

N95000003553

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224 8870
 Mailing Address: Post Office Box 10149, Tallahassee, FL 32302
 TOLL FREE No 1 800 342 8062
 FAX (904) 222 1222

NAME _____
 FIRM _____
 ADDRESS _____

 PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: The New York & Bay Oaks
Homeowners Ass, Inc.

	C.C. FEE.	DISBURSED
☒ Capital Express™		
☒ Art of Inc. File		
Corp Record Search		
Ltd Partnership File		
Foreign Corp. File		
☒ () Cert. Copy(s)		
Art. of Amend. File		
Dissolution/Withdrawal		
C U S. 100001547271		
Fictitious Name File -07/27/95--01032--005		
****122.50 ****122.50		
Name Reservation		
Annual Report/Reinstatement		
Reg Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prep.		
FAX () pgs.		
SUBTOTALS _____		

SN
7/27/95

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	_____	_____	_____
TIME	_____	_____	CK No. _____
BY	NLC	_____	_____

WALK-IN
 Will Pick Up 7/27 12:00

FEE.....
 DISBURSED.....
 SURCHARGE.....
 TAX on corporate supplies.....
 SUBTOTAL.....
 PREPAID.....
 BALANCE DUE.....

TALLAHASSEE, FLORIDA

95 JUL 27 AM 11:19
 FILED

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum

THANK YOU
 from
 Your Capital Connection

ARTICLES OF INCORPORATION

OF

THE MEWS AT GREY OAKS HOMEOWNERS ASSOCIATION, INC.,
a Florida non profit corporation

FILED
90 JUL 27 AM 11:50
TALLAHASSEE, FLORIDA

Pursuant to Chapter 617 of the Florida Statutes, these Articles of Incorporation are created by COUNTRY HOMES OF COLLIER COUNTY, INC., a Florida corporation, as the incorporator, for the purposes set forth below.

ARTICLE I

NAME: The name of the corporation is THE MEWS AT GREY OAKS HOMEOWNERS ASSOCIATION, INC., sometimes hereinafter referred to as the "Association".

ARTICLE II

PRINCIPAL OFFICE: The initial principal office of the corporation is located at 2640 Golden Gate Parkway, Suite 303, Naples, Florida 33942.

ARTICLE III

PURPOSE AND POWERS: This Association will not permit pecuniary gain or profit nor distribution of its income to its members, Officers or Directors. It is a nonprofit corporation formed for the purpose of establishing a corporate, residential neighborhood Homeowners Association which will, subject to a Declaration of Covenants, Conditions and Restrictions to be recorded in the Public Records of Collier County, Florida, have the specific purposes and powers described below:

(A) PURPOSES:

- (1) To provide for the operation and maintenance of the Common Areas, private property and structures placed under the jurisdiction of the Association.
- (2) To promote the health, safety and welfare of the residents of the residential community located on the property subject to the jurisdiction of the Association.

- (3) To fulfill all of the purposes listed above and to exercise all of the powers listed below with respect to all additional properties which may be brought under the jurisdiction of this Association through recorded amendment or amendments to the aforesaid Declaration.

(B) POWERS: The Association shall have all of the common law and statutory powers of a Florida corporation not for profit consistent with these Articles and with the said Declaration of Covenants, Conditions and Restrictions, and shall have all of the powers and authority reasonably necessary or appropriate to the operation and regulation of a residential neighborhood subject to the said recorded Declaration, as it may from time to time be amended, including but not limited to the power to:

- (1) Fix, levy, collect and enforce payment by any lawful means all charges, assessments or liens pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the corporation, including all license fees, taxes or governmental charges levied or imposed against the property of the corporation;
- (2) Enforce any and all covenants, conditions, restrictions and agreements applicable to the residential neighborhood known as THE MEWS AT GREY OAKS which is in Grey Oaks Unit Eight, according to the plat recorded in Plat Book 24, Pages 87, 88 and 89, Public Records of Collier County, Florida.
- (3) Pay taxes, if any, on the Common Areas.
- (4) Acquire (by gift, purchase or otherwise) own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the corporation;
- (5) Borrow money, and mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;
- (6) Dedicate, sell or transfer all or any part of the Common Areas to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless at least two-thirds (2/3) of the voting interests consent to such dedication, sale or transfer;

- (7) Purchase policies of insurance upon the Properties and use the proceeds from such policies to effectuate its purposes;
- (8) Participate in mergers and consolidations with other non-profit corporations organized for the same or similar purposes, or to annex additional property and common areas, provided that merger, consolidation or annexation shall have the consent of at least two-thirds (2/3) of the voting interests of the Association;
- (9) Assist, cooperatively with Grey Oaks Property Owners Association, Inc., in the administration and enforcement of the Declaration of Master Covenants, Conditions and Restrictions for Grey Oaks as the same is more particularly set forth in Official Records Book 1697, Pages 1167 et seq., Public Records of Collier County, Florida, as amended and supplemented from time to time; and
- (10) Exercise any and all powers, rights and privileges which a corporation organized under Chapter 617 of Florida Statutes may now or hereafter have or exercise; subject always to the Declaration as amended from time to time.

ARTICLE IV

MEMBERSHIP AND VOTING RIGHTS: Membership and Voting Rights shall be as set forth in Section 3 of the Declaration of Covenants, Conditions and Restrictions for The Mews At Grey Oaks to which a copy of these Articles shall be attached as an Exhibit, as will the By-Laws of the Association.

ARTICLE V

TERM: The term of the Association shall be perpetual.

ARTICLE VI

BY-LAWS: The By-Laws of the Association may be altered, amended or rescinded in the manner provided therein.

ARTICLE VII

AMENDMENTS: Amendments to these Articles shall be proposed and adopted in the following manner:

(A) Proposal. Amendments to these Articles may be proposed by a majority of the Board or upon petition of one-fourth (1/4) of the voting interests, and shall be submitted to a vote of the members not later than the next annual meeting.

(B) Vote Required. Except as otherwise required by Florida law, these Articles of Incorporation may be amended by vote of a majority of the voting interests present and voting at any annual or special meeting, or by approval in writing of a majority of the voting interests without a meeting, provided that notice of any proposed amendment has been given to the members of the Association, and that the notice contains a fair statement of the proposed amendment.

(C) Effective Date. An amendment shall become effective upon filing with the Secretary of State and recording a certified copy in the Public Records of Collier County, Florida.

ARTICLE VIII

DIRECTORS AND OFFICERS:

(A) The affairs of the Association will be administered by a Board of Directors consisting of the number of Directors determined by the By-Laws, but not less than three (3) Directors, and in the absence of such determination shall consist of three (3) Directors.

(B) Directors of the Association shall be elected by the members in the manner determined by 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 business of the Association shall be conducted by the Officers designated in the By-Laws. 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.

ARTICLE IX

INITIAL DIRECTORS:

The initial Directors of the Association shall be:

PETER J. ROBERTS
2640 Golden Gate Parkway, Suite 303
Naples, Florida 33942

LINDA ROBERTS
2640 Golden Gate Parkway, Suite 303
Naples, Florida 33942

NANCY KAISER
2640 Golden Gate Parkway, Suite 303
Naples, Florida 33942

ARTICLE X

INITIAL REGISTERED AGENT:

The initial registered office of the Association shall be at:

600 Fifth Avenue South, Suite 207
Naples, Florida 33940

The initial registered agent at said address shall be:

David C. Bourgeau

ARTICLE XI

INDEMNIFICATION: To the fullest extent permitted by Florida law, the Association shall indemnify and hold harmless every Officer of the Association against all expenses and liabilities, including attorneys fees, actually and reasonably incurred by or imposed on him in connection with any legal proceeding (or settlement or appeal of such proceeding) to which he may be a party because of his being or having been a Director or Officer of the Association. The foregoing right of indemnification shall not be available if a judgment or other final adjudication establishes that his actions or omissions to act were material to the cause adjudicated and involved:

- (A) Willful misconduct or a conscious disregard for the best interests of the Association, in a proceeding by or in the right of the Association to procure a judgment in its favor.

- (B) A violation of criminal law, unless the Director or Officer had no reasonable cause to believe his action was unlawful or had reasonable cause to believe his action was lawful.
- (C) A transaction from which the Director or Officer derived an improper personal benefit.
- (D) Wrongful conduct by Directors or Officers appointed by the Developer, in a proceeding brought by or on behalf of the Association.

In the event of a settlement, the right to indemnification shall not apply unless the Board of Directors approves such settlement as being in the best interest of the Association. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which a Governor or officer may be entitled.

WHEREFORE the incorporator has caused these presents to be executed this 26th day of July, 1995.

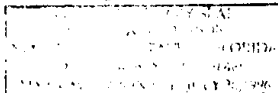
COUNTRY HOMES OF COLLIER COUNTY, INC.,
a Florida corporation

By: Peter J. Roberts
PETER J. ROBERTS, Its President

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 26th day of July, 1995, by PETER J. ROBERTS, President of COUNTRY HOMES OF COLLIER COUNTY, INC., on behalf of the Corporation. He is personally known to me and did take an oath.

My Commission Expires:
(SEAL)



NOTARY PUBLIC

Judith A. Anderson
Printed Name

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for THE MEWS AT GREY OAKS HOMEOWNERS ASSOCIATION, INC., at the place designated in these Articles of Incorporation, I hereby accept the appointment to act in this capacity and agree to comply with the laws of the State of Florida in keeping open said office.

David C. Bourgeau
DAVID C. BOURGEAU