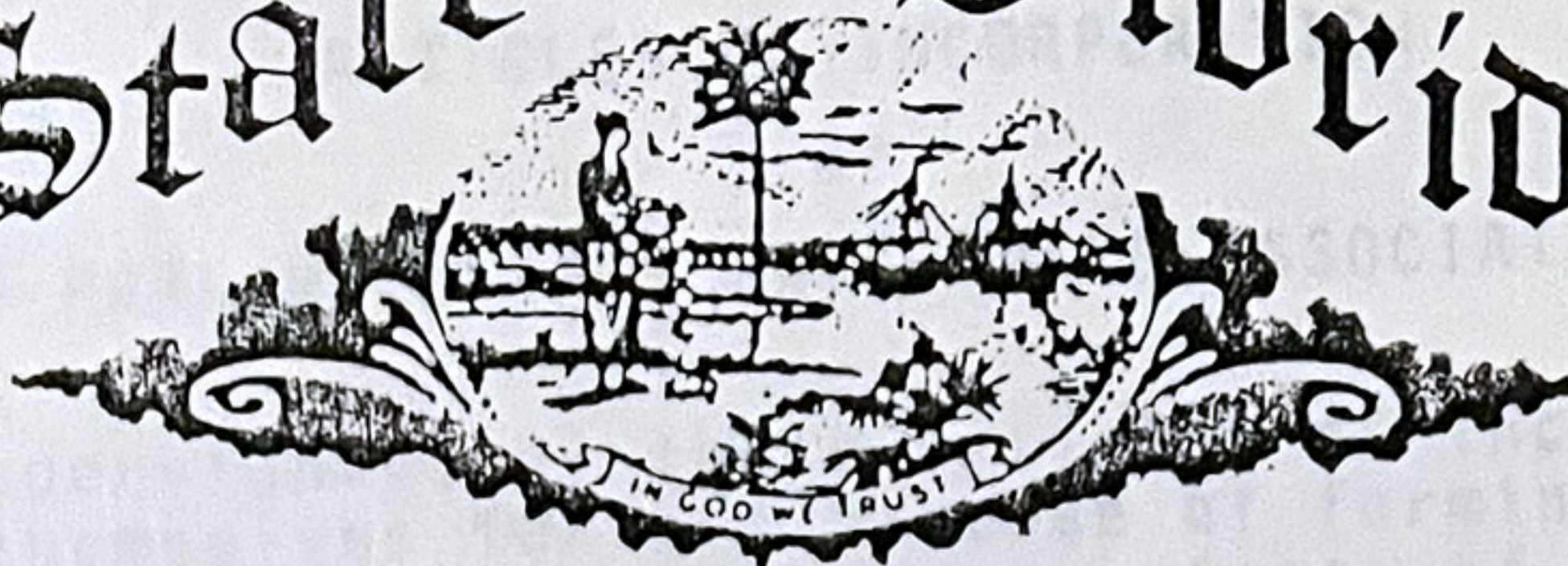


State of Florida



Department of State

I certify that the attached is a true and correct copy of the Articles of Incorporation of ISLAND PARK WOODLANDS HOMEOWNERS ASSOCIATION, INC., a corporation organized under the Laws of the State of Florida, filed on September 6, 1985, as shown by the records of this office.

The document number of this corporation is N10989.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
day of
6th September, 1985.

George Firestone
Secretary of State



No 10789

#10989

FILED

1985 Sep. 6 - 9:16 AM

Secretary of State
Tallahassee, Florida

ARTICLES OF INCORPORATION
of
ISLAND PARK WOODLANDS HOMEOWNERS ASSOCIATION, INC.

The undersigned, by these Articles of Incorporation, associate themselves for the purpose of forming a corporation not for profit under the laws of the State of Florida and certify as follows:

ARTICLE I - Name and Definitions

The name of this Corporation is Island Park Woodlands Homeowners Association, Inc. For convenience, the Corporation shall be referred to in this instrument as the Association, these Articles of Incorporation as Articles, and the Bylaws of the Association as Bylaws.

ARTICLE II - Duration

This Corporation shall have perpetual existence.

ARTICLE III - Purpose

This Corporation is organized for the purpose of providing an entity to own, operate and manage property and to enforce deed restrictions on behalf of and in connection with ISLAND PARK WOODLANDS, a Subdivision located in Section 12, Township 46 South, Range 24 East, according to the map or plat thereof recorded as follows:

- Unit "A" recorded in Plat Book 30 at Page 50
- Unit "B" recorded in Plat Book 33 at Pages 8-9, and
- Unit "C" recorded in Plat Book 34 at Pages 16-18, all in the public records of Lee County, Florida.

ARTICLE IV - Powers

The powers of the Association shall include and shall be governed by the following provisions:

3.1. General: The Association shall have all of the common law and statutory powers of a corporation not for profit under the laws of Florida that are not in conflict with the terms of these Articles.

3.2. Enumeration: The Association shall have all of the powers and duties including, but not limited to, the following:

- A. To make and collect assessments against members as lot owners to defray the costs, expenses and losses of the Association.
- B. To use the proceeds of assessments and charges in the exercise of its powers and duties.
- C. To acquire both real and personal property for Association use, and to sell or otherwise dispose of property so acquired.
- D. To maintain, repair, replace and operate the property acquired or leased by the Association for use by lot owners.
- E. To purchase insurance upon the Association property and insurance for the protection of the Association and its members as lot owners.

E. To purchase insurance upon the Association property and insurance for the protection of the Association and its members as lot owners.

F. To reconstruct and repair improvements after casualty and to construct additional improvements of the Association property.

G. To make and amend reasonable regulations respecting the use and appearance of the property in the Subdivision; provided, however, that all of those regulations and their amendments shall be approved by not less than two-thirds (66.67%) of the votes of the entire membership of the Association before they shall become effective.

H. To enforce by legal means, the provisions of the Deeds of Restrictions, these Articles, the Bylaws, and the Regulations for the use of the property in Island Park Woodlands Subdivision.

I. To contract for the management or operation of portions of the Association property.

J. To employ personnel to perform the services required for proper operation of the Association.

3.3. Association Property: All funds and the titles to 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 and the Bylaws.

3.4. Distribution of Income: The Association shall make no distribution of income to its members, directors or officers.

3.5. Limitation: The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the Bylaws.

ARTICLE V - Members

All record owners of lots in Units "A", "B", and "C" of ISLAND PARK WOODLANDS shall be members of ISLAND PARK WOODLANDS HOMEOWNERS ASSOCIATION, INC.

4.1. Assignment: 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 lot for which that share is held.

4.2. Voting. A member of the Association shall be entitled to one (1) vote for each lot owned. The manner of exercising voting rights shall be prescribed in the Bylaws of the Association.

ARTICLE VI - Directors

The affairs of the Association shall be managed by a Board of Directors.

5.1. Number: The Board of Directors shall consist of not less than five members nor more than nine members, and, in the absence of that determination shall consist of eight members.

5.2. Duties and Powers: All of the duties and powers of the Association existing under these Articles and Bylaws shall be exercised exclusively by the Board of Directors, its agents, contractors, or employees, subject only to approval by lot owners which such approval is specifically required.

5.3. Election; Removal: Directors of the Association shall be elected at the Annual Meeting of the members in the manner prescribed in the Bylaws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the Bylaws.

5.4. Term of Initial Directors: The Directors named in these Articles shall serve until their successors are elected; and any vacancies in their number occurring before the time for the election of their successors shall be filled by the remaining initial Directors.

5.5. Initial Directors: The names and addresses of the members of the initial Board of Directors who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

Raymond D. Coay, 6055 Birnam Wood Lane S.W.
Fort Myers, FL 33908

Donald W. Forbes, 17676 Taylor Drive S.W.
Fort Myers, FL 33908

M. Patricia Gallagher, 6012 Perthshire Lane S.W.
Fort Myers, FL 33908

Danny Harrell, 6019 Birnam Wood Lane S.W.
Fort Myers, FL 33908

Donna A. Hillyard, 6042 Birnam Wood Lane S.W.
Fort Myers, FL 33908

Thomas M. Kosteno, 17574 Boat Club Drive S.W.
Fort Myers, FL 33908

John Short, 17603 Boat Club Drive S.W.
Fort Myers, FL 33908

Tom R. Smith, 6054 Perthshire Lane S.W.
Fort Myers, FL 33908

ARTICLE VII - Officers

The affairs of the Association shall be administered by the officers designated in 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 names and addresses of the initial officers who shall serve until their successors are designated by the Board of Directors are as follows:

Donald W. Forbes, President, 17676 Taylor Drive S.W.
Fort Myers, FL 33908

Danny Harrell, Vice-President, 6019 Birnam Wood Lane S.W.
Fort Myers, FL 33908

M. Patricia Gallagher, Secretary, 6012 Perthshire Lane S.W.
Fort Myers, FL 33908

Raymond P. Coay, Treasurer, 6055 Birnam Wood Lane S.W.
Fort Myers, FL 33908

ARTICLE VIII - Indemnification

Every director and officer of the Association and every member of the Association serving the Association at its request shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding or any settlement of any proceeding 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 or by reason of his serving or having served the Association at its request, whether or not he is a director or officer or is serving at the time the expenses or liabilities are incurred; provided that in the event of a settlement before entry of judgment, and also when the person concerned is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties, the indemnification shall apply only when the Board of Directors approves the settlement and reimbursement as being for the best interest of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which that person may be entitled.

ARTICLE IX - Bylaws

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

ARTICLE X - Amendments

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

9.1. Notice: Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which the proposed amendment is to be considered.

9.2. Adoption: 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, provided the approval is delivered to the Secretary at or prior to the meeting. The approvals must be either:

A. By not less than two-thirds (66.67%) of the entire membership of the Board of Directors and by not less than two-thirds (66.67%) of the votes of the entire membership of the Association; or

B. By not less than three-fourths (75%) of the votes of the entire membership of the Association.

9.3. Limitation: Provided, however, that no amendment shall make any changes in the qualifications for membership or in the voting rights or property rights of members without approval in writing by all members.

ARTICLE XI - Subscribers

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

Donald W. Forbes, 17676 Taylor Drive S.W.
Fort Myers, FL 33908

Danny Harrell, 6019 Birnam Wood Lane S.W.
Fort Myers, FL 33908

M. Patricia Gallagher, 6012 Perthshire Lane S.W.
Fort Myers, FL 33908

Raymond P. Coay, 6055 Birnam Wood Lane S.W.
Fort Myers, FL 33908

ARTICLE XII - Address and Registered Agent

The street address of the initial registered office of this Corporation is 3322 Gladiolus Drive, Fort Myers, FL 33907 and the name of the registered agent of this Corporation is Donald W. Forbes.

IN WITNESS WHEREOF the subscribers have affixed their signatures this 22nd day of May, 1985.

Donald W. Forbes
D Forbes

Donald W. Forbes

Danny Harrell

Danny Harrell

M. Patricia Gallagher

M. Patricia Gallagher

Raymond P. Coay

Raymond P. Coay

STATE OF FLORIDA)
COUNTY OF LEE)

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared DONALD W. FORBES, to me known to be the person described in and who executed the foregoing Articles of Incorporation for the purposes therein expressed this 22nd day of May, 1985.

WITNESS my hand and official seal in the County and State last aforesaid this 22nd day of May, 1985.

My Commission Expires:

James M. Ashwell

Notary Public State of Florida
at Large

Notary Public, State of Florida at Large
My Comm. Expires APR. 3, 1988
BONDED THRU HUCKLEBERRY SIBLEY
& TRAVEL INSURANCE & BONDS, INC.

(Notary Seal)