

L59557

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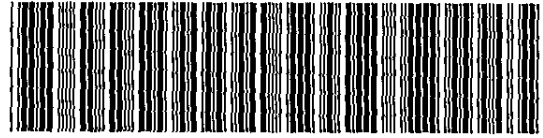
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Amend

06/05/03--01041--009 **35.00

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03 JUN -5 AM 10:55
STATE DEPARTMENT OF REVENUE
TALLAHASSEE, FLORIDA

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03 JUN -5 PM 1:01
STATE DEPARTMENT OF REVENUE
TALLAHASSEE, FLORIDA

AJR
6/5/03

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

RAAH of Charlotte County
Inc

- ___ Art of Inc. File _____
- ___ LTD Partnership File _____
- ___ Foreign Corp. File _____
- ___ L.C. File _____
- ___ Fictitious Name File _____
- ___ Trade/Service Mark _____
- ___ Merger File _____
- Art. of Amend. File _____
- ___ RA Resignation _____
- ___ Dissolution / Withdrawal _____
- ___ Annual Report / Reinstatement _____
- ___ Cert. Copy _____
- ___ Photo Copy _____
- ___ Certificate of Good Standing _____
- ___ Certificate of Status _____
- ___ Certificate of Fictitious Name _____
- ___ Corp Record Search _____
- ___ Officer Search _____
- ___ Fictitious Search _____
- ___ Fictitious Owner Search _____
- ___ Vehicle Search _____
- ___ Driving Record _____
- ___ UCC 1 or 3 File _____
- ___ UCC 11 Search _____
- ___ UCC 11 Retrieval _____
- ___ Courier _____

Signature _____

Requested by: AW 6/5
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Walk-In _____ Will Pick Up _____

AMENDMENT TO
ARTICLES OF INCORPORATION
OF
RAAH OF CHARLOTTE COUNTY, INC.

FILED
03 JUN -5 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following Amendment to Articles of Incorporation of RAAH OF CHARLOTTE COUNTY, INC. (the "Corporation") pursuant to Section 607.1006, *Florida Statutes, 2001* and include one or more amendments requiring actions of the Directors and Shareholders under Section 607.1003, *Florida Statutes, 2001*, under the provisions of Chapter 607 of the *Florida Statutes*.

1. **Name and Address of Corporation:** The name of the Corporation is **Raah of Charlotte County, Inc.**, and its mailing address is 5601 Duncan Road, Punta Gorda, Florida 33982.
2. **Text of Amendments:** The Articles of Incorporation of **Raah of Charlotte County, Inc.** are amended as follows:

A. Article III is amended to read as follows:

ARTICLE II

Section 1. The Corporation is formed for the purpose of engaging in any lawful activity or business for which corporations may be incorporated under the laws of the State of Florida.

Section 2. The Corporation may exercise all powers, rights and privileges conferred on corporations pursuant to the laws of the State of Florida.

Section 3. Notwithstanding the foregoing, the Corporation shall:

(a) Not own, hold or acquire, directly or indirectly, any ownership interest (legal or equitable) in any asset or property (real or personal) other than (i) the mobile home park known as Lakewood Village Mobile Home Park ("Property"), (ii) incidental personal property necessary for the ownership or operation of the Property and (iii) (iii) those certain "out parcels" adjacent to the Property and designated by tax parcel numbers 0071378-001850-4 and 007138-001800-5;

(b) Not engage in any business other than the ownership, management and operation of the Property;

(c) Not enter into any contract or agreement with any principal or any party which is directly or indirectly controlling, controlled by or under common control with the Corporation or principal (an "Affiliate"), except upon terms and conditions that are intrinsically fair and substantially similar to those that would be available on an arms-length basis with third parties other than any principal or Affiliate;

(d) Not incur any indebtedness, secured or unsecured, direct or indirect, absolute or contingent (including guaranteeing any obligation), other than (i) the Loan, and (ii) trade and operational debt incurred in the ordinary course of business with trade creditors and in amounts as are normal and reasonable under the circumstances and no indebtedness other than the Loan may be secured (subordinate or *pari passu*) by the Property;

(e) Not make any loans or advances to any third party, nor to Principal, any Affiliate or any constituent party of Corporation;

(f) Pay its debt from its assets as the same shall become due;

(g) Do all things necessary to preserve its existence, and the Corporation shall not, nor will the Corporation permit Principal to amend, modify or otherwise change the Articles or Organization, Bylaws or other organizational documents of the Corporation in a manner which would adversely affect the Corporation's existence as a single purpose entity;

(h) Maintain books and records and bank accounts separate from those of any other person or entity, and Corporation will file its own tax returns;

(i) At all times hold itself out to the public as, a legal entity separate and distinct from any other entity (including and Affiliate, any constituent party of Corporation or any Principal);

(j) Preserve and keep in full force and effect its existence, good standing and qualification to do business in the state in which the Property is located;

(k) Maintain adequate capital for the normal obligations reasonably foreseeable in a business of its size and character and in light of its

contemplated business operations;

(l) Not dissolve or wind up, in whole or part, and the Corporation shall not merge with or be consolidated into any other entity;

(m) Not commingle the funds and other assets of the Corporation with those of any Affiliate, any Principal, any constituent party of Corporation or an other person;

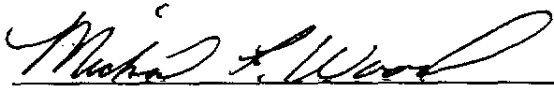
(n) Maintain its assets in such a manner that it will not be costly or difficult to segregate, ascertain or identify its individual assets from those of any constituent party of Corporation, Affiliate, Principal or any other person;

(o) Not hold itself out to be responsible for the debts or obligations of any other person (provided, that the foregoing shall not prevent the Corporation from being and holding itself responsible for expenses incurred or obligations undertaken by the property manager of the Property in respect of its duties regarding the Property); and

(p) Obtain and maintain in full force and effect, and abide by and satisfy the material terms and conditions of, all material permits, licenses, registrations and other authorizations with or granted by any governmental authorities that may be required from time to time with respect to the performance of its obligations under the mortgage securing the Loan.


3. **Statement Pursuant To Section 607.1006:** This Amendment to Articles of Incorporation contains an amendment which require the approval of the Shareholders of the Corporation. This Amendment to Articles of Incorporation were adopted on June 3, 2003, by the shareholders without a meeting pursuant to Section 607.0704. A vote of the holders of the common shares of the corporation was required for adoption and the holders of 60 shares representing all of the outstanding shares of the Corporation voted in favor the adoption of the amendments contained herein and this Amendment to Articles of Incorporation (none voted against) which was sufficient for the approval.

IN WITNESS WHEREOF, for the purpose of amending the Articles of Incorporation of Raah of Charlotte County, Inc. under the laws of the State of Florida, the undersigned executed this Amendment to Articles of Incorporation on this ___ day of June 2003.


Michael F. Wood, as its President

**STATE OF FLORIDA
COUNTY OF POLK**

The foregoing instrument was acknowledged before me this 4th day of June, 2003, by **Michael F. Wood**, as president of RAAH Of Charlotte County, Inc. who is personally known to me or who has produced FL Drivers License as identification and who did/did not take an oath on behalf of the Corporation.


Notary Public

Jacqueline M. Hutchison
(Print or Type Notary Name)

Commission (Serial) Number: _____

My Commission Expires: _____



JACQUELINE M. HUTCHISON
MY COMMISSION # DD 089049
EXPIRES: March 23, 2006
Bonded Thru Budget Notary Bond