

STATE OF FLORIDA

DEPARTMENT OF STATE



I, RICHARD (DICK) STONE, Secretary of State of the State of Florida, do hereby
certify that the following is a true and correct copy of

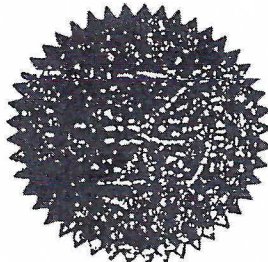
CERTIFICATE OF INCORPORATION

OF

WILDWOOD HOMES, INC.

a corporation not for profit organized and existing under the Laws of the State of
Florida, filed on the 14th day of August, A.D., 1973,
as shown by the records of this office.

GIVEN under my hand and the Great
Seal of the State of Florida, at
Tallahassee, the Capital, this the
14th day of August,
A.D., 1973.



Richard (Dick) Stone
SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

WILDWOOD HOMES, INC.

ASSOCIATION

(A Corporation Not for Profit)

FILED
MAY 11 1973
STATE
OF FLORIDA
TALLAHASSEE

The undersigned incorporators, desiring to form a Corporation (hereinafter referred to as the "Corporation") in compliance with the requirements of Chapter 617 of the Florida Statutes, execute the following Articles of Incorporation.

ARTICLE I

The name of the corporation is Wildwood Homes, Inc., hereinafter called the "Association".

ARTICLE II

The principal office of the Association is located at National Homes Construction Corporation, P.O. Drawer 9600, Longwood, Florida, 32750, and it may have offices in other cities of the State of Florida and other states of the United States of America as may be determined by the Board of Directors.

ARTICLE III

Norman Harris, whose street address is 907 Lakeview Drive, Winter Springs, Florida 32707 and whose mailing address is P.O. Drawer 9600, Longwood, Florida 32750, is hereby appointed the initial registered agent of this Association.

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the residence Lots and Common Area

within that certain tract of property described as: Wildwood,
an addition in Seminole County, Florida as per the plat recorded
as Document # ^{Plat Book 19,} Page 7, 8, 9 & 10 in the office of the Recorder of
Seminole County, Florida, and to promote the health, safety and
welfare of the residents within the above described property
and any additions thereto as may hereafter be brought within
the jurisdiction of this Association by annexation, as provided
in Article XI herein, and for this purpose to:

(a) exercise all of the powers and privileges and to
perform all of the duties and obligations of the Association as
set forth in that certain Declaration of Covenants, Conditions
and Restrictions, hereinafter called the "Declaration"; applica-
ble to the property and recorded or to be recorded in the Office
of the Recorder of Seminole County, Florida and as the same may
be amended from time to time as therein provided, said
Declaration being incorporated herein as if set forth at length;

(b) fix, levy, collect and enforce payment by any
lawful means, all charges or assessments pursuant to the terms
of the Declaration; to pay all expenses in connection therewith
and all office and other expenses incident to the conduct of
the business of the Association, including all licenses, taxes
or governmental charges levied or imposed against the property
of the Association;

(c) acquire (by gift, purchase or otherwise), own,
hold, improve, build upon, operate, maintain, convey, sell,
lease, transfer, dedicate for public use or otherwise dispose
of real or personal property in connection with the affairs of
the Association;

(d) borrow money, to mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred; and

(e) have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Florida by law may now or hereafter have or exercise.

ARTICLE V

MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject by covenants or record to assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. No owner shall have more than one membership. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association. Ownership of such Lot shall be the sole qualification for membership.

ARTICLE VI

SUBSCRIBERS

The names and residences of the founders and the subscribers to these articles are:

<u>NAME</u>	<u>RESIDENCE</u>
Jimmy Rogers	P. O. Drawer 9600 Longwood, Florida 32750
Norman Harris	P. O. Drawer 9600 Longwood, Florida 32750
Carol Montempo	P. O. Drawer 9600 Longwood, Florida 32750

ARTICLE VII

OFFICERS

Section 1. The officers of the corporation shall be a President, such number of Vice Presidents, a Secretary, a Treasurer, and such other officers as may be provided in the bylaws.

Section 2. The names of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are:

<u>OFFICE</u>	<u>NAME</u>
President	Norman Harris
Vice President	Jimmy Rogers
Secretary/Treasurer	Carol Montempo

Section 3. The officers shall be elected at the annual meeting of the Board of Directors or as provided in the bylaws.

ARTICLE VIII

VOTING RIGHTS

The association shall have two classes of voting membership:

Class A. Class A members shall be all those Owners as defined in Article V with the exception of the Declarant. Class A members shall be entitled to one vote for each Lot in which they hold the interest required for membership by Article V. When more than one person holds such interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any Lot.

Class B. The Class B members shall be the Declarant (as defined in the Declaration). The Class B members shall be entitled to three (3) votes for each Lot in which it holds the interest required for membership by Article V, provided that the Class B membership shall cease and be converted to Class

A membership on the happening of either of the following events, whichever occurs earlier:

- (a) when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership; or
- (b) on December 31, 1977

ARTICLE IX

BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of nine (9) Directors, who need not be members of the Association. The number of directors may be changed by amendment of the By-Laws of the Association. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

<u>NAME</u>	<u>ADDRESS</u>
Norman Harris	P. O. Drawer 9600 Longwood, Florida 32750
John B. Conley	30 Mulberry Court Lafayette, Indiana 47905
Ovarton C. Harber	446 Glencourtney Drive Atlanta, Georgia 30328
Rodney L. Jacobs	2128 Platt Drive Lafayette, Indiana 47905
Raymond J. Lemmerman	3547 S., Road 100 East Lafayette, Indiana 47905
Brian Weinstock	300 Valley Street Lafayette, Indiana 47905
James C. Woolery	30 Cedar Drive Lafayette, Indiana 47905
David R. Price	3516 Mulberry Drive Lafayette, Indiana 47905
Walter E. Pavlick	623 Ridgewood Drive W. Lafayette, Indiana

At the first annual meeting the members shall elect three directors for a term of one year, three directors for a term of two years and three directors for a term of three years, and at each annual meeting thereafter the members shall elect three directors for a term of three years.

ARTICLE X

LIABILITIES

The highest amount of indebtedness or liability, direct or contingent, to which this Association may be subject at any one time shall not exceed \$500.00 while there is a Class B membership, and thereafter shall not exceed 150 percent of its income for the previous fiscal year, provided that additional amounts may be authorized by the assent of two-thirds (2/3) of the membership.

ARTICLE XI

ANNEXATION OF ADDITIONAL PROPERTIES

Section 1. The Association may, at any time, annex additional residential properties and common areas to the Properties described in Article IV, and so add to its membership under the provisions of Article V, provided that any such annexation shall have the assent of two-thirds (2/3) of the entire Class A membership and two-thirds (2/3) of the entire Class B membership, if any.

Section 2. If within three (3) years of the date of incorporation of this Association, the Declarant should develop additional lands within the area described in Plat Book 7, page 83, of the Records of the Recorder of Seminole County, Florida, such additional lands may be annexed to said Properties without the assent of the Class A members, provided however, that the

development of the additional lands described in this section shall be in accordance with a general plan submitted to the Federal Housing Administration and the Veterans Administration with the processing papers for the first section. Detailed plans for the development of additional lands must be submitted to the Federal Housing Administration and the Veterans Administration prior to such development. If either the Federal Housing Administration or the Veterans Administration determines that such detailed plans are not in accordance with the general plan on file and such agency or agencies so advises the Association and the Declarant, the development of the additional lands must have the assent of two-thirds (2/3) of the Class A members who are voting in person or by proxy at a meeting duly called for this purpose, written notice of which shall be sent to all members not less than 30 days nor more than 60 days in advance of the meeting setting forth the purpose of the meeting.

At this meeting, the presence of members or of proxies entitled to cast sixty percent (60%) of all of the votes of the Class A membership shall constitute a quorum. If the required quorum is not forthcoming at any meeting, another meeting may be called, subject to the notice requirement set forth above, and the required quorum at any such subsequent meeting shall be one-half of the required quorum at the preceding meeting. No such subsequent meeting shall be held more than 60 days following the preceding meeting.

ARTICLE XII

MERGERS AND CONSOLIDATIONS

To the extent permitted by law, the Association may participate in mergers and consolidations with other nonprofit corporations organized for the same purposes, provided that any

such merger or consolidation shall have the assent of two-thirds (2/3) of the entire Class A membership and two-thirds (2/3) of the entire Class B membership, if any.

ARTICLE XIII

AUTHORITY TO MORTGAGE

Any mortgage by the Association of the Common Area defined in the Declaration shall have the assent of two-thirds (2/3) of the entire Class A membership and two-thirds (2/3) of the Class B membership, if any.

ARTICLE XIV

AUTHORITY TO DEDICATE

The Association shall have power to dedicate, sell or transfer all of any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by members entitled to cast two-thirds (2/3) of the votes of the entire Class A membership and two-thirds (2/3) of the entire Class B membership, if any, agreeing to such dedication, sale or transfer.

ARTICLE XV

DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of the entire Class A membership and two-thirds (2/3) of the entire Class B membership, if any. Upon dissolution of the Association, the assets, both real and personal of the Association, shall be dedicated to an appropriate public agency to be devoted to purposes as nearly as practicable the same as those to which they

were required to be devoted by the Association. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to purposes and uses that would most nearly reflect the purposes and uses to which they were required to be devoted by the Association.

ARTICLE XVI

DURATION

The corporation shall exist perpetually.

ARTICLE XVII

MEETINGS FOR ACTIONS GOVERNED BY ARTICLES X THROUGH XV

In order to take action under Articles X through XV, there must be a duly held meeting. Written notice setting forth the purpose of the meeting shall be given to all members not less than 30 days nor more than 60 days in advance of the meeting. The presence of members or of proxies entitled to cast sixty percent (60%) of the votes of each class of membership shall constitute a quorum, except for Article XI, Section 2, where the quorum requirement is specifically set forth. If the required quorum is not forthcoming at any meeting, another meeting may be called, subject to the notice requirement set forth above, and the required quorum at such subsequent meeting shall be one-half of the required quorum of the preceding meeting. No such subsequent meeting shall be held more than 60 days following the preceding meeting. In the event that two-thirds (2/3) of the Class A membership or two-thirds (2/3) of the Class B membership if any, are not present in person or by proxy, members not present may give their written assent to the action taken thereat.

ARTICLE XVIII

BY-LAWS

Section 1. The Board of Directors of this corporation may provide such bylaws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

Section 2. Upon proper notice the bylaws may be amended, altered or rescinded by the assent of seventy-five per cent (75%) of the entire membership at any regular meeting or any special meeting called for that purpose.

ARTICLE XIX

AMENDMENTS TO ARTICLES OF INCORPORATION

Amendments to the articles of incorporation may be proposed by any member of the Board of Directors. Any proposed amendment shall be adopted when the assent of seventy-five per cent (75%) of the entire membership is given at any regular meeting or any special meeting called for that purpose.

ARTICLE XX

FHA/VA APPROVAL

As long as there is a Class B membership the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration: annexation of additional properties, mergers and consolidations, mortgaging of Common Area, dedication of Common Area, dissolution and amendment of these Articles.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, we, the undersigned, constituting the incorporation of this Association, have executed these Articles of Incorporation this 5 day of August, 1973.

Norman Harris
NORMAN HARRIS

Jimmy Rogers
JIMMY ROGERS

Carol Bontempo
CAROL BONTEMPO

STATE OF FLORIDA

COUNTY OF Seminole

Before me, the undersigned Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared NORMAN HARRIS, JIMMY ROGERS, and CAROL BONTEMPO, to me known to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation of WILDWOOD HOMES, INC., (A Corporation Not for Profit), and they acknowledged before me that they executed and subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State aforesaid this 5 day of August 1973.

Mary Lee Miller
Notary Public, State of Florida

My Commission Expires:

My Commission Expires April 17, 1977
Bonded by American Fire & Casualty Co.

FILED
JAN 29 4 17 PM '79
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
OF
WILDWOOD HOMES, INC.

Wildwood Homes, Inc. files this its Articles of Amendment to amend the original Articles of Incorporation for which a Certificate of Incorporation was issued by the Secretary of State on the 14th day of August, A.D., 1973, as follows:

1. Article VIII of the original Articles of Incorporation is amended to read:

ARTICLE VIII
VOTING RIGHTS

The association shall have two classes of voting membership:

Class A. Class A members shall be all those Owners as defined in Article V with the exception of the Declarant. Class A members shall be entitled to one vote for each Lot in which they hold the interest required for membership by Article V. When more than one person holds such interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any Lot.

Class B. The Class B members shall be the Declarant (as defined in the Declaration). The Class B members shall be entitled to three (3) votes for each Lot in which it holds the interest required for membership by Article V, provided that the Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

- (a) when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership; or
- (b) on December 31, 1981.

2. Article IX of the original Articles of Incorporation is amended to read:

ARTICLE IX
BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of four (4) Directors, who need not be members of the Association. The number of Directors may be changed by amendment of the By-Laws of the Association.

At the Annual Meeting, the members shall elect three (3) Directors to hold office until the next succeeding Annual Meeting.

3. Article XVII of the original Articles of Incorporation is amended to read:


ARTICLE XVII
MEETINGS FOR ACTIONS GOVERNED BY ARTICLES X THROUGH XV


In order to take action under Articles X through XV, there must be a duly held meeting. Written notice setting forth the purpose of the meeting shall be given to all members not less than 30 days nor more than 60 days in advance of the meeting. The presence of members or of proxies entitled to cast sixty percent (60%) of the votes of each class of membership shall constitute a quorum, except for Article XI, Section 2, where the quorum requirement is specifically set forth. If the required quorum is not forthcoming at any meeting, another meeting may be called, subject to the notice requirement set forth above, and the required quorum at such subsequent meeting shall be one-half of the required quorum of the preceding meeting. No such subsequent meeting shall be held more than 60 days following the preceding meeting. In the event that two-thirds (2/3) of the Class A membership or two-thirds (2/3) of the Class B membership, if any, are not present in person or by proxy, members not present may give their written assent to the action taken thereat.

Whenever notice is given to members in accordance with this Article, written notice shall also be given to all holders of first mortgages or other equivalent liens on lots or townhouse units.

The foregoing amendments were adopted by the members of this corporation on the 20th day of December, 1978, at a Special Meeting of the members, and the amendments shall become effective upon filing this instrument with the Department of State of Florida.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment, this 20th day of December, 1978.

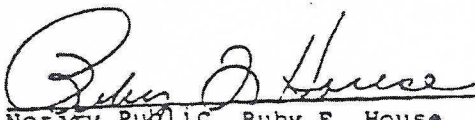

RICHARD J. MCKOOL, as President


MILTON E. ECKER, Secretary

STATE OF INDIANA)
COUNTY OF TIPPECANOE) SS:

BEFORE ME, the undersigned authority, duly authorized to take acknowledgments, in the State and County named above, personally appeared RICHARD J. MCKOOL, to me known to be the person described herein and who executed the foregoing Articles of Amendment of Wildwood Homes, Inc., and he acknowledged before me that he executed and subscribed to these Articles of Amendment.


WITNESS my hand and official seal in the County and State aforesaid, this 20th day of December, 1978.


Notary Public Ruby F. House
My Commission Expires: 7-24-79

STATE OF INDIANA)
COUNTY OF TIPPECANOE) SS:

BEFORE ME, the undersigned authority, duly authorized to take acknowledgments in the State and County above named, personally appeared MILTON E. ECKER, to me known to be the person described herein and who executed the foregoing Articles of Amendment of Wildwood Homes, Inc., and he acknowledged before me that he executed and subscribed to these Articles of Amendment.

WITNESS my hand and official seal in the County and State aforesaid, this 20th day of December, 1978.



Notary Public Ruby F. House

My Commission Expires: 7-24-79

CERTIFICATE OF AMENDMENT
OF THE ARTICLES OF INCORPORATION OF
WILDWOOD HOMES, INC.

JUN 17 8 54 AM '79

095190

12330854

SEMINOLE COUNTY
FLORIDA

WE, Richard J. McKool and Milton E. Ecker, President and Secretary respectively of WILDWOOD HOMES, INC., a Florida corporation, do hereby certify to the Secretary of State of the State of Florida that on the 4th day of May, 1979, a meeting of the members of said corporation was held pursuant to verbal call of the President at which time there were present 3 of the members of said corporation, who waived notice of said meeting in writing, and that by approval of in excess of 75% of the members the following resolutions which have heretofore and on the 4th day of May, 1979, been duly and legally adopted by the Board of Directors of said corporation in meeting assembled was adopted:

"RESOLVED that in order to change Article VIII of the Articles of Incorporation of Wildwood Homes, Inc. as filed with the Secretary of State on August 14, 1973 and said Articles as amended and filed with the Secretary of State on January 29, 1979, and it is hereby amended to read as follows:

ARTICLE VIII
VOTING RIGHTS

The association shall have two classes of voting membership:

Class A. Class A members shall be all those Owners as defined in Article V with the exception of the Declarant. Class A members shall be entitled to one vote for each Lot in which they hold the interest required for membership by Article V. When more than one person holds such interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any Lot.

Class B. The Class B members shall be the Declarant (as defined in the Declaration). The Class B members shall be entitled to three (3) votes for each Lot in which it holds the interest required for membership by Article V., provided that the Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

- (a) when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership; or
- (b) On December 31, 1984.

"RESOLVED that in order to change Article IX of the Articles of Incorporation of Wildwood Homes, Inc. as filed with the Secretary of State on August 14, 1973 and said Articles as amended and filed with the Secretary of State on January 29, 1979, and it is hereby amended to read as follows:

This instrument prepared
by Milton E. Ecker
Address: 899 S. Ave. P.O. Box 1116
Cape Coral, Florida 33902