

**AMENDED AND RESTATED ARTICLES OF INCORPORATION FOR A
FLORIDA NOT FOR PROFIT CORPORATION**

**FORT MYERS VILLAS EDUCATIONAL, LITERARY AND CHARITABLE
INSTITUTION, INC.**

2316 Sunrise Boulevard Fort Myers, FL 33907

Article I

The name of the Corporation shall be Fort Myers Villas Educational, Literary and Charitable Institution, Inc., doing business as Fort Myers Villas Civic Association, henceforth referred to in this document as the Corporation. The Corporation's principal place of business is: 2316 Sunrise Boulevard Fort Myers, FL 33907

Article II

The Corporation is organized exclusively for charitable, religious, educational, or scientific purposes, including, for such purposes, the making of distributions to corporations that qualify as exempt organizations under section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future tax code. To this end, the Corporation shall secure the benefits of and foster the educational, literary and recreational development of the real estate owners and residents of the sub-division collectively known as the Fort Myers Villas and to unite the residents of the Fort Myers Villas for the purpose of planning and working together for the betterment of the community, to maintain community buildings and monuments, to lessen the burden of government, lessen neighborhood tensions, and combat community deterioration and juvenile delinquency.

Article III

The Corporation shall have two classes of membership, both of which are voluntary. General Members shall be defined as the owner in his/her own right, or in common with another, of at least one entire build-able lot in one of the several subdivisions now, or hereafter, in existence collectively known as the Fort Myers Villas, located in Lee County, Florida, who have paid their dues to the Corporation for the current year. There shall be only one vote for each build-able lot. Owners of more than one build-able lot, with each lot having its own separate mailing address, may have a vote for each qualifying lot for which the owner has paid dues for the current year. Associate Members are to be defined in the Bylaws, but will have no voting privilege. The Fort Myers Villas area is bounded by the Easterly boundary of the lots on the East side of Fordham Street on the East; the Southerly boundary of the lots along the South side of La Salle Avenue to the Southerly boundary of the lots along the South end of Geneva Street including all of Undivided Lot C and across the Drainage Right-of-Way then northerly along the West Boundary of said Drainage Right-of-Way to the Southerly boundary of the lots along the South side of Jasper Avenue extending said boundary line to the Easterly Right-of-Way of U.S. Highway 41 (Cleveland Avenue) on the South; the Easterly Right-of-Way of U.S. Highway 41 (Cleveland Avenue) on the West; the Southerly Right-of-Way of Crystal Drive on the North.

Article IV

The Corporation shall have perpetual existence.

Article V

The names and addresses of the original subscribers of the Corporation are the same as in the initial Articles of Incorporation.

Article VI

The Corporation shall have a Board of Directors consisting of not less than three persons, nor more than thirty persons. The Board shall act by majority vote to elect or appoint all officers of the Corporation. The affairs of the Corporation are to be managed by such directors and officers as may be prescribed from time to time in the Bylaws of the Corporation. The Directors and Officers will be elected or appointed at times, and for the periods of times, prescribed in such Bylaws.

Article VII

The names and addresses of the persons serving as the current Board of Directors are:

John E. Greenfield, Jr.	2325 Jasper Ave., Fort Myers, FI 33907
Jerry L. Riffelmacher	2130 Chandler Ave., Fort Myers, FI 33907
Stacy Miller	2462 Woodland Blvd., Fort Myers, FI 33907
Phil Tirino	2255 Chandler Ave., fort Myers, FI 33907
Robert Whan	2119 Chandler Ave., Fort Myers, 33907
Charles Hultgren	2106 Ephraim Ave., Fort Myers, FI 33907
Lana Vale	2121 Dover Ave., Fort Myers, FI 33907

Article VIII

The Affairs of the Corporation shall be managed by the following officers: President, Vice President, Secretary, and Treasurer, who shall be elected annually. The names of the officers who managed the affairs of the Corporation until the first election or appointment under the Articles of Incorporation are as follows:

Name

Vernon A. Housewright
Sherman Ensor
Jane F. Pate
Gordon Neidroun

Title

President
Vice President
Secretary
Treasurer

Article IX

The first Bylaws of the Corporation were enacted and made by the original members and thereafter the Bylaws are to be enacted, made, altered and rescinded by the General Members of the Corporation in accordance with the Bylaws in effect at that time.

The Articles of Incorporation may be amended upon two-thirds vote of the General Members present and voting at any annual or special meeting of the Corporation called for such purpose. Written notice setting forth the proposed amendment, or a summary of the changes to be effected by the amendment must be given to each member entitled to vote.

Article X

At all times the following shall operate as conditions restricting the operations and activities of the Corporation: No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the Article II hereof. No substantial part of the activities of the Corporation shall be carrying on of any propaganda, or otherwise attempting to influence legislation. The Corporation shall not participate in, or intervene in (including the publishing or distribution statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the Corporation shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code or corresponding section of any future Federal Tax Code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future Federal Tax Code.

Article XI

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future Federal Tax Code, or shall be distributed to the Federal Government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the Corporation is then located, exclusively for such purpose or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Name of New Registered Agent:
New Registered Office Address:

John Greenfield, Jr.

New Registered Agents Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.


Signature of New Registered Agent, if changing
President