



Department of State

I certify that the attached is a true and correct copy of the Articles of Incorporation of

COUNTRY CLUB VILLAS CONDOMINIUM ASSOCIATION, INC.

filed on December 19, 1979.

The Charter Number for this corporation is 750283.



CORP 104 Rev 1-79

Given under my hand and the Great Seal of the State of Florida, at Tallahassee, the Capital, this 19th day of December, 1979.

[Signature]
Secretary of State

FILED
DEC 19 12 08 PM '79
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

COUNTRY CLUB VILLAS CONDOMINIUM ASSOCIATION, INC.

A Florida Corporation Not-For-Profit

The undersigned by these Articles associate themselves for the purpose of forming a corporation not-for-profit under Chapter 617, Florida Statutes, and certify as follows:

ARTICLE I. NAME

The name of the corporation shall be COUNTRY CLUB VILLAS CONDOMINIUM ASSOCIATION, INC. For convenience the corporation shall be referred to in this instrument as the "Association".

ARTICLE II. PURPOSE

A. The purpose for which the Association is organized is to provide an entity pursuant to the Condominium Act, Chapter 718, Florida Statutes, for the operation of COUNTRY CLUB VILLAS, A CONDOMINIUM, to be located in Pinellas County, Florida.

B. The Association shall make no distributions of income to its members, directors or officers.

ARTICLE III. POWERS

The powers of the Association shall include and be governed by the following provisions:

A. The Association shall have all of the common law and statutory powers of a corporation not-for-profit which are not in conflict with the terms of these Articles.

B. The Association shall engage in no activity unrelated to the purpose for which it is organized, being to manage, operate, maintain and replace the common elements of the condominium property and to operate the condominium in accordance with the Declaration of Condominium.

C. Except as limited by Article III B, above, the Association shall have all of the powers and duties set forth in the Condominium Act, except, to the extent allowed by the law, as limited by these Articles and the Declaration of Condominium, and all of the powers and duties reasonably necessary to operate the condominium pursuant to the Declaration as it may be amended from time to time.

D. The Association shall have the power to purchase a unit or units in the condominium and to hold, lease, mortgage and convey the same.

ARTICLE IV. MEMBERS

- A. The members of the Association shall consist of all of the record owners of units in the condominium, and after termination of the condominium shall consist of those who are members at the time of such termination and their successors and assigns.
- B. Change of membership in this Association shall be established by recording in the Public Records of Pinellas County, Florida, a deed or other instrument establishing a record title to a unit in the condominium and the delivery to the Association of a copy of such instrument. The owner designated by such instrument thus becomes a member of the Association and the membership of the prior owner is terminated.
- C. The share of a member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner, except as an appurtenance to his unit.
- D. The owner of each unit shall be entitled to one vote for each Unit that owner owns, except there shall be no vote for any unit owned by the Association. The manner of exercising voting rights shall be determined by the By-Laws of the Association.

ARTICLE V. DIRECTORS

- A. The affairs of the Association shall be managed by a Board of Directors. The initial Board of Directors designated by the Sponsor shall consist of three Directors. Each Director shall be either a person designated by the Sponsor or a person entitled to cast a vote in the Association, except as otherwise provided herein or in the By-Laws.
- B. Members of the Board of Directors shall be elected at the annual meeting of the Association members in the manner specified in the By-Laws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the By-Laws.
- C. The initial Board of Directors of the Association shall be selected by the Sponsor, who is B.B.A., Inc., a Florida corporation. The Directors named in these Articles shall serve until the first election of Directors, and any vacancies in their number occurring prior to the first election shall be filled by the remaining Directors or by the Sponsor. The first election of Directors shall occur when unit owners other than the Sponsor are entitled to elect Directors under the Condominium Act. Subsequent elections shall be held in conformity with the requirements of the Condominium Act and as set forth in the By-Laws of the Association.
- D. The names and addresses of the members of the first Board of Directors, who shall hold office until their successors are elected and have qualified, or until removed, are as follows:
- | | |
|--------------------|---|
| E. TOM MCGOVERN | Suite M, 3000 - 34th Street, South
St. Petersburg, Florida 33712 |
| DONALD ROSS BLIVAS | 238 Morningside Drive
Longboat Key, Florida 33548 |
| DONNA J. HASTIE | Suite M, 3000 - 34th Street, South
St. Petersburg, Florida 33712 |

ARTICLE VI. OFFICERS

The affairs of the Association shall be administered by the officers of the Association, consisting of President, Vice President, Secretary and Treasurer. The officers shall be elected by the Board of Directors at the annual meeting of the Association. The names and addresses of the initial officers who shall serve until their successors are elected by the Board of Directors are as follows:

President	E. TOM MCGOVERN Suite M, 3000 34th Street South St. Petersburg, Florida 33712
Vice President	DONALD ROSS BLIVAS 238 Morningside Drive Longboat Key, Florida 33548
Secretary	DONNA J. HASTIE Suite M, 3000 - 34th Street South St. Petersburg, Florida 33712
Treasurer	E. TOM MCGOVERN Suite M, 3000 - 34th Street South St. Petersburg, Florida 33712

ARTICLE VII. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is: 3000 34th Street South, Suite M, St. Petersburg, Florida 33711; and the name of the initial Registered Agent of the corporation at that address is: E. TOM MCGOVERN.

ARTICLE VIII. INDEMNIFICATION AND INSURANCE

Every director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including attorneys fees, reasonably incurred by or imposed upon him in connection with any proceeding or any settlement of 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 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 settlement, the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being for 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 directors or officers may be entitled.

The Board of Directors may, and shall if reasonably available, purchase liability insurance to insure all directors, officers or agents, past and present against all expenses and liabilities as set forth above. The premiums for such insurance shall be paid by the Unit Owners of the Condominium as a part of the Common Expenses.

ARTICLE IX. BY-LAWS

The first By-Laws of the Association shall be adopted by the Board of Directors and may be altered, amended or rescinded by a majority of the Board of Directors.

ARTICLE X. AMENDMENTS

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

- A. 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.
- B. A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by two-thirds of the members of the Association. Directors and members not present in person or by proxy at the meeting to consider the amendment may express their approval in writing, provided such approval is delivered to the Secretary prior to such meeting. A resolution adopting a proposed amendment must bear the approval of not less than a majority of the Board of Directors and not less than two-thirds of the members of the Association.
- C. In the alternative, an amendment may be made by an agreement signed and acknowledged by all of the record owners of condominium units in the manner required for the execution of a deed.
- D. No amendment shall make any changes in the qualifications for membership nor the voting rights of members, nor any change in Section III(C) of Article III hereof, without approval in writing by all members and the written consent of all record owners of mortgages upon units within the condominium. No amendment shall be made that is in conflict with the Condominium Act or the Declaration of Condominium.
- E. A copy of each amendment shall be certified by the Secretary of State, State of Florida, and be recorded in the Public Records of Pinellas County, Florida.

ARTICLE XI. TERM

The term of the Association shall be perpetual.

ARTICLE XII. SUBSCRIBERS

The names and addresses of the subscribers to these Articles of Incorporation are as follows:

E. TOM MCGOVERN	Suite M, 3000 - 34th Street South St. Petersburg, Florida 33712
DONALD ROSS BLIVAS	238 Morningside Drive Longboat Key, Florida 33548
DONNA J. HASTIE	Suite M, 3000 - 34th Street South St. Petersburg, Florida 33712

IN WITNESS WHEREOF, the subscribers have signed these Articles on this 17 day of Dec, 1979.

	E. TOM MCGOVERN
	DONALD ROSS BLIVAS
	DONNA J. HASTIE

STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME, personally appeared E. TOM MCGOVERN, to me well known and known to me to be the person described in and who executed the foregoing ARTICLES OF INCORPORATION, and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this 17th day of December, A.D., 1979, in the aforesaid County and State.

Lynn Ellen Robinson
NOTARY PUBLIC
My Commission Expires: June 9, 1981


STATE OF FLORIDA)
COUNTY OF Pinellas)

BEFORE ME, personally appeared DONALD ROSS BLIVAS, to me well known and known to me to be the person described in and who executed the foregoing ARTICLES OF INCORPORATION, and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this 17th day of December, A.D., 1979, in the aforesaid County and State.

Lynn Ellen Robinson
NOTARY PUBLIC
My Commission Expires: June 9, 1981


STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME, personally appeared DONNA J. HASTIE, to me well known and known to me to be the person described in and who executed the foregoing ARTICLES OF INCORPORATION, and acknowledged to and before me that she executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this 17th day of December, A.D., 1979, in the aforesaid County and State.

Lynn Ellen Robinson
NOTARY PUBLIC
My Commission Expires: June 9, 1981


CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

COUNTRY CLUB VILLAS CONDOMINIUM ASSOCIATION, INC.,
desiring to organize under the laws of the State of Florida,
with its principal office, as indicated in the Articles of
Incorporation at 3000 34th Street South, Suite M, St. Petersburg,
has named E. TOM MCGOVERN,
as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named as registered agent to accept service
of process for the above stated corporation, at the place
designated in this certificate, I hereby accept to act in this
capacity, and agree to comply with the provisions of said
Act relative to keeping open said office.

DATED this 17 day of Dec, 1977.


Registered Agent - E. TOM MCGOVERN