

# State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of GRENELEFE COUNTRY HOME OWNERS ASSOCIATION, INC., a Florida corporation, filed on August 13, 1993, as shown by the records of this office.

The document number of this corporation is N93000003708.

Given under my hand and the  
Great Seal of the State of Florida,  
at Tallahassee, the Capital, this the  
Seventeenth day of August, 1993



CR2EO22 (2-91)

*Jim Smith*

Jim Smith  
Secretary of State

ARTICLES OF INCORPORATION  
GRENELEFE COUNTRY HOME OWNERS ASSOCIATION, INC.

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Pursuant to the provisions of Chapter 617 of Florida Statutes, the undersigned do hereby form a corporation not for profit and adopt the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation shall be GRENELEFE COUNTRY HOME OWNERS ASSOCIATION, INC., hereinafter referred to as "the Association". The principal place of business shall be at 12 Canterbury Drive, Haines City, Florida 33844 or such other place as the Board of Directors may from time to time designate.

ARTICLE II

PURPOSE

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The purposes for which the Association is organized are as follows:

2.1 (a) The specific and primary purposes are to bring about civic betterment and social improvement by providing for the development of the common areas of the property development known as The Country Home area at Grenelefe, located on the West side of the Grenelefe Golf & Tennis Resort and to own, operate and maintain the common properties belonging to the Association and enforce any and all restrictions pertaining to Country Homes and to assess members of the Association and owners of Country Homes for the financial resources needed by the Association in order to carry out the purposes of the Association.

purpose of the association  
approximation

(b) The general purposes and powers are as follows:

(i) To promote the common good, health, safety, and general welfare of all the residents of Country Homes at the Grenelefe Golf & Tennis Resort complex.

(ii) To exercise all the powers and privileges and to perform all of the duties and obligations of the Association arising out of the Articles of Incorporation, applicable restrictions to the Country Homes and the Bylaws of the Association as the said documents may be amended from time to time.

(iii) To have and exercise any and all power, rights and privileges including the delegation of powers as permitted by law under Chapter 617, Florida Statutes, as a non profit corporation may now or hereafter have or exercise. *not for*  
*NOT*

(iv) To take title to various common areas including but not limited to roadways going through the Country Home areas from the present owner, Sports Shinko (Florida) Co., Ltd.

(v) "Country Homes" are defined as all residences which have been constructed West of S.R. 546 in the area now known as The Grenelefe Golf & Tennis Resort excepting residences in Arrow Lakes Subdivision and excepting all condominium units. Residences which have been described as "Townhouses" are included in the definition of Country Homes.

2.2 The Association shall make no distributions of income to its members, directors, or officers provided, however that nothing

herein contained shall be construed as prohibiting payments to such persons for services or materials furnished to the Association.

2.3 The foregoing statement of purposes shall be construed as a statement both of purposes and of powers, and purposes and powers in each clause shall not be limited or restricted by reference or inference from the terms or provisions of any other clause but shall be broadly construed as independent purposes and powers. Notwithstanding any of the foregoing, the Association shall not, to any substantial degree, engage in any activity or exercise any powers that are not in furtherance of the primary purposes of the Association.

### ARTICLE III

#### POWERS

In addition to the general powers set forth in Article II hereof, the Association shall have the powers, rights, and duties as may be imposed upon or granted to it by the Legislature of the State of Florida.

### ARTICLE IV

#### MEMBERS

4.1 Membership. Every person who is the record owner of a Country Home shall be entitled to have a membership in the Association upon application and payment of membership dues and assessments. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation, and the giving of a security interest shall not terminate the ownership membership. No owner, whether

one or more persons or entities, shall have more than one membership per residential unit. Membership shall be appurtenant to, and may not be separated from, ownership of any residential unit. Ownership of a residential unit shall be the sole qualification for membership. The rights and privileges of membership, including the right to vote and to hold office, may be exercised by a member or the member's spouse, but in no event shall more than one vote be cast for each residential unit. Tenants or Lessees cannot be members or exercise a members rights.

4.2 Termination of Membership. Any member who no longer has an ownership interest in a Country Home shall automatically lose his or her membership. Following termination of membership, a former member shall have no liability to the Association other than obligations accruing prior to termination of membership.

4.3 Voting. The Association shall have one class of membership. Each member shall be entitled to one vote for each Country Home in which such member holds an interest required for membership pursuant to the provisions of Section 4.1 hereof. When more than one person holds such interest in any such residential unit, the vote for such residential unit shall be exercised as those owners themselves determine and advise the secretary prior to any meeting. In the absence of such advice, the residential unit's vote shall be suspended in the event more than one person seeks to exercise it.

ARTICLE V

DIRECTORS

5.1 The initial Directors will be as follows:

Dr. John Coury	120 Canterbury Drive Greenelefe, FL 33844
Joe Miller	112 Canterbury Drive Greenelefe, FL 33844
Bob Landon	2 Robyn Lane Greenelefe, FL 33844
Bea Warren	24 Robyn Lane Greenelefe, FL 33844
Ed Rezek	5 Canterbury Drive Greenelefe, FL 33844
Alton Grant	12 Canterbury Drive Greenelefe, FL 33844

ARTICLE VI

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 officers who shall serve until their successors are elected by the Board of Directors are as follows:

President	Alton Grand 12 Canterbury Drive Greenelefe, FL 33844
Vice President	Ed Rezek 5 Canterbury Drive Greenelefe, FL 33844

Secretary and  
Treasurer

Frank Nuccio  
21 Canterbury Drive  
Greenelefe, FL 33844

ARTICLE VII

INDEMNIFICATION

Every director and every officer of the Association 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 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, whether or not he is a director or officer of the Association at the time such expenses are incurred, except when the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties, provided that in the event of a settlement, the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being in the best interests of the Association. The foregoing right of indemnification shall be in addition to, and not exclusive of, all other rights to which such director or officer may be entitled.

ARTICLE VIII

BYLAWS

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

The directors will be elected or appointed according to the Bylaws.

ARTICLE XI

BUDGET

The first budget shall be adopted by the Board of Directors. The Board may amend the budget from time to time until a budget is adopted by the members.

ARTICLE X

AMENDMENTS

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

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

10.2 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 such approval is delivered to the secretary at or prior to the meeting. Except as elsewhere provided,

(a) such approvals must be by not less than 66-2/3% of the entire membership of the Board of Directors and by not less than 66-2/3% of the votes of the entire membership of the Association, or

(b) by not less than 80% of the vote of the entire membership of the Association.

10.3 Provided, however, that no amendment shall make any changes in the qualifications for membership or the voting rights of members without approval in writing by all members and the joinder of all record owners of mortgages upon the individual dwelling units.

(a) A copy of each amendment shall be certified by the Secretary of State and be recorded in the public records of Polk County, Florida.

#### ARTICLE XI

##### TERM

The term of the Association shall be perpetual.

#### ARTICLE XII

##### SUBSCRIBERS

The name and address of the subscribers to these Articles of Incorporation are as follows:

Alton Grant  
c/o Grenelefe Realty, Inc.  
3200 State Road 546  
Grenelefe, FL 33844

Charles A. Holt  
c/o Grenelefe Realty, Inc.  
3200 State Road 546  
Grenelefe, FL 33844

Hugo C. Edberg, Esquire  
Barnett Plaza, Suite 2560  
101 E. Kennedy Boulevard  
Tampa, FL 33602

#### ARTICLE XIII

##### DISSOLUTION

If the Association is dissolved or finally liquidated, any funds remaining shall be distributed equally to the last members.

IN WITNESS WHEREOF, Grenelefe Country Home Owners Association, Inc. has caused these Articles of Incorporation to be executed by the subscribers of said Association this 1<sup>st</sup> day of July, 1993.

GRENELEFE COUNTRY HOME OWNERS ASSOCIATION, INC.

Alton C. Grant  
Alton Grant

Charles A. Holt  
Charles A. Holt

Hugo C. Edberg  
Hugo C. Edberg

STATE OF FLORIDA  
COUNTY OF POLK

THE FOREGOING INSTRUMENT was acknowledged before me this 1<sup>st</sup> day of July, 1993, by ALTON GRANT, who is personally known to me or who has produced DRIVER'S LICENSE as identification and who did take an oath.

(SEAL)

 MARGUERITE A. WELLS  
MY COMMISSION # CC 175439 EXPIRES  
January 23, 1998  
BONDED THRU TROY FARM INSURANCE, INC.

Marguerite A. Wells  
Name MARGUERITE A. WELLS  
Notary Public, State of Florida  
Serial Number CC-175439

STATE OF FLORIDA

COUNTY OF POLK

THE FOREGOING INSTRUMENT was acknowledged before me this 12<sup>th</sup> day of July, 1993, by CHARLES A. HOLT, who is personally known to me or who has produced DRIVERS LICENSE as identification and who did take an oath.

(SEAL)



MARGUERITE A. WELLS  
MY COMMISSION # CC 175439 EXPIRES  
January 23, 1998  
BONDED THRU TROY FAIR INSURANCE, INC.

Marguerite A. Wells  
Name MARGUERITE A. WELLS  
Notary Public, State of Florida  
Serial Number CC-175439

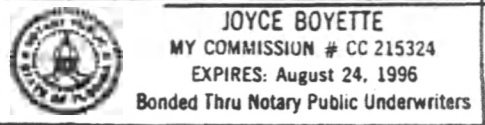
STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

THE FOREGOING INSTRUMENT was acknowledged before me this 14<sup>th</sup> day of July, 1993, by HUGO C. EDBERG, who is personally known to me ~~or who has produced~~ W.C. as identification and who did take an oath.

(SEAL)

Joyce Boyette  
Name \_\_\_\_\_  
Notary Public, State of Florida  
Serial Number \_\_\_\_\_



CERTIFICATE DESIGNATING REGISTERED AGENT AND  
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT  
UPON WHOM PROCESS MAY BE SERVED

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FIRST that Grenelefe Country Home Owners Association, Inc. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 12 Canterbury Drive, Grenelefe, Florida 33844, has named Hugo C. Edberg, Esquire, located at 101 E. Kennedy Boulevard, Suite 2560, Tampa, Florida 33602, as its agent to accept service of process within Florida.

DATED: July 12, 1993

Alton C. Grant  
Alton Grant, President

HAVING BEEN NAMED to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

Date July 13, 1993

Hugo C. Edberg  
Hugo C. Edberg, Esquire  
Registered Agent