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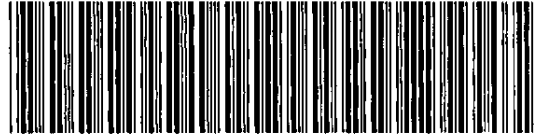
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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 028100 81505A

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE : July 26, 2007

ORDER TIME : 3:27 PM

ORDER NO. : 028100-005

CUSTOMER NO: 81505A

DOMESTIC FILING

NAME: GRANDE ESTATES HOMEOWNERS'
ASSOCIATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Joyce Markley - EXT. 2930

EXAMINER'S INITIALS: _____

**ARTICLES OF INCORPORATION
OF
GRANDE ESTATES HOMEOWNERS' ASSOCIATION, INC.**

In compliance with the requirements of Chapter 617, Florida Statutes, the undersigned who is a resident of the State of Florida, and who is of full age, has this day voluntarily associated for the purpose of forming a corporation not for profit and do hereby certify.

ARTICLE I

NAME OF ASSOCIATION

The name of the corporation is GRANDE ESTATES HOMEOWNERS' ASSOCIATION, INC., hereafter called the "Association."

ARTICLE II

LOCATION OF ASSOCIATION

The principal office of the Association is located at 110 Crenshaw Lake Road, Lutz, Florida 33548.

ARTICLE III

INITIAL REGISTERED AGENT

Sam I. Reiber, whose address is 2109 E Palm Avenue, Ste 202, Tampa Florida 33605, is hereby appointed the initial registered agent of this Association.

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of all common areas and other residence lots within that certain tract of property described as: See Exhibit "A" attached hereto and made a part hereof and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

a. exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions

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Restrictions and Easements, (hereinafter called the "Declaration), applicable to the property and recorded or to be recorded in the Office of the Clerk of Hillsborough County, Florida, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

b. fix, levy, collect and enforce payment by any lawful means, all charges or assessments 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 Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

c. 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 Association;

d. borrow money, and with the approval of three-fourths the of members, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

e. dedicate, sell or transfer all or any part of the Common Area, if any, 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 an instrument has been signed by three fourths of the members, agreeing to such dedication, sale or transfer;

f. with the approval of three fourths of the members, participate in mergers and consolidation with other nonprofit corporations organized for the same purposes or annex additional residential property and Common Area, if any, provided that any such merger, consolidation or annexation shall have the assent of all of the members;

g. own, operate and maintain the common property and the surface water management system facilities, if any, including all inlets, ditches, swales, culverts, water control structures, retention and detention areas, ponds, lakes, flood plain compensation areas, wetlands and any associated buffer areas, and wetland mitigation areas;

h. have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Florida by law may now or hereafter have or exercise;

i. sue and be sued;

j. establish rules and regulations governing the Association and member duties and

responsibilities;

k. contract for services to provide for the operation, maintenance and management of the Properties and Common Properties, including any surface water management system facilities, and to delegate to such contractor all powers and duties of the Association except such as and specifically required by the covenants and restrictions recorded against the Properties to have the approval of the Board of Directors of the membership of the association;

l. maintain the roads, roadways , well, drainage ponds, underground water storage tanks and easements relating thereto, as well as any other related improvements in a condition comparable to their original condition, normal wear and tear excepted; and

m. take any other action necessary for the purposes for which the Association is organized.

ARTICLE V

MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment by the Association, including contract Sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities that hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association. Notwithstanding the foregoing, the Developer of the Subdivision shall be a member of the Association until such time as all Lots within the Subdivision have been fully developed.

ARTICLE VI

VOTING RIGHTS

The Association shall have one class of voting membership consisting of all Owners. Each owner shall be entitled to only one vote notwithstanding the number of Lots owned. When more than one person holds an interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they determine, but in no event shall more than one vote be cast notwithstanding the number of Lots owned by them within the Subdivision.

In the event the Developer no longer owns Lots within the Subdivision, it shall nonetheless continue to have one (1) vote until such time as the Subdivision has been fully developed.

ARTICLE VII

BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of no less than three (3) Directors, who need not be members of the Association. The number of directors may be changed by amendment of the By-Laws of the Association, but shall never be less than three (3) directors. The method and manner in which the directors are elected or appointed shall be as stated in the bylaws. The names and addresses of the persons who are to act in the capacity of initial directors until the selection of their successors are:

Name	<u>Address</u>
Kenneth J. Van Ness	110 Crenshaw Lake Drive, Lutz, Florida
Keith A. Witter	2109 East Palm Ave. Tampa, Florida
Sam Reiber	2109 East Palm Ave., Tampa, Florida

At the first annual meeting the initial members shall elect three directors for a term of one year each.

ARTICLE VIII

DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than all of the members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purposes.

Notwithstanding the foregoing, in the event the Association is dissolved, the control or right of access to the property containing the surface water management system facilities, if any, shall be conveyed or dedicated to an appropriate governmental unit or public utility and that if not accepted, then the surface water management system facilities shall be conveyed to a similar non-profit corporation of the Association.

ARTICLE IX

DURATION

The corporation shall exist perpetually.

ARTICLE X

AMENDMENTS

Amendment of these Articles shall require the assent of 75 percent (75%) of the entire membership.

ARTICLE XI

INCORPORATOR

The name and address of the incorporator of the Articles of Incorporation is: Sam I. Reiber, whose address is 2109 E Palm Avenue, Ste 202, Tampa Florida 33605.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation for the uses and purposes herein stated this 23rd day of July, 2007.



Sam I. Reiber

EXHIBIT "A"

DESCRIPTION

As a point of reference begin at the Northwest corner of the Northwest 1/4 of the Northeast 1/4 of of Section 24, Township 27 South, Range 18 East and proceed S89°33'51" E, along the North boundary of the Northwest 1/4 of the Northeast 1/4 of said Section 24, a distance of 660.35 feet to the Northeast corner of the Northwest 1/4 of the Northwest 1/4 of the Northeast 1/4 of said Section 24; thence S 00°29'12" E, along the East boundary of the Northwest 1/4 of the Northwest 1/4 of the Northeast 1/4 of said Section 24 and the West boundary of Surrey Chase as recorded in Plat Book 64, Page 17 of the Public Records of Hillsborough County, Florida, a distance of 666.45 feet to the Southeast corner of the Northwest 1/4 of the Northwest 1/4 of the Northeast 1/4 of said Section 24 and the Southwest corner of said Surrey Chase; thence S 89°33'08" E, along the North boundary of the South 1/2 of the Northwest 1/4 of the Northeast 1/4 of said Section 24 and the South boundary of said Surrey Chase, a distance of 264.22 feet to a point on the East boundary of the West 7/10 of the North 1/2 of the South 1/2 of the Northwest 1/4 of the Northeast 1/4 of said Section 24; thence S 00°29'03" E, along the East boundary of the West 7/10 of the North 1/2 of the South 1/2 of the Northwest 1/4 of the Northeast 1/4 of said Section 24, a distance of 333.00 feet to a point on the North boundary of the South 1/4 of the Northwest 1/4 of the Northeast 1/4 of said Section 24; thence N 89°30'25" W, along the North boundary of the South 1/4 of the Northwest 1/4 of the Northeast 1/4 of said Section 24, a distance of 197.52 feet to a point on the West boundary of the East 594.00 feet of the Northwest 1/4 of the Northeast 1/4 of said Section 24; thence S 00°30'38" E, along the West boundary of the East 594.00 feet of the Northwest 1/4 of the Northeast 1/4 of said Section 24, a distance of 333.21 feet to a point on the South boundary of the Northwest 1/4 of the Northeast 1/4 of said Section 24; thence N 89°29'54" W, along the South boundary of the Northwest 1/4 of the Northeast 1/4 of said Section 24, a distance of 386.24 feet to a point on the West boundary of the East 7 1/2 acres of the South 1/4 of the Northwest 1/4 of the Northwest 1/4 of said Section 24; thence N 00°30'38" W, along the West boundary of the East 7 1/2 acres of the South 1/4 of the Northwest 1/4 of the Northwest 1/4 of said Section 24, a distance of 333.16 feet to a point on the aforementioned North boundary of the South 1/4 of the Northwest 1/4 of the Northeast 1/4 of said Section 24; thence N 89°30'25" W, along the North boundary of the South 1/4 of the Northwest 1/4 of the Northeast 1/4 of said Section 24, a distance of 341.56 feet to a point of the West boundary of the Northwest 1/4 of the Northeast 1/4 of said Section 24; thence N 00°26'38" W, along the West boundary of the Northwest 1/4 of the Northeast 1/4 of said Section 24, a distance of 998.56 feet to the POINT OF BEGINNING. SUBJECT TO maintained road right-of-way on the North side thereof for DeBuel Road. Containing 19.74 acres, more or less.

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CERTIFICATE DESIGNATING REGISTERED OFFICE
FOR THE SERVICE OF PROCESS WITHIN THE STATE
NAMING REGISTERED AGENT UPON WHOM
PROCESS MAY BE SERVED

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

That GRANDE ESTATE HOMEOWNERS' 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 the City of Lutz , Hillsborough County, State of Florida, has named Sam I. Reiber, as its agent to accept service of process within the state.

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

REGISTERED OFFICE ADDRESS:

2109 E Palm Avenue, Ste 202, Tampa Florida 33605

BY:



Sam I. Reiber