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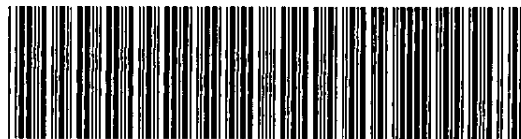
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2011 APR 21 AM 10:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

J. Shivers APR 22 2011

**CHURCHILL PLACE HOMEOWNERS' ASSOCIATION, INC.
704 CHURCHILL PLACE
SUN CITY CENTER, FLORIDA 33573**

April 14, 2011

Florida Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, Florida 32314

In accordance with Section 720.407 (1) please find enclosed a copy of the Articles of Incorporation of Churchill Place Homeowners' Association, Inc. for permanent recording along with a check in the amount of \$78.75 to cover the cost of the following:

Filing fee for Articles of Incorporation	\$ 35.00
Application for Registered Name	35.00
Certified copy	<u>8.75</u>
Total	\$ 78.75

Please return the Certified Copy to my attention. Thank you.

Sincerely,



Donald C. Schang
For the Organizing Committee
Incorporator

704 Churchill Place
Sun City Center, FL 33573
(813) 633-6300

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
of
Churchill Place Homeowners' Association, Inc.
(a homeowners' association)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED INCORPORATOR to these Articles of Incorporation hereby proposes the incorporation under Chapter 617, Florida Statutes, of a corporation not for profit, and operated as a Homeowners Association under the provisions of Chapter 720, Florida Statutes, and hereby makes, subscribes, acknowledges and files with the Secretary of State of the State of Florida, Articles of Incorporation, and hereby certifies as follows:

ARTICLE I: NAME AND LOCATION

The name of this corporation shall be Churchill Place Homeowners' Association, Inc., (hereinafter referred to as the "Association"), and its initial office for the transaction of its affairs shall be 704 Churchill Place, Sun City Center, FL 33573. The mailing address shall be 704 Churchill Place, Sun City Center, FL 33573.

ARTICLE II: PURPOSES

This Association does not contemplate pecuniary gain or profit to the members thereof, and no distribution of income to its members, directors or officers shall be made, except that nothing herein shall prevent the Association from compensating persons for services and cost actually incurred for the benefit of the Association in furtherance of one or more of its purposes. The general purpose of this Association is to promote the common interests of the property owners in Lots 1 through 14 and Common Lot 15, all in Block HH of Del Webb's Sun City, Unit No. 14, according to map or plat thereof recorded in Plat Book 40 on Page 39 of the Public Records of Hillsborough County, Florida (herein referred to as "Churchill Place") and the specific purpose is to perform the functions of the Association as contemplated in the Declaration of Restrictions and Establishment of a Board of Management as recorded June 7, 1965 in Official Records Book 1460 on page 55, and amended by Amendment to Restrictions, recorded July 30, 1965, in Official Records Book 1484, page 430, all of the Public Records of Hillsborough County and in accordance with Part III, Chapter 720, Florida Statutes, has been revived as the Declaration of Restrictions and Establishment of a Board of Directors (hereinafter referred to as the "Declaration"); as the same may in the future be amended, which purposes shall include but not be limited to:

- (a) Exercise all the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Declaration;
- (b) Fix, levy, collect and enforce payment, by any lawful means, all charges and assessments pursuant to the terms of the Declaration;
- (c) To pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association;
- (d) Have and exercise any and all other powers, rights and privileges of a homeowner's association organized under the law of the State of Florida.

ARTICLE III: MEMBERSHIP AND VOTING RIGHTS

A. Eligibility. Every person, whether an individual, corporation or other entity, who is the record owner of a lot that is subject to assessment pursuant to the Declaration shall become a member of the Association upon the recording of the instrument of conveyance. If title to a lot is held by more than one person, each such person shall be a member. A Homeowner of more than one lot is entitled to membership for each lot owned. No person other than a Homeowner may be a member of the Association, and a membership in the Association may not be transferred except by the transfer of title to a lot. If more than one person owns a fee interest in any lot, all such persons are members, but there can be only one vote cast with respect to such lot. Such vote may be exercised as

the co-owners determine among themselves, but no split vote is permitted. Prior to any meeting at which a vote is to be taken, each co-owner must file a certificate with the secretary of the Association naming the voting co-owner entitled to vote at such meeting, unless the co-owners have filed a general voting certificate with the Secretary applicable to all votes until rescinded. Notwithstanding the foregoing, no separate certificate shall be necessary if the title to any lot is held in tenancy by the entireties, and in such event either tenant is entitled to cast the vote for such lot unless and until the Association is notified otherwise in writing by such co-tenants by the entireties.

B. Classes of Membership and Voting: The Association shall have one class of voting membership who shall all be homeowners of properties in Danbury Beach. Subject to the provisions of Section A of this Article, members are entitled to cast one vote for each lot owned. There shall be no cumulative voting for Directors or any other matters.

C. Transferability. Each membership is appurtenant to the lot upon which it is based and is transferred automatically by conveyance of title to that lot whether or not mention thereof is made in such conveyance of title.

ARTICLE IV: TERM OF EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE V: INCORPORATOR

The name and residence of the incorporator to these Articles of Incorporation is the following:

<u>Name</u>	<u>Address</u>
Donald C. Schang	704 Churchill Place Sun City Center, Florida 33573

ARTICLE VI: MANAGEMENT

The affairs of the Corporation shall be managed by the Board of Directors, which shall consist of not less than three (3) nor more than (7) individuals, the precise number to be fixed in the Bylaws or by the Board of Directors of the Association from time to time. Directors shall be elected for one year terms by the members at the annual member's meeting, to be held as scheduled by the Board of Directors in the first quarter of each year in the manner prescribed in the Bylaws of the Association, and shall hold office until their respective successors are duly elected and qualified. The Board shall elect a President, Vice President, Secretary, and Treasurer of the Association and such other officers as may, in the opinion of the Board, from time to time be necessary to adequately administer the affairs of the Association. Such officers are to hold office at the pleasure of the Board or until their successors are duly elected and qualified. Officers may be Directors, Officers and Directors must be members of the Association. Any individual may hold two (2) or more corporate offices, except that the offices of President and Secretary may not be held by the same person. The officers shall have duties as may be specified by the Board or the Bylaws of the Association. Vacancies occurring on the Board and among the officers shall be filled in the manner prescribed by the Bylaws of the Association.

ARTICLE VII: INITIAL OFFICERS

The names of the initial officers who are to serve until their successors are elected under the provisions of these Articles of Incorporation and the Bylaws are the following:

<u>Title</u>	<u>Name</u>	<u>Address</u>
President	Donald C. Schang	704 Churchill Place Sun City Center, FL 33573

Vice President	Allen E. Demarest	708 Churchill Place Sun City Center, FL 33573
Secretary	Rosalie M. Demarest	708 Churchill Place Sun City Center, FL 33573
Treasurer	John F. Andrews	703 Augusta Drive Sun City Center, FL 33573

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The number of persons constituting the initial Board of Directors of the Association shall be four (4) and the names and addresses of the members of such first Board of Directors, who shall hold office until their respective successors are elected pursuant to the provisions of these Articles of Incorporation and the Bylaws, are the following:

<u>Name</u>	<u>Address</u>
Donald C. Schang	704 Churchill Place, Sun City Center, Florida 33573
Allen E. Demarest	708 Churchill Place, Sun City Center, Florida, 33573
Rosalie M. Demarest	708 Churchill Place, Sun City Center, Florida 33573
John F. Andrews	703 Augusta Drive, Sun City Center, Florida 33573

ARTICLE IX: BYLAWS

After approval of a majority of the then owners of all the lots subject to the governance by the Association, the Bylaws of the Association shall be adopted by the initial Board of Directors, as constituted under Article VIII above, at the organizational meeting of the Board. Thereafter the Bylaws may be altered, amended, or rescinded by the affirmative vote of two-thirds (2/3) of the Board of Directors, and after notice to the members, by the majority vote of members entitled to vote at any regular or special meeting of the membership.

ARTICLE X: AMENDMENTS

Amendments to these Articles of Incorporation shall be made in the following manner:

(a) The Board of Directors shall adopt a resolution setting forth a proposed amendment and directing that it be submitted to a vote at a meeting of members, which may be either the annual or a special meeting.

(b) Written notice setting forth the proposed amendment or a summary of the changes to be effected thereby shall be given to each member of record entitled to vote thereon within the time and in the manner provide by Florida Statutes 617 and 720 for the giving of notice of meetings of members. If the meeting is an annual meeting, the proposed amendment or such summary may be included in the notice of such annual meeting.

(c) At such meeting, a vote of the members entitled to vote thereon shall be taken on the proposed amendment. The proposed amendment shall be adopted upon receiving the affirmative vote of a majority of the votes of all the voting interests entitled to vote thereon.

Any number of amendments may be submitted to the members and voted upon by them at one meeting.

Notwithstanding anything herein to the contrary, no amendment to these Articles of Incorporation shall be valid which constitutes a material change concerning:

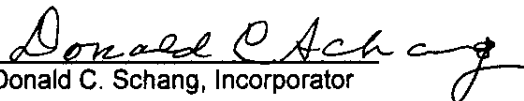
- (1) voting rights of members
- (2) boundaries of any lot
- (3) convertibility of Lots into Common Properties; and
- (4) imposition of any restrictions on an Owner's right to sell or transfer his or her Unit or Lot.

ARTICLE XI: REGISTERED OFFICE AND AGENT

Pursuant to Section 48.091 and Section 607.0501, Florida Statutes, the name and address of the Initial Registered Agent for service of process upon the Association is:

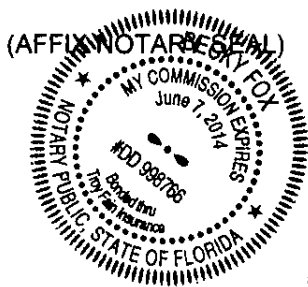
Donald C. Schang,
704 Churchill Place,
Sun City Center, FL 33573

The above address is also the address of the Registered Office of the Association.


Donald C. Schang, Incorporator

The foregoing instrument was acknowledged before me this 13 day of April, 2011, by Donald C. Schang, personally known to me, or who produced DRIVERS LICENSE (FL) (type of identification i.e. driver's license) as identification who is the person who executed the foregoing Articles of Incorporation, and who acknowledged to me that he/she executed the same as his/her free act and deed for the uses and purposes therein set forth.

My Commission Expires:




(Signature)
Name: BECKY FOX
(Legibly Printed)

Notary Public, State of Florida

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 2011 APR 21 AM 10:33
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned, having been named as registered agent and to accept service of process for Churchill Place Homeowners' Association, Inc., hereby accepts the appointment as registered agent and agrees to act in such capacity. The undersigned further agrees to comply with the provisions of statutes relating to the proper and complete performance of his duties and is familiar with and accepts the obligations of his position as registered agent.


Donald C. Schang