

**FIRST NOTICE OF
DATE OF ANNUAL MEETING
AND BOARD ELECTION OF
INDIGO LAKES MASTER ASSOCIATION, INC.
AND PROCEDURE FOR QUALIFYING FOR BOARD**

TO ALL MEMBERS:

On Saturday, November 3, 2012 at 10:00 A.M. at the Indigo Lakes Clubhouse, 14875 Indigo Lakes Circle, Naples, Florida 34119 the Annual Meeting of the Association will be held for the purpose of electing directors and such other business as may lawfully be conducted. Subsequent to the "FIRST NOTICE" you will receive a "SECOND NOTICE OF ANNUAL MEETING" which notice will specify the agenda and advise of other important information concerning the Annual Meeting.

The purpose of this Notice is to advise you of the date, time, and place of the ANNUAL MEETING, Election and to inform you of the process for qualifying for the Board of Directors, and a number of items to be voted on by membership via the included LIMITED PROXY.

QUALIFYING FOR THE BOARD

On or before October 10, 2012 at 5:00 p.m., you must give written notice, either by mail or in person to the Association of your desire to run for the Board, addressed to the Association's mailing address: Indigo Lakes Master Association, Inc., c/o Southwest Property Management, 1044 Castello Drive, Naples, Florida 34103. The attached "Notice of Intent to be a Candidate for the Board" may be used for that purpose.

You may submit an Information Sheet, one side no larger than 8-1/2 inches by 11 inches, containing your qualifications and/or platform for office. Any Notices of Intent to be a Candidate for the Board or Information Sheets must be received at the Association's office by October 10, 2012 at 5:00 p.m. The Information Sheet and Ballots will be mailed to voting members at least fourteen days (14) days prior to the date of the Annual Meeting. Any Notices and Information Sheets received after October 10, 2012 will not be included in the second mailing to the owner. This deadline does not preclude a member's right to nominate himself or herself as a candidate for the Board at the annual meeting on November 3, 2012, if required by Florida Statutes Chapter 720.

BY ORDER OF THE BOARD OF DIRECTORS

**NOTICE OF INTENT TO BE A CANDIDATE
FOR THE BOARD OF DIRECTORS**

INDIGO LAKES MASTER ASSOCIATION, INC..

I, _____, hereby place my name in nomination as a candidate for the Board of Directors of *Indigo Lakes Master Association, Inc.*

I am/am not enclosing an Information Sheet about myself. I understand that I am responsible for the accuracy of the information contained in the Information Sheet.

(Please type or print your name beneath your signature).

Date: _____

Signature

Print Name

PLEASE NOTE: UNDER THE AMENDED PROVISIONS OF FLORIDA STATUTE 720.306 (2012), YOU WILL NOT BE ELIGIBLE FOR BOARD MEMBERSHIP IF ANY OF THE FOLLOWING APPLY:

- I. YOU ARE MORE THAN 90 DAYS DELINQUENT IN THE PAYMENT OF ANY FEE, FINE, OR SPECIAL OR REGULAR ASSESSMENT; AND/OR
- II. YOU WERE CONVICTED OF A FELONY IN FLORIDA OR CONVICTED OF AN OFFENSE IN ANOTHER JURISDICTION THAT WOULD BE CONSIDERED A FELONY IN FLORIDA (UNLESS YOUR CIVIL RIGHTS HAVE BEEN RESTORED FOR LEAST FIVE YEARS AS OF THE DATE OF THE ELECTION).

LIMITED PROXY

INDIGO LAKES MASTER ASSOCIATION, INC.

The undersigned, owner(s) of _____ [fill in your address] in Indigo Lakes appoints (Check one):

_____ (a) the Secretary of the Association, on behalf of the Board of Directors; or

_____ (b) _____ [if you check (b), write in the name of your proxy] as my proxyholder* to attend the annual meeting of the members of Indigo Lakes Master Association, Inc., to be held **November 3, 2012 at 10:00 A.M.** at the Indigo Lakes Clubhouse located at 14875 Indigo Lakes Circle, Naples, Florida 34119. The proxyholder named above has the authority to vote and act for me to the same extent that I would if personally present, with power of substitution, except that my proxyholder's authority is limited as indicated below. **THIS IS A LIMITED PROXY FOR THE ISSUES LISTED BELOW. IT WILL BE USED AS A GENERAL PROXY ONLY TO ESTABLISH A QUORUM AND FOR VOTES ON PARLIAMENTARY AND PROCEDURAL ISSUES. FOR YOUR VOTE TO COUNT ON THE ISSUE(S) LISTED BELOW, YOU MUST PERSONALLY MARK YOUR PREFERENCE WHERE INDICATED. IF YOU DO NOT PERSONALLY VOTE ON THE ISSUE(S) LISTED BELOW, YOUR PROXYHOLDER WILL NOT HAVE THE AUTHORITY TO VOTE FOR YOU.**

1. Vote to reallocate reserve funds and interest collected through fiscal year 2012 from the "straight-line" reserve funding method to the "cash flow" ("pooling") method.

_____ YES _____ NO

THE BOARD RECOMMENDS A "YES" VOTE.

2. Vote to approve the amendment to Section 2.2 of the Bylaws of Indigo Lakes Master Association, Inc., which changes the 50% threshold for establishing a quorum to 20%. Please note that the language of the proposed amendment is attached, with additions to the documents shown by underlining and the deletions by strikethrough.

_____ YES _____ NO

THE BOARD RECOMMENDS A "YES" VOTE.

3. Vote to approve the amendment to Section 4.17 of the Bylaws of Indigo Lakes Master Association, Inc., which addresses communication contracts, such as cable and internet services. Please note that the language of the proposed amendment is attached, with additions to the documents shown by underlining and the deletions by strikethrough.

_____ YES _____ NO

THE BOARD RECOMMENDS A "YES" VOTE.

CONTINUE TO SECOND PAGE FOR QUESTIONS 4 THROUGH 6

4. Vote to approve the amendment to Section 7.8 of the Master Declaration of Covenants, Conditions and Restrictions for Indigo Lakes, which places limitations on the Board's authority to waive delinquent monetary obligations owed by a member to the Association. Please note that the language of the proposed amendment is attached, with additions to the documents shown by underlining and the deletions by strikethrough.

_____ YES _____ NO

THE BOARD RECOMMENDS A "YES" VOTE.

5. Vote to add Section 5.32 to the Master Declaration of Covenants, Conditions and Restrictions for Indigo Lakes, which places responsibility for the maintenance, repair and replacement of mailboxes on the Association. Please note that the language of the proposed amendment is attached, with additions to the documents shown by underlining and the deletions by strikethrough.

_____ YES _____ NO

THE BOARD RECOMMENDS A "YES" VOTE.

6. Vote to approve the amendment to Section 8.3 of the Master Declaration of Covenants, Conditions and Restrictions for Indigo Lakes, which allows the Board to charge a fee for ARC application processing and establish "Design Guidelines". Please note that the language of the proposed amendment is attached, with additions to the documents shown by underlining and the deletions by strikethrough.

_____ YES _____ NO

THE BOARD RECOMMENDS A "YES" VOTE.

Date _____

SIGNATURE(S) OF OWNER(S) OR
DESIGNATED VOTER

Email: _____

THIS PROXY IS REVOCABLE BY THE UNIT OWNER AND IS VALID ONLY FOR THE MEETING FOR WHICH IT IS GIVEN AND ANY LAWFUL ADJOURNMENT. IN NO EVENT IS THE PROXY VALID FOR MORE THAN NINETY (90) DAYS FROM THE DATE OF THE ORIGINAL MEETING FOR WHICH IT WAS GIVEN.

* If you do not check off (a) or you do not insert the name of your proxyholder in (b), then you will be deemed to have selected the designated Association officer/agent to be your proxyholder.

**PROPOSED AMENDMENT TO THE BY-LAWS OF
INDIGO LAKES MASTER ASSOCIATION, INC.**

PROPOSED AMENDMENT:

2.2 Quorum. Members entitled to cast ~~fiftytwo~~ percent (~~50~~20%) of the total votes available to be cast by the Members, whether present in person or by proxy, shall be required for and shall constitute a quorum at all meetings of the Members for the transaction of business, except as otherwise provided by law, the Articles or these By-Laws.

PROPOSED AMENDMENT:

New language indicated by underlining.
Deleted language indicated by ~~strikethrough~~.

4.0 BOARD OF DIRECTORS.

[Sections 4.1 through 4.16 remain unchanged]

~~4.17 Provisio Communication Contracts. Notwithstanding anything to contained herein to the contrary, the directors shall not have the right or authority to do any act or take any actions wherein the same would limit, modify, or abridge the rights privileges, and immunities of the Developer or of the construction lender or its assigns in the event the construction lender has taken control of the project by foreclosure or deed in lieu of foreclosure as set forth in the Declaration, the Articles or these By-Laws. Information services, Cable TV or Internet services obtained pursuant to a bulk contract shall be deemed an operating expense of the Association. The Board may contract for such services with prior approval of a majority of the voting interests present at a regular or special meeting of the Association. Any contract entered into by the Board shall provide that a hearing-impaired or legally blind Lot Owner who does not occupy the Lot with a non-hearing-impaired or sighted person, or a Lot Owner who receives supplemental security income under Title XVI of the Social Security Act or food assistance as administered by the Department of Children and Family Services pursuant to Fla. Stats. Section 414.31, may discontinue the service without incurring disconnect fees, penalties, or subsequent service charges, and may not be required to pay any operating expenses charge related to such service for those Lots. If fewer than all Owners share the expenses of the communications services, information services, or Internet services, the expense must be shared by all participating Lot Owners. The Association may use the provisions of Florida Statutes Section 720.3085 to enforce payment by the Lot Owners receiving such services.~~

[Section 4.18 remains unchanged]

PROPOSED AMENDMENT:

New language indicated by underlining.
Deleted language indicated by ~~strikethrough~~.

7. COVENANT FOR MAINTENANCE ASSESSMENTS.

[Sections 7.1 through 7.7 remain unchanged]

7.8 Effect of Non-Payment of Assessments. Any assessment not paid within thirty (30) days after the due date may be assessed a late charge of \$25.00, together with interest from the due date at the rate of the greater of eighteen percent (18%) per annum or the maximum rate provided by law, until paid. The Master Association may bring an action against the Owner of the Lot or Tract personally for payment

of the Assessment and may enforce its lien for the Assessment by foreclosure and/or any other means available under the law (including suit to recover a money judgment without thereby waiving the lien to secure same). All payments received by the Master Association shall be applied first to any interest accrued, then to any administrative or late fee, then to any costs and fees, including attorneys' fees incurred in collection, and then to the delinquent Assessment. No Member of the Master Association nor any member of a Neighborhood Association may waive or otherwise escape liability for Assessments by non-use of Master Association Property, or by abandonment of the Lot or Tract owned by such Owner. The Board of Directors may negotiate a reduction in the total amount due and owing by an Owner only in cases of bankruptcy, short sales, foreclosures or settlement discussions related to proposed or pending litigation. Approval for a reduction of amounts due to the Association requires a Board vote of a majority plus one of Directors present at a duly called Board meeting. In an action to enforce any Assessments, the prevailing party shall be entitled to recover reasonable attorneys' fees and costs, including attorneys' fees and costs on appeal, including those fees and costs incurred in the defense of any mortgage foreclosure action brought against an owner.

[Sections 7.9 through 7.10 remain unchanged]

PROPOSED AMENDMENT:

New language indicated by underlining.
Deleted language indicated by ~~strikethrough~~.

New Section 5.32

5.32 Mailboxes. The Association shall be responsible for the maintenance, repair and replacement of mailboxes and their supporting structures on each Lot. The cost shall be a common expense of the Association, except where damage is the result of the intentional or negligent act of the Owner, his tenants, agents, invitees or guests in which case the Association shall perform the work at the Owners' expense and such cost shall be a Special Assessment against such Lot. The Association may, as part of its obligations hereunder, implement a uniform mailbox assembly program for all mailboxes.

PROPOSED AMENDMENT:

New language indicated by underlining.
Deleted language indicated by ~~strikethrough~~.

8.0 ARCHITECTURAL REVIEW COMMITTEE.

[Sections 8.1 through 8.2 remain unchanged]

8.3 Submittal of Plans and Specifications. Two (2) complete sets of plans and specifications for proposed construction and landscaping shall be submitted to the ARC for review, together with a fee or fees in an amount to be determined by the Board for the processing of requests for approval of proposed improvements. Such fees, if any, shall be payable to the Association at the time that plans and specifications are submitted to the ARC. In the event such fees, as well as any other costs or expenses of the ARC or the Association pursuant to any other provisions of this Section 8 are not paid by the Owner, they shall become a lien on the Owner's Lot, and ~~n~~No foundation shall be poured or construction or landscaping commenced until such time as said plans and specifications have been approved by the ARC. The ARC shall, subject to the approval of the Board of Directors, establish and make available to Owners "Design Guidelines", which guidelines are incorporated herein by reference. Such standards may require the posting of deposits to ensure that all work is completed in accordance with the standards. The Design