Bylaws

The Shores at Berkshire Lakes Master Homeowner's Association, Inc.

BY-LAWS

OF

THE SHORES AT BERKSHIRE LAKES
MASTER HOMEOWNER'S ASSOCIATION, INC.

ARTICLE I

NAME AND LOCATION

The name of the corporation is THE SHORES AT BERKSHIRE LAKES MASTER HOMEOWNER'S ASSOCIATION, INC., hereinafter referred to as the "Association". The principal office of the corporation shall be located at 123 N.W. 13th Street, Suite 300, Boca Raton, Florida 33432, but meetings of members and Directors may be held at such places within the State of Florida, as may be designated by the Board of Directors.

COLLIER COUNTY
CLERK OF THE CIRCUIT COURT

ARTICLE II

DEFINITIONS

The definitions of words as defined in the Declaration of Restrictions and Protective Covenants for The Shores at Berkshire Lakes as recorded (or to be recorded) in the Public Records of Collier County, Florida ("Declaration"), are incorporated herein by reference and made a part hereof.

ARTICLE III

MEETING OF MEMBERS

Section 1. Annual Meetings. The annual meeting of the members shall be held at least once each calendar year on a date and at a time to be determined by the Board of Directors.

Section 2. Special Meetings. Special meetings of the members may be called at any time by the Board of Directors, or upon written request of the members who are entitled to vote at least ten percent (10%) of the voting interests of the Association. Business conducted at a special meeting is limited to the purposes described in the notice of the meeting.

Section 3. Notice of Meetings. Written notice of each meeting of the members shall be given by, or at the direction of, the Secretary, or person authorized to call the meeting, by mailing a copy of such notice, postage prepaid, at least ten (10) days and not more than sixty (60) days before such meeting (provided,

however, in the case of an emergency, two (2) days' notice will be deemed sufficient) to each member entitled to vote thereat, addressed to the member's address last appearing on the books of the Association, or supplied by such member to the Association for the purpose of notice. Such notice shall specify the place, day and hour of the meeting and, in the case of a special meeting, the purpose of the meeting.

Section 4. Quorum. The presence at the meeting of members entitled to cast, or of proxies entitled to cast, at least thirty percent (30%) of the total voting interests of the Association shall constitute a quorum for any action, except as otherwise provided in the Articles of Incorporation, the Declaration, or these By-Laws. If a quorum has been attained, the vote of Members, present in person or by proxy, entitled to vote at least a majority of the voting interests of the Association shall be binding upon all members for all purposes, except as otherwise provided by law, the Declaration, the Articles of Incorporation or these By-Laws. If, however, such quorum shall not be present or represented at any meeting, said meeting may be adjourned to a different date, time or place if the same is announced at that meeting before an adjournment is taken, or notice must be given of the new date, time or place pursuant to F.S. 617. Any business that might have been transacted on the original date of the meeting may be transacted at the adjourned meeting. If a new record date for the adjourned meeting is or must be fixed under F.S. 617, notice of the adjourned meeting must be given to persons who are entitled to vote and are Members as of the new record date but were not Members as of the previous record date.

Section 5. Proxies. The Members have the right to vote in person or by proxy. To be valid, a proxy must be dated, must state the date, time and place of the meeting for which it was given, and must be signed by the authorized person who executed the proxy. A proxy is effective only for the specific meeting for which it was originally given, as the meeting may lawfully be adjourned and reconvened from time to time, and automatically expire 90 days after the date of the meeting for which it was originally given. A proxy is revocable at any time at the pleasure of the person who executes it. If the proxy form expressly so provides, any proxy holder may appoint, in writing, a substitute to act in his place.

Section 6. Recording. Any Parcel Owner may tape record or videotape meetings of the Members. The Board of Directors of the Association may adopt reasonable rules governing the taping of meetings of the membership.

Section 7. Minutes of Meetings. Minutes of meetings of the Members of the Association must be maintained in written form or in another form that can be converted into written form within a reasonable time.

ARTICLE IV

BOARD OF DIRECTORS: SELECTION: TERM OF OFFICE

Section 1. Management of Association. The affairs of the Association shall be managed by a Board of Directors. The number of members, the appointment, election and term of office of the Board shall be pursuant to the Articles of Incorporation of the Association.

Section 2. Removal. Directors who are elected by Members, other than Declarant, may be removed from the Board, with or without cause, by Members, other than Declarant, who are entitled to vote a majority of the voting interests of such Members of the Association. In the event of death, resignation or removal of a Director elected by Members other than Declarant, his successor shall be selected by the remaining Directors who have been elected by Members, other than Declarant, and such person selected shall serve for the unexpired term of his predecessor.

Section 3. Compensation. No Director shall receive compensation for any service he may render to the Association in such capacity. However, any Director may be reimbursed for his actual expenses incurred in the performance of his duties.

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ARTICLE V

NOMINATION AND ELECTION OF DIRECTORS

The nomination and election of Directors by Members, other than Declarant, shall be conducted as follows:

Section 1. Nomination. Nomination for election to the Board of Directors shall be made by a Nominating Committee. Nominations may also be made from the floor at the election meeting, and a Member may nominate himself at such meeting. The Nominating Committee shall consist of a Chairman, who shall be a member of the Board of Directors, and two (2) or more members of the Association. The Nominating Committee shall be appointed by the Board of Directors at least sixty (60) days prior to each annual meeting of the members to serve until the close of that annual meeting. The Nominating Committee shall make as many nominations for election to the Board of Directors as it shall, in its discretion, determine, but not less than the number of vacancies that are to be filled.

Section 2. Election. Election of the Board of Directors shall be by secret written ballot, unless unanimously waived by all members present. At such election the members or their proxies may

cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provisions of the Declaration. The persons receiving the largest number of votes shall be elected. Cumulative voting is not permitted.

ARTICLE VI

MEETING OF DIRECTORS

Section 1. Regular Meetings. Regular meetings of the Board of Directors shall be held at such times, at such place and hour as may be fixed, from time to time, by resolution of the Board. Should said meeting fall upon a legal holiday, then that meeting shall be held at the same time on the next day which is not a legal holiday.

Section 2. Special Meetings. Special meetings of the Board of Directors shall be held when called by the President of the Association, or by any two (2) Directors after not less than three (3) days' notice to each Director.

Section 3. Quorum. A majority of the number of Directors then in office shall constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the Directors present at a duly held meeting at which a quorum is present shall be regarded as the act of the Board.

Section 4. Open Meetings. Pursuant to F.S. 617, a meeting of the Board of Directors of the Association occurs whenever a quorum of the Board gathers to conduct Association business. All meetings of the Board must be open to all Members except for meetings between the Board and its attorney with respect to proposed or pending litigation where the contents of the discussion would otherwise be governed by the attorney-client privilege. Any Parcel Owner may tape record or videotape meetings of the Board of Directors. The Board of Directors may adopt reasonable rules governing the taping of meetings of the Board.

Section 5. Notice. Pursuant to F.S. 617, notices of all Board meetings must be posted in a conspicuous place on the Common Area at least 48 hours in advance of a meeting, except in an emergency; in the alternative, as so determined by the Board, notice of each Board meeting may be mailed or delivered to each Member at least seven (7) days before the meeting, except in an emergency. Assessments may not be levied at a Board meeting unless the notice of the meeting includes a statement that assessments will be considered and the nature of the assessments.

Section 6. Voting. Directors may not vote by proxy or by secret ballot at Board meetings, except that secret ballots may be used in the election of officers.

Section 7. Minutes. Minutes of all meetings of the Board of Directors must be maintained in written form or in another form that can be converted into written form within a reasonable time. A vote or abstention from voting on each matter voted upon by each Director present at a Board meeting must be recorded in the minutes.

Section 8. Action by Directors Without a Meeting. Pursuant to the provisions of F.S. Section 617, action by the Board of Directors may be taken without a meeting if the action is taken by all Members of the Board, evidenced by one or more written consents describing the action taken and signed by each Director. Such an action shall be effective when the last Director signs the consent, unless the consent specifies a different effective date. A consent signed under this Section have the effect of a meeting vote and may be described as such in any document.

ARTICLE VII

POWERS AND DUTIES OF THE BOARD OF DIRECTORS

Section 1. Powers. The Board of Directors shall have the powers reasonably necessary to operate and maintain the Association, including, but not limited to, the following:

(a) Adopt and publish rules and regulations governing the use of the Common Areas and facilities, and the personal conduct of the members and their guests thereon, and to establish procedures for the imposition of penalties, including fines and suspension pursuant to Article XII hereof;

(b) Exercise for the Association all powers, duties and authority vested in or delegated to the Association, including all powers, which may be exercised by corporations not-for-profit pursuant to Chapter 617, Florida Statutes, and not reserved to the membership by other provisions of these By-Laws, the Articles of Incorporation or the Declaration;

(c) Declare the office of a member of the Board of Directors (except the first Board) to be vacant in the event such member shall be absent from three (3) consecutive regular meetings of the Board of Directors;

(d) Employ a manager, an independent contractor, or such other employees as they deem necessary, prescribe their duties and delegate any or all of the delegable duties and functions of the Association and/or its officers.

Section 2. Duties. It shall be the duty of the Board of Directors to cause the Association to perform the purposes for which it was formed, including, but not limited to, the following:

(a) Cause to be kept a record of its acts and corporate affairs, as required by Section 617, Florida Corporation Not-for-Profit Act, and to present a report or reports thereof to the members at the annual meeting of the members, including a financial report;

(b) Supervise all officers, agents and employees of this Association, and to see that their duties are properly performed;

(c) As more fully provided in the Declaration, to determine the amount of the various assessments against each Parcel and send notice to every Owner as set forth in the Declaration;

(d) Issue, or to cause an appropriate officer to issue, upon demand by any person, a certificate setting forth whether or not an assessment has been paid. A reasonable charge may be made by the Board for the issuance of these certificates. If a certificate states an assessment has been paid, such certificate shall be conclusive evidence of such payment;

(e) Procure and maintain such insurance as required by the Declaration, and such other insurance as deemed appropriate or necessary;

(f) Cause all officers or employees having fiscal responsibilities to be bonded, as determined by the Board;

(g) Perform all other duties and responsibilities as provided in the Declaration, the Articles of Incorporation or these By-Laws;

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ARTICLE VIII

OFFICERS AND THEIR DUTIES

Section 1. Enumeration of Offices. The officers of this Association shall be a President and Vice-President, who shall at all times be members of the Board of Directors, a Secretary, and a Treasurer, and such other officers as the Board may from time to time by resolution create.

Section 2. Election of Officers. The election of officers shall take place at the first meeting of the Board of Directors following each annual meeting of the members.

Section 3. Term. The officers of this Association shall be elected annually by the Board and each shall hold office for one (1) year unless he shall sooner resign, or shall be removed, or otherwise disqualified to serve.

Section 4. Special Appointments. The Board may elect such other officers as the affairs of the Association may require, each of whom shall hold office for such period, have such authority, and perform such duties as the Board may, from time to time, determine.

Section 5. Resignation and Removal. Any officer may be removed from office with or without cause by the Board. Any officer may resign at any time giving written notice to the Board, the President or the Secretary. Such resignation shall take effect on the date of receipt of such notice or at any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 6. Vacancies. A vacancy in any office may be filled by appointment by the Board. The officer appointed to such vacancy shall serve for the remainder of the term of the officer he replaces.

Section 7. Multiple Offices. The offices of Secretary and Treasurer may be held by the same person. No person shall simultaneously hold more than one of any of the other offices except in the case of special offices created pursuant to Section 4 of this Article.

Section 8. Duties. The duties of the officers are as follows:

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PRESIDENT

The President shall preside at all meetings of the members and Board of Directors; shall have all the powers and duties which are usually vested in the office of the President of a corporation not-for-profit and shall see that orders and resolutions of the Board are carried out.

VICE-PRESIDENT

The Vice-President shall act in the place and stead of the President in the event of his absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required of him by the Board.

SECRETARY

The Secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the members; keep the corporate seal of the Association and affix it on all papers requiring said seal; serve notice of meetings of the Board and of the members; keep appropriate current records showing the members of the Association together with their addresses, and shall perform such other duties as required by the Board.

TREASURER

The Treasurer shall receive and deposit in appropriate bank accounts all monies of the Association and shall disburse such funds as directed by resolution of the Board of Directors; shall sign all checks, and promissory notes of the Association; keep proper books of account; and shall prepare an annual budget and a statement of income and expenditures to be presented to the membership at its regular annual meeting, and deliver a copy of each to the members.

Section 9. Compensation. No officer shall receive compensation for any service he may render to the Association in such capacity. However, any officer may be reimbursed for his actual expenses incurred in the performance of his duties.

ARTICLE IX

COMMITTEES

The Board of Directors shall fill any vacancies on the Architectural Control Committee for a term as the Board determines, as provided in the Declaration, and appoint a Nominating Committee and Covenants Enforcement Committee, as provided in these By-Laws. In addition, the Board of Directors shall appoint other committees as it deems appropriate in carrying out its purposes.

Pursuant to the provisions of F.S. 617.303(2), when a final decision will be made regarding the expenditure of Association funds, the meetings of any Committee shall comply with the provisions of 617.303(2) including, but not limited to, the following: A meeting occurs whenever a quorum of the Committee gathers to conduct Association business, all meetings must be opened to all Members of the Association except for meetings between the Committee and its attorney with respect to proposed or pending litigation where the contents of the discussion would otherwise be covered by the attorney-client privilege; notice of all Committee meetings must be posted in a conspicuous place on the Common Area at least 48 hours in advance of a meeting, except in an emergency; in the alternative, if notice is not posted in a conspicuous place, notice of each meeting must be mailed or delivered to each Member of the Association at least seven days before the meeting, except in an emergency.

ARTICLE X

BOOKS AND RECORDS

The Association shall maintain the specific items set forth in Florida Statute 617, constituting the "Official Records" of the

Association for such periods of time as therein set forth. Inspection and copying of the Official Records of the Association shall be permitted pursuant to the provisions of Florida Statutes Section 617. The Declaration, the Articles of Incorporation and the By-Laws of the Association shall be available for inspection by any member at the principal office of the Association, where copies may be purchased, by such member, at a reasonable cost.

ARTICLE XI

FINANCIAL REPORTING

The Association shall prepare and distribute financial information pursuant to the provisions of Florida Statute 617. The annual financial report shall either be prepared within 60 days after the close of the fiscal year and shall either be provided to each Member, or notice shall be provided that the same is available, within ten business days after such 60 day period.

ARTICLE XII

FINES AND SUSPENSIONS

Section 1. Statutory Authority. As permitted under the provisions of Florida Statute 617, the Association may suspend, for a reasonable period of time, the rights of a Member or a Member's tenants, guests or invitees, or both, to use Common Areas and facilities, and may levy reasonable fines, not to exceed the limitations set forth in Florida Statutes Section 617, against any Member or any tenant, guest or invitee. Each day a violation continues may be deemed a separate violation, as so determined by the committee hereinbelow referenced.

Section 2. Notice and Hearing. A fine or suspension may not be imposed without notice of at least 14 days to the person sought to be fined or suspended and an opportunity for a hearing before a committee (Covenants Enforcement Committee) of at least three members appointed by the Board of Directors who are not officers, directors, or employees of the Association, nor the spouse, parent, child, brother or sister of an officer, director, or employee. If the committee by majority vote does not approve a proposed fine or suspension, it may not be imposed.

Section 3. Not Apply for Failure to Pay Assessments. The provisions of this Article XII may not be imposed upon any Member because of the failure of the Member to pay assessments or other charges when due.

Section 4. Shall Not Impair Ingress or Egress. Suspension of Common Area use rights shall not impair the right of an Owner or

tenant of a Parcel to have vehicular or pedestrian ingress to and egress from the Parcel including, but not limited to, the right to park.

Section 5. Suspension of Voting Rights. Pursuant to F.S. 617.305, the Association may suspend a Member's voting rights for the non-payment of regular annual assessments that are delinquent in excess of 90 days.

ARTICLE XIII

CORPORATE SEAL

The Association shall have a seal in circular form having within its circumference the words: THE SHORES AT BERKSHIRE LAKES MASTER HOMEOWNER'S ASSOCIATION, INC., a Corporation Not For Profit, 1998.

COLLIER COUNTY FLORIDA IN THE CIRCUIT COURT

ARTICLE XIV

AMENDMENTS

Section 1. Until such time as Class B membership ceases, these By-Laws may be amended, altered or rescinded by a majority vote of the Board of Directors; and thereafter at a regular or special meeting of the members, by members entitled to vote fifty percent (50%) of the voting interests of the Association.

Section 2. In the case of any conflict between the Articles of Incorporation and these By-Laws, the Articles shall control; and in the case of any conflict between the Declaration and these By-Laws, the Declaration shall control.

ARTICLE XV

MISCELLANEOUS

The fiscal year of the Association shall begin on the first day of January and end on the 31st day of December of every year, except that the first fiscal year shall begin on the date of incorporation.

IN WITNESS WHEREOF, the foregoing were adopted as the By-Laws of THE SHORES AT BERKSHIRE LAKES MASTER HOMEOWNER'S ASSOCIATION, INC., this 17th day of September, 1998.

Secretary David Shapiro

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RECORDED in OFFICIAL RECORDS of COLLIER COUNTY, FL
06/23/2003 at 11:20AM DWIGHT B. BROCK, CLERK
REC FEE 19.50
Retn:
BECKER & POLIAKOFF
4501 TAMIAMI TR N #214
NAPLES FL 34103

CERTIFICATE OF AMENDMENT

DECLARATION OF RESTRICTIONS AND PROTECTIVE COVENANTS THE SHORES AT BERKSHIRE LAKES

BY-LAWS THE SHORES AT BERKSHIRE LAKES MASTER HOMEOWNER'S ASSOCIATION, INC.

COLLIER COUNTY CLERK OF THE CIRCUIT COURT

I HEREBY CERTIFY that the following amendments to the Declaration of Restrictions and Protective Covenants of The Shores at Berkshire Lakes and the amendments to the By-Laws of The Shores at Berkshire Lakes Master Homeowner's Association, Inc. were adopted by the Board of Directors at a duly notice meeting of the Association on the 15 day of May, 2003. Said amendments were approved by a majority of the Board of Directors of the Association. The Declaration of Restrictions and Protective Covenants is recorded at O.R. Book 2463, Page 819, et seq., of the Public Records of Collier County, Florida.

Additions indicated by underlining.
Deletions indicated by ~~striking through.~~

Amendment No. 1: Article X, add Section 7, Declaration of Restrictions and Protective Covenants

ARTICLE X
RIGHTS OF DECLARANT

(Section 1 through 6 Unchanged)

Section 7. Access Gates. For as long as Declarant owns any property affected by this Declaration, Declarant shall have the right to retain all control of the access gates to the Properties located on Radio Road and Santa Barbara Boulevard including the determination, in Declarant's absolute discretion, of the timing of the opening and closing of the arms of the access gates.

LAW OFFICES
BECKER & POLIAKOFF, P.A. • COLLIER PLACE I • 3003 TAMIAMI TRAIL NORTH, SUITE 210 • NAPLES, FLORIDA 34103
TELEPHONE (239) 261-9555

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Amendment No. 2: Article XII, Section 5, Declaration of Restrictions and Protective Covenants

(Sections 1 through 4 Unchanged)

ARTICLE XII
PROHIBITED USES

Section 5. Vehicles. All vehicles shall be parked overnight in the garage upon each Parcel, to the garage's capacity; for example, if there are three (3) vehicles to be parked overnight on a Parcel with a two-car garage, two of the vehicles must be parked overnight in the garage. No vehicle shall be parked overnight on any street within the Properties without the prior written consent of the Association; provided however, that vehicles may be parked on the street no later than 10:00 p.m. on Sunday through Thursday, and no later than 1:00 a.m. on Friday and Saturday. The prohibition on overnight parking in this Section 5 shall not apply to vehicles owned by Declarant or Declarant's agents or employees. Without prior written consent of the Association, none of the following vehicles may be parked outside of a garage, overnight: vehicles with commercial lettering or signs painted to or affixed to the vehicle, vehicles with commercial equipment placed upon the vehicle, vehicles which are truck, recreational vehicle, camper or trailer, boats or boat trailers, or any other vehicle except a private passenger vehicle defined to mean automobiles, vans constructed as private passenger vehicles with permanent rear seats and side windows, and other vehicles manufactured and used as private passenger vehicles. Notwithstanding the foregoing, automobiles owned by governmental law enforcement agencies are expressly permitted. The foregoing restrictions shall not be deemed to prohibit the temporary parking of commercial vehicles while making delivery to or from, or while used in connection with providing services to, the Properties. All vehicles parked within the Properties must be in good condition, and no vehicle which is unlicensed or which cannot operate on its own power shall remain within the Properties for more than 24 hours, and no major repair of any vehicles shall be made on the Properties. Motorcycles, motorscooters, mopeds, and the like are not permitted except with the prior written consent of the Association which may be withdrawn at any time, and if permitted must be equipped with appropriate noise muffling equipment so that the operation of same does not create an unreasonable annoyance to the residents of the Properties.

(Remainder of Article XII Unchanged)

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LAW OFFICES
BECKER & POLIAKOFF, P.A. • COLLIER PLACE I • 3003 TAMIAMI TRAIL NORTH, SUITE 210 • NAPLES, FLORIDA 34103
TELEPHONE (239) 261-9555

Amendment No. 3: Article VII, Section 1(a) add (i), By-Laws

ARTICLE VII
POWERS AND DUTIES OF THE BOARD OF DIRECTORS

Section 1. Powers. The Board of Directors shall have the powers reasonably necessary to operate and maintain the Association, including, but not limited to, the following:

(a) Adopt and publish rules and regulations governing the use of the Common Areas and facilities, and the personal conduct of the members and their guests thereon, and to establish procedures for the imposition of penalties, including fines and suspension pursuant to Article XII hereof;

(i) The Board of Directors shall have the right to establish policies and restrictions for the use of the Clubhouse and all other recreational amenities; provided however, that Declarant shall not be prohibited from using the Clubhouse for any reason, in Declarant's sole discretion, including sales events, for so long as Declarant owns any property affected by this Declaration.

(Remainder of Article VI Unchanged)

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Amendment No. 4: Article VIII, Section 5, By-Laws

ARTICLE VIII
OFFICERS AND THEIR DUTIES

(Sections 1 through 4 Unchanged)

Section 5. Resignation and Removal. Any officer may be removed from office with or without cause by the Board. A Board member who is absent from three (3) consecutive duly called meetings shall be removed from office by the Board. Any officer may resign at any time giving written notice to the Board, the President or the Secretary. Such resignation shall take effect on the date of receipt of such notice or at any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

(Remainder of Article VIII Unchanged)

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TELEPHONE (239) 261-9555

WITNESSES:
(TWO)

Signature
Francine INDest
Printed Name

Signature
Thomas E Fatz.
Printed Name

THE SHORES AT BERKSHIRE LAKES
MASTER HOMEOWNER'S ASSOCIATION, INC.

BY: _____
Jay Coughlin, President

Date: 5/27/03

(CORPORATE SEAL)

COLLIER COUNTY
COPY
CLERK OF THE CIRCUIT COURT

STATE OF FLORIDA)
COUNTY OF LEE)

The foregoing instrument was acknowledged before me this 29th day of May, 2003, by Jay Coughlin as President of The Shores at Berkshire Lakes Master Homeowner's Association, Inc., a Florida Corporation, on behalf of the corporation. He is personally known to me or has produced (type of identification) _____ as identification.

DOREEN L. KALL
MY COMMISSION # DD 109543
EXPIRES: April 16, 2006
Bonded Thru Notary Public Underwriters

Doreen L. Kall
Notary Public
Doreen L. Kall
Printed Name

My commission expires: April 16, 2006

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BECKER & POLIAKOFF, P.A. • COLLIER PLACE I • 3003 TAMIAMI TRAIL NORTH, SUITE 210 • NAPLES, FLORIDA 34103
TELEPHONE (239) 261-9555