joinder of all record owners of mortgages upon the lot. No amendment shall be made that is in conflict with the law or the Declaration of Restrictions.

9.4 A copy of each amendment shall be certified by the Secretary of State and be recorded in the Public Records of Charlotte County, Florida.

ARTICLE 10

TERM

The term of the Association shall be perpetual.

ARTICLE 11

SUBSCRIBERS

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

LAW OFFICES
FARR, FARR,
MANS, MOSELEY
AND ODOM
118 W. OLYMPIA AVE.
GAINESBORO, FLA.

SUBSCRIBERS

W. Warren Wankelman

Wallace B. Hinshaw, Jr.

R. Thomas Brown

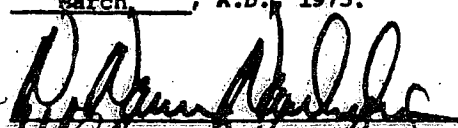
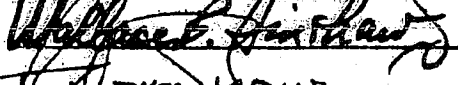
ADDRESSES

1007 Juno Drive
Punta Gorda, Florida 33950

755 Pamela Drive
Punta Gorda, Florida 33950

511 North Shore Drive
Charlotte Harbor, Florida
33950

IN WITNESS WHEREOF, we have hereunto set our hands and seals
at Punta Gorda, this 18th day of March, A.D., 1975.

 (SEAL)
 (SEAL)
 (SEAL)

STATE OF FLORIDA)
COUNTY OF CHARLOTTE)

I HEREBY CERTIFY that on this 18th day of March, 1975,
before me the undersigned authority personally appeared
W. Warren Wankelman, Wallace B. Hinshaw, Jr., and R. Thomas Brown
to me known to be the persons described in and who executed the foregoing
Articles of Incorporation, and acknowledged before me that they made and
subscribed the same for the uses and purposes therein mentioned and set
forth.

WITNESS my hand and official seal at Punta Gorda, said
County and State, the day and year first above written.


Notary Public - State of Florida

My Commission Expires
May 10, 1975

LAW OFFICES
ARR. FARR,
ANG. MOSELEY
AND ODOM
1001 OLIVER AVE.
PUNTA GORDA, FLA.

AMENDMENT OF CERTIFICATE OF INCORPORATION

OF

PRAIRIE CREEK PARK PROPERTY OWNERS ASSOCIATION, INC.

JUN 12 3 31 PM '10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Chapter 617, Florida Statutes, 1977, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FILED
JUN 12 3 39 PM '10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The name of the corporation is PRAIRIE CREEK PARK PROPERTY OWNERS ASSOCIATION, INC.

The following amendments of the Articles of Incorporation was adopted by the corporation:

Paragraph 4.4 of Article 4 and paragraph 5.3 of Article 5 of the Certificate of Incorporation of Prairie Creek Park Property Owners Association, Inc. is amended to read, as follows:

ARTICLE 4

MEMBERS

4.4 Owners of each lot shall collectively be entitled to one (1) vote, and the person entitled to cast such vote shall be determined as follows:

A statement must be filed with the Secretary of the Corporation in writing, signed under oath by members with an interest in a lot and shall state:

a. The respective percentage interest of every person (as recorded in the Public Records of Charlotte County, Florida) owning a vested present interest in the fee title of the lot in which the affiant owns an interest.

b. Which one of the owners of the lot in which the affiant owns an interest is to represent all of the owners of that lot at membership meetings and cast the vote to which they are entitled. The person so designated by the persons owning the majority interest in a

lot shall be known as the Voting Member and shall be the only member owning an interest in that lot eligible to cast the vote for said lot at membership meetings. The person designated as the Voting Member may continue to cast the binding vote for all members owning an interest in the lot in which he owns an interest until such time as another person is properly designated as the Voting Member by those members owning the majority interest by a similar written statement filed with the Secretary.

A corporation, or any individual with an interest in more than one (1) lot may be designated the Voting Member for each lot in which he owns an interest. Failure by owner of a lot to file such statement under oath with the Secretary prior to a member's meeting will result in depriving the members with an interest in such lot of a vote at such meeting.

ARTICLE 5

DIRECTOR

5.3 The first election of Directors may not be held until three (3) years from the date of first sale is made or when seventy-five percent (75%) of the lots are deeded, whichever occurs first, by Punta Gorda Isles, Inc. of property in Prairie Creek Park Subdivision. The Directors named in these Articles shall serve until the first election of Directors, and any vacancies in their number occurring before the first election shall be filled by the remaining Directors.

B. Article 12 is added to the Certificate of Incorporation of Prairie Creek Park Property Owners Association, Inc. and shall read as follows:

ARTICLE 12

CREATION OF THE LIEN AND PERSONAL OBLIGATION OF ASSESSMENTS

1) Each lot owner in Prairie Creek Park Subdivision shall pay to the Association his pro rata share of: (1) annual assessments or charges, and (2) special assessments for repairs and improvements, all such assessments or charges to be fixed, established and collected from time to time as hereinafter provided. The annual and special assessments, together with such interest thereon and costs of collection thereof as is hereinafter provided, shall be a charge and continuing lien upon the lot against which such assessment is made. Each such assessment, together with such interest thereon and cost of collection thereof as is hereinafter

provided, shall also be the personal obligation of the persons owning such lot at the date when the assessment becomes payable. Assessments shall be prorated to each lot by dividing the total assessment to be collected for the improvements, maintenance or charges by the total number of lots in Prairie Creek Park Subdivision.

2) Purpose of Assessments. The assessments levied by the Association shall be used exclusively for the purpose of promoting the recreation, health, safety, and welfare of the lot owners' use and enjoyment of the Common Area and any structures thereon, including but not limited to, the payment of taxes and insurance thereon, and the improvement, maintenance, repair, replacement, and additions thereon and thereto.

3) The Board of Directors of the Association may, after consideration of current maintenance costs and future needs of the Association, fix the actual assessments for any year at a lesser amount.

4) Special Assessments for Capital Improvement. In addition to annual assessments, the Association may levy in any assessment year a special assessment applicable to that year only, for the purpose of defraying, in whole or in part, the cost of any construction or reconstruction, repair or replacement of a capital improvement upon the Common Area, including the necessary fixtures and personal property related thereto, provided that any such assessment shall be approved by a vote of the members as provided for in the Articles of these by-Laws.

5) Date of Commencement of Annual Assessments: Due Dates. The annual assessments provided for herein shall commence on the date fixed by the Board of Directors of the Association to be the date of commencement.

The first annual assessment shall be made for the balance of the then calendar year and shall become due and payable on the day fixed for commencement. The assessments for any year, after the first year, shall become due and payable as determined by these By-Laws.

The amount of the annual assessment which may be levied for the balance remaining on the first year of assessment shall be prorated for the balance of the year. The same reduction in the amount of the

assessment shall apply to the first assessment levied against any property which is hereinafter added to the properties now subject to assessment at a time other than the beginning of any assessment period.

The due date of any special assessment shall be fixed in the resolution authorizing such assessment.

6) The Board of Directors of the Association shall fix the date of commencement and the amount of the assessment against each lot for each assessment period.

7) Effect of Nonpayment of Assessment: The Personal Obligation of the Owner, the Lien, Remedies of Association. If the assessments are not paid on the date when due, then such assessment shall become delinquent and shall, together with interest thereon, become a continuing lien on the lot which shall run with the land. The personal obligation of the then Owner to pay such assessment shall not be affected by any conveyance or transfer of title to said lot.

If the assessment remains unpaid thirty (30) days after its due date, the assessment shall bear interest from the due date at the maximum percentage rate permitted by law but not in excess of ten percent (10%). The Association may bring an action at law against the Owner personally obligated to pay the same and/or to foreclose the lien against the property, and there shall be added to the amount of such assessment the costs of collecting the same or foreclosing the lien thereof, including reasonable counsel fees.

8) Exempt Property. The following property in Prairie Creek Park Subdivision shall be exempted from the assessments, charge, and lien created herein: (a) all properties to the extent of any easement or other interest therein dedicated and accepted by the local public authority and devoted to public use, (b) all Common Area, and (c) all properties exempted from taxation by the law of the State of Florida, upon and to the extent of such legal exemption as such exemption may exist from time to time.

The amendments were adopted and approved by all of the members of the Board of Directors and by all of the members at a special meeting, duly called and noticed, held on 17th day of May, 1978 at 1625 W. Marion Avenue, Punta Gorda, Florida.

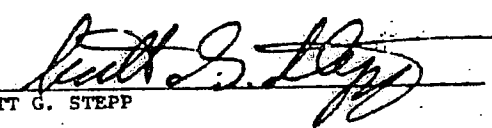
C E R T I F I C A T E

STATE OF FLORIDA)
) SS:
COUNTY OF CHARLOTTE)

BEFORE ME, the undersigned authority, personally appeared SCOTT G. STEPP, as Vice President in charge of Engineering, Punta Gorda Isles, Inc. who being duly sworn deposes and says:

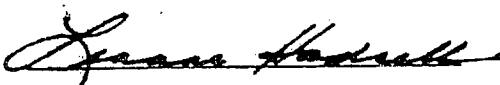
1. I, SCOTT G. STEPP, Vice President in charge of Engineering, Punta Gorda Isles, Inc. and professional engineer, Fla. Reg. 8030, DO HEREBY CERTIFY that all the streets, roads, and drainage reflected on the plat of Prairie Creek Park Subdivision as recorded in Plat Book 13, Pages 33 A thru 33 S of the Public Records of Charlotte County, Florida have been installed pursuant to plans and specifications approved by the Charlotte County Engineer, Charlotte County, Florida as of the 2ND day of June, 1978.

FURTHER, AFFIANT SAYETH NOT.


SCOTT G. STEPP

Subscribed and sworn to before me this

2ND day of June, 1978.


NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires: May 18, 1979
Notary Public, State of Florida at Large
Bonded by American Fire & Casualty Co.