

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
LAKE TIPPECANOE OWNERS ASSOCIATION, INC.
(A Corporation Not For Profit)

This Corporation has been formed as a Corporation Not For Profit pursuant to Chapter 6]7 of the Jaws of the State of Florida.

ARTICLE 1
NAME

The name of this corporation shall be LAKE TIPPECANOE OWNERS ASSOCIATION, INC. (herein the "Association"). Also change all of the references to corporation to association where appropriate.

ARTICLE II
PRINCIPAL OFFICE

PRINCIPAL OFFICE: The principal office of the Association shall be located at such an address as the Directors of the Association determine from time to time ..

ARTICLE III
PURPOSES

PURPOSES: The purposes of this Association at Lake Tippecanoe, a "Condominium", created by purchase, lease or otherwise, situated in Sarasota County, Florida, are to:

- (a) promulgate rules and regulations that govern the use and occupancy of the units and the recreation and social facilities and grounds of the condominium;
- (b) assess, collect and pay common obligations;
- (c) provide public liability insurance on common elements;
- (d) provide utility services and maintain the common elements of the condominium including lawns, grounds, roads and walkways;
- (e) protect the aesthetic qualities and beauty of the condominium;
- (f) maintain and paint the outside walls of units;
- (g) maintain and manage common social and recreational facilities;
- (h) Undertake such activities and actions as will insure the continuation of enjoyable living conditions at the condominium.

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In order to carry out these purposes, the Association shall have all of the statutory and common law powers of a corporation not for profit and all of the powers and duties set forth in the Florida Not for Profit Corporation Act (Chapter 617, Florida Statutes), the Florida Condominium Act (Chapter 718, Florida Statutes), the Declaration of Condominium, the Articles of Incorporation, and Bylaws of the Association, as amended from time to time, except as may be limited or otherwise provided by these Articles or by law.

ARTICLE IV VOTING RIGHTS

Each unit shall be entitled to one (1) vote at membership meetings of the Association. The Bylaws shall provide the manner in which votes are cast. A majority of the Unit Owners' total votes shall decide any question, unless the Declaration of Condominium, these Articles of Incorporation or the Bylaws of the Association provide otherwise.

ARTICLE V MEMBERSHIP

MEMBERSHIP. Membership in the Association shall be limited to Unit Owners in the Condominiums. Such membership shall automatically terminate when such person is no longer an Owner of a Unit in the Condominium.

CHANGE OF MEMBERSHIP. Change of membership in the Association shall be established by recording in the Public Records of Sarasota County, Florida, a Deed or other instrument establishing record title to a Unit in the Condominium and the delivery to the Association of a copy of such recorded instrument. The Owner designated by such instrument thus becomes a member of the Association, and the membership of the prior owner is terminated.

ARTICLE VI INCOME DISTRIBUTION

No part of the income of the Association shall be distributable to its members, except as reimbursement for services rendered to the Association. 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 to the member's Unit.

ARTICLE VII TERM OF EXISTENCE

TERMS OF EXISTENCE: The term for which this Corporation is to exist shall be perpetual, unless sooner dissolved pursuant to the provisions of Florida Statute 617, as amended.

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ARTICLE VIII
OFFICERS AND DIRECTORS'

OFFICERS AND DIRECTORS: The affairs of this Corporation shall be managed by a governing Board called the Board of Directors, who shall be elected at the Annual Meeting of the Corporation.

Vacancies of the Board of Directors may be filled until the next Annual Meeting, in such manner as provided by the Bylaws. The officers shall be: a President, Vice President, Treasurer and Secretary. They shall be elected by the Board of Directors. The officers and members of the Board shall perform such duties, hold office for such terms and take office at such times as shall be provided by the Bylaws of the Corporation. The officers and directors shall be members.

ARTICLE IX
BYLAWS

The Bylaws of the Condominium Association shall be modified, amended or rescinded in the manner provided for in the Bylaws.

ARTICLE X
INDEMNIFICATION

Every Director and every officer of the Condominium Association (and the Directors and/or officers as a group) shall be indemnified by the Condominium Association against all expenses and liabilities, including counsel fees (at all trial and appellate levels) reasonably incurred by or imposed upon him or them in connection with any proceeding or litigation or settlement in which he may become involved by reason of his being or having been a Director or officer of the Condominium Association. The foregoing provisions for indemnification shall apply whether or not he is a Director or officer at the time such expenses are incurred. Notwithstanding the above, in the event of a settlement, the indemnification provisions herein shall not be automatic and shall apply only when the Board of Directors (with the affected member abstaining if he is then a member of the Board of Directors) approves such settlement and authorizes reimbursement for the costs and expenses of the settlement as in the best interest of the Condominium Association. Also, the indemnification provisions of these Articles shall not apply in instances where a Director or officer is adjudged guilty of an action or omission to act which is material to the cause of action and which constitutes:

A violation of the criminal law, unless the Director or officer had reasonable cause to believe his conduct was lawful or had no reasonable cause to believe his conduct was unlawful;

A transaction from which the Director or officer derived an improper personal benefit;
or

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Willful misconduct or a conscious disregard for the best interests of the Condominium Association in a proceeding by or in the right of the Condominium Association to procure a judgment in its favor or in a proceeding by or in the right of a Member of the Association.

Otherwise, the foregoing rights to indemnification shall be in addition to and not exclusive of any and all rights of indemnification to which a Director or officer may be entitled whether by statute, common law or under the Declaration of Condominium.

ARTICLE XI AMENDMENTS

These Articles of Incorporation may be amended in the following manner:

PROPOSAL AND NOTICE. An amendment to these Articles of Incorporation may be proposed by the Board of Directors. A proposal for an amendment may be presented to the Board of Directors by any Unit Owner. If twenty percent (20%) of the Unit Owners in this Condominium sign a petition recommending an amendment for adoption and deliver the petition to the Board, the Board must submit the proposed amendment to a vote of the Unit Owners in this Condominium at a duly-noticed membership meeting within ninety (90) days of delivery of the petition to the Board.

APPROVAL. A proposed amendment must be approved by not less than majority of the members voting in person or by proxy at a meeting of the Association called in whole or in part for that purpose.

EXECUTION AND RECORDING. A copy of each amendment shall be attached to a certificate certifying that the amendment was duly adopted as an amendment to the Articles of Incorporation, which certificate shall be executed by the President or Vice-President and attested by the Secretary or Assistant Secretary of the Association with the formalities of a deed. An amendment to these Articles of Incorporation shall become effective upon filing with the Florida Secretary of State and recording a copy along with a Certificate of Amendment in the Public Records of Sarasota County, Florida.

ARTICLE XII REGISTERED OFFICE AND REGISTERED AGENT

The registered agent of the Association shall be Cynthia O'Grady, located at 3380 Rustic Road, Nokomis, FL 34275. The Board may change the Association's registered office and registered agent from time to time as permitted by law.