

State of Florida



Department of State

Recording: \$42.00

REC 37.00
 PRM 5.00
 DOC _____
 INT _____
 IND _____

RECORD AND RETURN TO: 333 South Tamiami Trail, Suite 199, Venice, Florida 34285

I certify that the attached is a true and correct copy of the Articles of Incorporation of RIVERBEND OF NAPLES MOBILE HOMEOWNERS ASSOCIATION, INC., a corporation organized under the Laws of the State of Florida, filed on May 4, 1988, as shown by the records of this office.

The document number of this corporation is N26263.

Given under my hand and the Great Seal of the State of Florida, at Tallahassee, the Capital, this the 4th day of May, 1988.



Jim Smith

Jim Smith
Secretary of State

ARTICLES OF INCORPORATION

OF

RIVERBEND OF NAPLES MOBILE HOMEOWNERS ASSOCIATION, INC.

A Not-For-Profit Florida Corporation

We, the undersigned, hereby associate ourselves together for the purposes of forming a not-for-profit corporation under the laws of the State of Florida, and in compliance with the requirements of Chapter 617, Florida Statutes, and hereby certify as follows:

ARTICLE I

NAME

The name of this corporation is: RIVERBEND OF NAPLES MOBILE HOMEOWNERS ASSOCIATION, INC.

ARTICLE II

REGISTERED AGENT/OFFICE

The street address of the initial registered office of this corporation is 777 Walkerbilt Drive, Unit 21, Naples, Florida 33963, and the name of the initial Registered Agent of this corporation at that address is Lawrence A. Vars, Jr.

ARTICLE III

NON-STOCK BASIS

This corporation shall be organized on a non-stock basis and shall not issue shares of stock.

ARTICLE IV

MEMBERSHIP

The qualification of members and the manner of their admission to the corporation shall be regulated by the Bylaws.

ARTICLE V

PURPOSE AND POWERS

This corporation does not contemplate pecuniary gain or profit to the members thereof, and the specific and primary purposes for which this corporation is formed are:

A. For the advancement of charitable purposes by the distribution of its funds for such purposes.

B. To operate in such manner as will qualify it as an exempt organization under Section 501(c) of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended.

C. To represent the mobile home owners in the Riverbend Mobile Home Park, Naples, Florida, their successors and assigns pursuant to the provisions of Chapter 723, Florida Statutes.

D. To negotiate for, acquire and operate the mobile home park on behalf of the mobile home owners.

E. To convert the mobile home park once acquired to a condominium, a cooperative form or other type of ownership. Upon acquisition of the property, the Association shall be the entity that creates a condominium or offers condominium parcels for sale or lease in the ordinary course of business, or, if the homeowners choose a different form of ownership, the entity that owns the record interest in the property and that is responsible for the operation of the property.

F. To contract, sue or be sued with respect to the exercise or nonexercise of its powers. For these purposes the powers of the Association include, but are not limited to, the maintenance, management and operation of the park property.

G. To institute, maintain, settle, or appeal actions or hearings in its name on behalf of all home owners concerning matters of common interest, including, but not limited to, the common property; structural components of a building or other improvements; mechanical, electrical, and plumbing elements serving the park property; and protests of ad valorem taxes on commonly used facilities.

H. To make and collect assessments and to lease, maintain and replace the common areas upon purchase of the mobile home park.

I. To purchase lots in the park and to acquire and hold, lease, mortgage and convey them.

J. To modify or move or create any easement for ingress and egress or for the purposes of utilities if the easement constitutes part of or crosses the park property upon purchase of the mobile home park.

ARTICLE VI

DIRECTORS

The powers of this corporation shall be exercised, its properties controlled and its affairs conducted by a Board of Directors, consisting of not less than three (3) persons. The initial number of directors of the corporation shall be nine, provided however, that such number may be changed by a By-law duly adopted.

The directors named herein as the first Board of Directors shall hold office until the first meeting of members at which time an election of directors shall be held.

The names and addresses of the initial board of directors of this corporation are:

<u>Name</u>	<u>Address</u>
Lawrence A. Vars	777 Walkerbilt Drive #21 Naples, Florida 33963
Mildred Budnick	777 Walkerbilt Drive #6 Naples, Florida 33963
Grace McCarty	777 Walkerbilt Drive #11 Naples, Florida 33963
Cliff Schneider	777 Walkerbilt Drive #22 Naples, Florida 33963
Earl Donle	777 Walkerbilt Drive #2 Naples, Florida 33963
West Kandle	777 Walkerbilt Drive #14 Naples, Florida 33963
Beryl Eberly	777 Walkerbilt Drive #20 Naples, Florida 33963
Terry Van Pelt	777 Walkerbilt Drive #15 Naples, Florida 33963
Henry J. Warchol, Jr.	777 Walkerbilt Drive #30 Naples, Florida 33963

ARTICLE VII
INCORPORATORS

The names and addresses of the Incorporators signing these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
Lawrence A. Vars	777 Walkerbilt Drive #21 Naples, Florida 33963
Mildred Budnick	777 Walkerbilt Drive #6 Naples, Florida 33963
Grace McCarty	777 Walkerbilt Drive #11 Naples, Florida 33963
Cliff Schneider	777 Walkerbilt Drive #22 Naples, Florida 33963
Earl Donle	777 Walkerbilt Drive #2 Naples, Florida 33963
West Kandle	777 Walkerbilt Drive #14 Naples, Florida 33963
Beryl Eberly	777 Walkerbilt Drive #20 Naples, Florida 33963
Terry Van Pelt	777 Walkerbilt Drive #15 Naples, Florida 33963
Henry J. Warchol, Jr.	777 Walkerbilt Drive #20 / Naples, Florida 33963

ARTICLE VIII
BY-LAWS

The By-laws of this corporation shall be adopted at the first meeting of the board of directors or as soon thereafter as is practically possible. The By-laws may be amended or repealed, in whole or in part in the manner provided therein. Any amendments to the By-laws shall be binding on all members of this corporation.

ARTICLE IX
AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by resolution adopted by the Board of Directors and pre-

sented to a quorum of the members for their vote in the manner set forth in the By-laws of this corporation.

We, the undersigned, being the subscribers and incorporators of this corporation, for the purpose of forming this not-for-profit corporation under the laws of the State of Florida, have executed these Articles of Incorporation this 15th. day of April, 1988.

Laurena Adams
Incorporator

Michael M. Brennan
Incorporator

Grace McPartey
Incorporator

Sheresa M Van Rott
Incorporator

[Signature]
Incorporator

[Signature]
Incorporator

Boyd L. Eberly
Incorporator

[Signature]
Incorporator

[Signature]
Incorporator

STATE OF FLORIDA
COUNTY OF COLLIER

BEFORE ME, the undersigned authority, personally appeared LAWRENCE A. VARS JR., to me known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 1 day of _____, 1988.

Notary Public, State of Florida

My Commission Expires:

(Notarial Seal)

~~CHRISTINE HILTON, NOTARY PUBLIC
THE STATE OF FLORIDA AT LARGE
MY COMMISSION EXPIRES 2-19-91~~

STATE OF FLORIDA
COUNTY OF COLLIER

BEFORE ME, the undersigned authority, personally appeared MILDRED BUDNICK, to me known to be the person who executed the foregoing Articles of Incorporation, and she acknowledged to and before me that she executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 1 day of _____, 1988.

Notary Public, State of Florida

My Commission Expires:

(Notarial Seal)

~~MY COMMISSION EXPIRES 2-19-91~~

STATE OF FLORIDA
COUNTY OF COLLIER

BEFORE ME, the undersigned authority, personally appeared GRACE McCARTY, to me known to be the person who executed the foregoing Articles of Incorporation, and she acknowledged to and before me that she executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 10th day of April, 1988.

Donna Marie Bailey
Notary Public, State of Florida

My Commission Expires:

(Notarial Seal)

~~CHRISTINE HILTON, NOTARY PUBLIC
THE STATE OF FLORIDA AT LARGE
MY COMMISSION EXPIRES 2-19-91~~

STATE OF FLORIDA
COUNTY OF COLLIER

BEFORE ME, the undersigned authority, personally appeared CLIFF SCHNEIDER, to me known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this _____ day of _____, 1988.

Notary Public, State of Florida

My Commission Expires:

(Notarial Seal)

STATE OF FLORIDA
COUNTY OF COLLIER

BEFORE ME, the undersigned authority, personally appeared EARL DONLE, to me known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this _____ day of _____, 1988.

William W. Cluckner

Notary Public, State of Florida

My Commission Expires:

(Notarial Seal)

STATE OF ~~FLORIDA~~ New Jersey
COUNTY OF ~~COLLIER~~ Gloucester

BEFORE ME, the undersigned authority, personally appeared WEST KANDLE, to me known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 15th day of April, 1988.

Abigail B. Hagerty

Notary Public, State of ~~FLORIDA~~
New Jersey

My Commission Expires:

(Notarial Seal)

STATE OF FLORIDA
COUNTY OF COLLIER

BEFORE ME, the undersigned authority, personally appeared BERYL EBERLY, to me known to be the person who executed the foregoing Articles of Incorporation, and she acknowledged to and before me that she executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this _____ day of _____, 1988.

Notary Public, State of Florida

My Commission Expires: (Notarial Seal)

CHRISTINE HILTON, Notary Public
100 S. ...
MY COMMISSION EXPIRES 2-12-91

STATE OF FLORIDA
COUNTY OF COLLIER

BEFORE ME, the undersigned authority, personally appeared TERRY VAN PELT, to me known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this _____ day of _____, 1988.

Notary Public, State of Florida

My Commission Expires: (Notarial Seal)

CHRISTINE HILTON, Notary Public
100 S. ...
MY COMMISSION EXPIRES 2-12-91

STATE OF FLORIDA
COUNTY OF COLLIER

HENRY WARCHOL, JR. BEFORE ME, the undersigned authority, personally appeared to me known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 9th day of April, 1988.

Katherine Cluckering

Notary Public, State of Florida

My Commission Expires: (Notarial Seal)

CHRISTINE HILTON, Notary Public
100 S. ...
MY COMMISSION EXPIRES 2-12-91

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of RIVERBEND OF NAPLES MOBILE HOMEOWNERS ASSOCIATION, INC., which is contained in the foregoing Articles of Incorporation.

DATED this _____ day of _____, 1988.

Lawrence A. Vars Jr.
Lawrence A. Vars Jr., Registered Agent

STATE OF FLORIDA
COUNTY OF COLLIER

BEFORE ME, the undersigned authority, personally appeared LAWRENCE A. VARS JR. to me known to be the person who executed the foregoing Acceptance by Registered Agent, and he acknowledged to and before me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this _____ day of _____, 1988.

Notary Public, State of Florida

My Commission Expires:

(Notarial Seal)

MAY 14 1988
NOTARY PUBLIC
STATE OF FLORIDA

State of Florida



Department of State

I certify that the attached is a true and correct copy of Amended and Restated Articles of Incorporation, filed January 10, 1990, for RIVERBEND OF NAPLES MOBILE HOMEOWNERS ASSOCIATION, INC., a Florida corporation, as shown by the records of this office.

The document number of this corporation is N26263.

Given under my hand and the Great Seal of the State of Florida, at Tallahassee, the Capital, this the 11th day of January, 1990.



Jim Smith
Secretary of State

AMENDMENT AND RESTATEMENT
ARTICLES OF INCORPORATION
OF
RIVERBEND OF NAPLES MOBILE HOMEOWNERS ASSOCIATION, INC.

The undersigned hereby certify and acknowledge that these amended and restated Articles of Incorporation for RIVERBEND OF NAPLES MOBILE HOMEOWNERS ASSOCIATION, INC., a corporation organized under and by virtue of the laws of the State of Florida as contained in Chapter 617, Chapter 719 and Chapter 723, Florida Statutes, as amended (the "Acts") and originally filed with the Secretary of State on May 4, 1988 have been duly adopted by the members this 22nd day of November, 1989. Any amendments included herein have been adopted pursuant to Section 617.0201(4), Florida Statutes, and there is no discrepancy between the Corporation's Articles of Incorporation as theretofore amended and the provisions of the Restated Articles of Incorporation other than the inclusion of these amendments and the omission of matters of historical interest.

ARTICLE 1. NAME

The name of the corporation shall be RIVERBEND OF NAPLES MOBILE HOMEOWNERS ASSOCIATION, INC.

ARTICLE 2. DURATION

The date of commencement of corporate existence shall be on the date the Articles were filed with the Department of State, the period of duration of the corporation shall be perpetual.

ARTICLE 3. PURPOSE AND POWERS

The general purpose for which the corporation is organized is to engage in, conduct and carry on the business of operation of a mobile home owners association pursuant to F.S. Chapter 723; the corporation has the power to negotiate for, acquire, and operate the mobile home park on behalf of the mobile home owners; to engage in activities which are necessary, suitable or convenient for the accomplishment of that purpose, or which are incidental thereto or connected therewith; and to transact any or all lawful business for which corporations may be incorporated under the Acts. In addition, the corporation shall have all the powers specified in Section 617.021 Florida Statutes. Upon completing the purchase of the Park, it shall convert the same to a condominium, cooperative or other type of ownership; whereupon the corporation shall have all the powers necessary and/or convenient for the operation and management of such condominium, cooperative, or other type of resident-owned mobile home community.

ARTICLE 4. MEMBERSHIP

Membership in this corporation shall be limited to lessees or a family member of a lessee of RIVERBEND OF NAPLES MOBILE HOMEOWNERS COOPERATIVE (hereafter "Park") who have purchased

(21)

membership certificates in the corporation. Upon the transfer of a membership certificate, either voluntarily, or by operation of law, the transferee shall become a member of the corporation if all the requirements for membership have been met.

ARTICLE 5. REGISTERED OFFICE AND AGENT

The street address of the registered office of this corporation is 333 South Tamiami Trail, Suite 199, Venice, Florida 34285 and the name of the registered agent of the corporation at such address is WILLIAM R. KORP.

ARTICLE 6. DIRECTORS

The Board of Directors shall consist of no more than nine (9) members. The names and addresses of the persons who are currently serving as directors until their successors are elected and qualify, or until their earlier resignation, removal from office or death, are as follows:

<u>Name</u>	<u>Address</u>
LAWRENCE A. VARS	777 Walkerbilt Drive #21 Naples, Florida 33963
MILDRED BUDNICK	777 Walkerbilt Drive #6 Naples, Florida 33963
GRACE McCARTY	777 Walkerbilt Drive #11 Naples, Florida 33963
GENE MYERS	777 Walkerbilt Drive #8 Naples, Florida 33963
EARL DONLE	777 Walkerbilt Drive #2 Naples, Florida 33963

WEST KANDLE	777 Walkerbilt Drive #14 Naples, Florida 33963
BERYL EBERLY	777 Walkerbilt Drive #20 Naples, Florida 33963
TERRY VAN PELT	777 Walkerbilt Drive #15 Naples, Florida 33963
CARL ZARTMAN	777 Walkerbilt Drive #29 Naples, Florida 33963

ARTICLE 7. INCORPORATORS

The name and address of the original incorporator of the corporation is as follows:

<u>Name</u>	<u>Address</u>
LAWRENCE A. VARS	777 Walkerbilt Drive #21 Naples, Florida 33963
MILDRED BUDNICK	777 Walkerbilt Drive #6 Naples, Florida 33963
GRACE McCARTY	777 Walkerbilt Drive #11 Naples, Florida 33963
CLIFF SCHNEIDER	777 Walkerbilt Drive #22 Naples, Florida 33963
EARL DONLE	777 Walkerbilt Drive #2 Naples, Florida 33963
WEST KANDLE	777 Walkerbilt Drive #14 Naples, Florida 33963
BERYL EBERLY	777 Walkerbilt Drive #20 Naples, Florida 33963
TERRY VAN PELT	777 Walkerbilt Drive #15 Naples, Florida 33963
HENRY J. WARCHOL, JR.	777 Walkerbilt Drive #1 Naples, Florida 33963

ARTICLE 8. PROVISIONS FOR THE REGULATION
OF THE BUSINESS AND FOR
THE CONDUCT OF THE AFFAIRS OF THE CORPORATION

8.1 Meetings of Members and Directors. Meetings of the members and directors of the corporation may be held within the State of Florida at such place or places as may from time to time be designated in the Bylaws or by resolution of the Directors.

8.2 Bylaws. The power to amend or repeal the Bylaws or to adopt new Bylaws shall be in the members, but the affirmative vote of the members of two-thirds (2/3) shall be necessary to exercise that power. The Bylaws may contain any provisions for the regulation and management of the corporation which are consistent with the Acts and these Articles of Incorporation.

8.3 Contracts in Which Directors Have an Interest. No contract or other transaction of the Corporation with any person, firm or corporation or no contract or other transaction in which the corporation is interested shall be invalidated or affected by (a) the fact that one or more of the directors or officers is a director or officer of another corporation, or (b) the fact that any director, individually or jointly with others, may be a party to or may be interested in the contract or transaction; and each person who may become a director of the corporation is hereby relieved from any liability that might otherwise arise by reason of his contracting with the corporation for the benefit of himself or any firm, or corporation in which he may be interested.

IN WITNESS WHEREOF, the undersigned, being the President and Secretary of the corporation, executed these Articles of Incorporation and certified to the truth of the facts herein stated, this 28 day of December, 1989.

Lawrence A. Vars, Jr.

LAWRENCE A. VARS, JR.
President

Grace K. McCarty
GRACE K. McCARTY, Secretary

STATE OF FLORIDA
COUNTY OF COLLIER

I, the undersigned, a Notary Public duly commissioned to take acknowledgments and administer oaths in the State of Florida, certify that LAWRENCE A. VARS, JR., being the President referred to in the foregoing Amendment and Restatement of Articles of Incorporation, personally appeared before me and swore to the truth of the facts therein stated.

WITNESS my hand and official seal this 28 day of December, 1989.

Sharon M. Krummel
Notary Public
My Commission Expires

SHARON M. KRUMMEL, NOTARY PUBLIC
THE STATE OF FLORIDA AT LARGE
MY COMMISSION EXPIRES 03-14-92



STATE OF FLORIDA
COUNTY OF COLLIER

I, the undersigned, a Notary Public duly commissioned to take acknowledgments and administer oaths in the State of Florida, certify that GRACE K. McCARTY, being the Secretary referred to in the foregoing Amendment and Restatement of Articles of Incorporation, personally appeared before me and swore to the truth of the facts therein stated.

WITNESS my hand and official seal this 28 day
of December, 1989.



Notary Public
My Commission Expires:

SHARON M. KRUMMEL, NOTARY PUBLIC
THE STATE OF FLORIDA AT LARGE
MY COMMISSION EXPIRES 03-14-92



WRK:02295RCAA

ACCEPTANCE OF REGISTERED AGENT

I have been designated as Registered Agent in the above Articles. Simultaneously, I hereby accept the appointment as Registered Agent.


WILLIAM R. KORP
Registered Agent

WRK:02295RKA