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FLORIDA NON-PROFIT CORPORATION

OKEECHOBEE COUNTRY CLUB HOMEOWNERS ASSOCIATION INC

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Articles of Incorporation
of
OKEECHOBEE COUNTRY CLUB HOMEOWNERS ASSOCIATION, INC.

The undersigned, acknowledges and files in the Office of the Secretary of State of Florida, for the purpose of forming a corporation not for profit in accordance with the "Florida Not For Profit Corporation Act" of the laws of the State of Florida F.S. Chapter 617 and F.S. Chapter 720, these Articles of Incorporation.

ARTICLE I
Corporate Name

1.1 Name. The name of the Corporation shall be **OKEECHOBEE COUNTRY CLUB HOMEOWNERS ASSOCIATION, INC.**, and the principal office shall be at 11901 NW 4th Street, Plantation, FL 33325

ARTICLE II
Purposes and Powers

2.1 Purposes. The purposes for which the Corporation as formed are as follows:

- a) To be the community association for the owners of Lots and Properties within Okeechobee Country Club Subdivision, a subdivision in Okeechobee County, Florida;
- b) To own, manage and convey property, real, personal and mixed;
- c) To own, hold, manage and maintain all roads, storm water management areas, landscape easements, drainage easements and any and all other community and association assets related to the beneficial enjoyment and benefit of the community.
- d) To operate and maintain the surface water management system established by South Florida Water Management District Permit 47-00329S and any and all amendments thereto.

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- e) Assess the Owners of lots and Members of the Association for necessary operating funds, maintenance and reserves, and to enforce such assessments, including a lien upon lots.
- f) Generally, to do all and everything lawful and proper, which may be necessary or expedient to the accomplishment of any purpose or the attainment of any of the objects herein set forth, no matter how remotely connected.
- g) The Corporation shall have such corporate powers as are granted in Chapter 617 of the Florida Statutes and Chapter 720 of the Florida Statutes and all amendments subsequent thereto, together with such other additional powers as shall be reasonably co-existent and appropriate and necessary for the full use and proper management of the corporation or any of its purposes; provided however, that this corporation in exercising any one or more of its powers, shall do so in furtherance of the exempt purposes for which it has been organized, and as described in the Internal Revenue Code and Regulation and provisions herein, provided further that any which would render the corporation non-exempt for tax purposes shall be treated as void and of no effect.

2.2 Powers. To accomplish the foregoing purposes, the Corporation shall have all corporate powers permitted under Florida law, including the capacity to contract, bring suit and be sued. No part of the income of the Corporation shall be distributed to the members, directors and officers of the Corporation.

- a) Limitation on Activities. Notwithstanding any other provisions of these Articles, this Corporation will not carry on any activities not permitted to be carried on by: (i) a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as may be amended, or (ii) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 and as may be amended.
- b) No Personal Inurement. The assets of Corporation

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shall not inure to the personal benefit of any individual, member, director or officer of Corporation or for the Corporation by any individual.

ARTICLE III

Members

- 3.1 The Corporation shall have voting members who shall be Owners of Lots within Okeechobee Country Club Estates Subdivision in Okeechobee County, Florida. Membership shall be automatic upon purchase of a Lot or property in Okeechobee Country Club Subdivision.
- 3.2 Okeechobee Golf & Country Club, Inc., ("Club") shall be a member of Association, and shall have at all times at least 25% of total votes, and be entitled to select not less than two directors. Club shall not be subject to assessment or lien for any reason or purpose.
- 3.3 Other initial members shall be Hawks, L.L.C., a Florida limited liability company and Julian Bland.

ARTICLE IV

Directors of Corporation and Officers

- 4.1 Governing Board. The affairs and property of the Corporation shall be managed and governed by a Board of Directors in accordance with the By-Laws. The number of Directors shall be determined in accordance with the Corporation's By-Laws; however, in no event shall the Board of Directors be composed of less than three (3) persons nor more than seven (7). The terms of office for the initial Directors named herein shall be three (3) years and until their successors have been elected and qualified as prescribed in the By-Laws. The terms of office of Directors serving after the initial Board shall be as prescribed in the By-Laws.
- 4.2 Initial Board of Directors. The initial Board of Directors shall consist of seven members, 2 appointed by Club, 2 appointed by Hawks, L.L.C., and 3 appointed by Julian Bland. The names and addresses of the persons who shall serve on the initial Board of Directors are as follows:

David Hall
11901 NW 4th Street
Plantation, FL 33325

Paul Timko
13511 NE 7th Terrace
Okeechobee, FL 34972

Robert Branstetter
2631 SE 24th Boulevard
Okeechobee, FL 34974

Julian Bland
8 Gorse Close
Brampton Bierlon Rotherham
South Yorkshire, England S 63 6HW

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Mark Hanks
3 Hooper View
Wombwell Barnsley
South Yorkshire, England
S 73 OSH

Santiago Poroz
6807 SW 48th Avenue
Palm City Farms, FL 34990

Ellis Crisson
11901 NW 4th Street
Plantation, FL 33325

- 4.3 Officers. The officers of the Corporation shall consist of a President, Vice President, Secretary, and Treasurer, and such other officers and assistant officers as may be provided in the bylaws. Each Officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and such manner as may be prescribed by the Bylaws.

ARTICLE V

Period of Duration:

- 5.1 Period of Duration. The Corporation shall have perpetual existence. In the event of dissolution of this Corporation, no part of Corporation's assets shall inure to the benefit of any member but shall instead be distributed to such charitable organization or organizations selected by the final Board of Directors of the Corporation, which organization or organizations must qualify as charitable organizations under Article 501(c)(3) of the United States Internal Revenue Code of 1986 as may be amended.
- 5.2 Surface Water Management System. If the Association is dissolved, the surface water management system and property rights containing such system of common area shall be conveyed to the member, Okeechobee Golf & Country Club, Inc., its successors and/or assigns, if any. In the event that Okeechobee Golf & Country Club, Inc., shall not then be in existence nor shall there be any successors or assigns carrying on a similar purpose, it shall be conveyed to an agency of local government determined to be acceptable to South Florida Water Management District. If the local government declines to accept the conveyance, then the surface water management system and property rights containing such portions of the common area shall be dedicated to a non-profit corporation as association and/or Okeechobee Golf & Country Club, Inc.

ARTICLE VI

Non-Stock

- 6.1 No Stock Issued. The Corporation shall not issue stock nor any evidence of ownership of any interest in the Corporation.
- 6.2 Limitation. No By-Law shall be adopted or amended that would place the Corporation in violation of Section 501(c)(3) of the Internal Revenue Code of 1986, as it may be amended from time to time.

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ARTICLE VII

Registered Agent and Office

- 7.1 Registered Office. The initial registered office of the Corporation is 1209 Delaware Avenue, Fort Pierce, Florida 34950.
- 7.2 Registered Agent. The initial registered agent whose address is identical to the registered office given above is Robert J. Gorman.

ARTICLE VIII

Incorporators

- 8.1 Incorporator. The name and street address of the incorporators signing these Articles of Incorporation is:

Robert J. Gorman - 1209 Delaware Avenue, Fort Pierce, Florida 34950

ARTICLE IX

Amendment of Articles of Incorporation

- 9.1 Vote. These Articles of Incorporation may be amended by a three-fourth ($\frac{3}{4}$) vote of the Board of Directors, unless applicable law or By-Law shall provide otherwise.
- 9.2 Limitation. No amendment of these Articles shall be made in violation of Article 501(c)(3) of the Internal Revenue Code of 1986, as it may be amended from time to time.
- 9.3 Limitation as to Surface Water Management System. Any amendment to these Articles of Incorporation, or as may be amended in the future or any amendment which would effect the common areas owned, held or managed by Association which would effect the Surface Water Management System shall be submitted to South Florida Water Management District for a determination of such amendment requires a modification of the South Florida Water Management District Permit.

IN WITNESS WHEREOF, the undersigned hereto set their hands and seals this 25th day of August, 2004.


Robert J. Gorman

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CAPITAL CONNECTION

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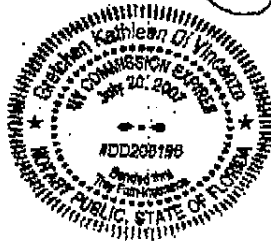
STATE OF FLORIDA)
)
COUNTY OF ST. LUCIE)

The foregoing instrument was acknowledged before me this 25th day of August, 2004, by ROBERT J. GORMAN, who is personally known to me or has produced _____ as identification.

Kathleen G. Vincent

NOTARY PUBLIC

My Commission Expires:



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**Certificate Designating Place of Business of Domicile
for Service of Process Within this State Naming Agent
Upon Whom Process may be Served**

In pursuance of §§ 48.091(1) and 617.0501, Florida Statutes, the following is submitted in compliance thereof:

That **OKEECHOBEE COUNTRY CLUB HOMEOWNERS ASSOCIATION, INC.**, desiring to organize as a corporation under the laws of the State of Florida, with its initial registered office in Florida, being in the County of St. Lucie at 1209 Delaware Avenue, Fort Pierce, Florida 34950, has named Robert J. Gorman, located at that same address as its initial registered agent to accept service of process within this State.

Acknowledgment:

Having been named to accept service of process for the above-stated 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 and complete performance of my duties, and I accept the duties and obligations of Section 617.0503, Florida Statutes.

By: *Robert J. Gorman*
ROBERT J. GORMAN

SECTION 617.0503
TALLAHASSEE, FLORIDA

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