

N95000002859

FOSTER & KELLY

A PROFESSIONAL ASSOCIATION

ATTORNEYS AT LAW

FIRST UNION BUILDING

20 NORTH ORANGE AVENUE

SUITE 800

ORLANDO, FLORIDA 32801

(407) 423-4000

WILLIAM F. BEEMER  
STEVEN M. FAHLGREN  
JAMES E. FOSTER  
TOMPKINS A. FOSTER  
ROCKY A. KELLY  
WILLIAM M. LINDEMAN  
DANIEL H. MATTHEWS  
JASON A. ROSENTHAL  
DAVID G. SHIELDS

\* ALSO ADMITTED IN VIRGINIA

\* ALSO ADMITTED IN GEORGIA

\* ALSO ADMITTED IN ILLINOIS AND CALIFORNIA

MAILING ADDRESS:  
POST OFFICE BOX 3587  
ORLANDO, FLORIDA 32802-3587

TELEPHONE NUMBER  
(407) 423-1744

OUR FILE NO

January 18, 1995

G20\12733

VIA FEDERAL EXPRESS

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

400001384614  
-01/19/95--01079--015  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

RE: Tampa Bay Golf & Tennis Club,  
Homeowners Association, Inc.

600001524586  
-06/27/95--01083--007  
\*\*\*\*\*8.75 \*\*\*\*\*8.75

Dear Sirs:

Enclosed please find Articles of Correction for the above-referenced non-profit corporation along with our check in the amount of \$35.00 to cover the fees for filing same.

If you have any questions or need additional information please feel free to contact me.

Very truly yours,

*David G. Shields*  
DAVID G. SHIELDS  
For the Firm

DGS:dd  
Enclosures  
Lt003dd.dgs

Articles of Correction originally received on 1/19/95.  
Rejected and received again on 3/17/95. RA acceptance  
missing from document - rejected again - received 5/15/95 for  
filing.

/sp

Art of  
Correction  
new Articles

FILED  
95 MAY 15 AM 10:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## FOSTER & KELLY

A PROFESSIONAL ASSOCIATION  
ATTORNEYS AT LAW

FIRST UNION BUILDING  
20 NORTH ORANGE AVENUE  
SUITE 800

ORLANDO, FLORIDA 32801  
(407) 423-4000

WILLIAM F. BECKHART  
STEVEN M. FAHLGREN  
JAMES E. FOSTER  
TOMPRING A. FOSTER  
ROGER A. KELLY  
WILLIAM M. LINDELMAN  
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\* ALSO ADMITTED IN ILLINOIS AND CALIFORNIA

MAILING ADDRESS:  
POST OFFICE BOX 3507  
ORLANDO, FLORIDA 32807-3507

TELECOPIER NUMBER  
(407) 423-1749

OUR FILE NO

March 15, 1995

G20\12733

Ms. Susan Payne  
Florida Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

RE: Tampa Bay Golf & Tennis Club Homeowners Association, Inc.

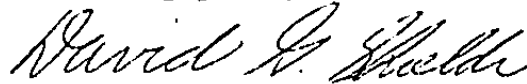
Dear Ms. Payne:

Enclosed please find the Articles of Correction for the above referenced corporation. These articles change the corporation from a profit to a not for profit corporation and change the incorporator to Dale Whittington as you requested.

After these changes have been completed and entered, please provide me with a Certificate of Good Standing. I am enclosing a check in the amount of \$8.75 to cover the cost of this.

If you require any further changes or need additional information please do not hesitate to contact me.

Very truly yours,



DAVID G. SHIELDS  
For the Firm

DGS:dd  
Enclosures  
Lt005dd.dga

ARTICLES OF CORRECTION WERE FILED ON MAY 15, 1995 CHANGING THE STATUS OF TAMPA BAY GOLF & TENNIS CLUB, HOMEOWNERS ASSOCIATION, INC., #P95000003703, ORIGINALLY FILED ON 1/13/95, FROM A PROFIT TO A NONPROFIT CORPORATION. THE NEW DOCUMENT NUMBER OF TAMPA BAY GOLF & TENNIS CLUB, HOMEOWNERS ASSOCIATION, INC. IS N95000002859.

ARTICLES OF CORRECTION

FOR

TAMPA BAY GOLF & TENNIS CLUB,  
HOMEOWNERS ASSOCIATION, INC.

FILED  
95 MAY 15 11:05:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

On January 13, 1995, Corporation Information Services, Inc. filed Articles of Incorporation for TAMPA BAY GOLF & TENNIS CLUB, HOMEOWNERS ASSOCIATION, INC. A true and authentic copy of the originally filed Articles of Incorporation are attached to these Articles of Correction as Exhibit "A".

Pursuant to Section 617.0124, Florida Statutes, the undersigned officer of the Corporation hereby files these Articles of Correction which correct the previously filed document to make it a not-for-profit corporation by striking all articles of the original Articles of Incorporation and replacing them with the following articles as set forth in the Articles of Incorporation attached here to as Exhibit "B":

ARTICLES OF INCORPORATION  
OF

TAMPA BAY GOLF & TENNIS CLUB, HOMEOWNERS  
ASSOCIATION, INC.

FILED  
95 JUN 13 11 2 21  
SEC  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

TAMPA BAY GOLF & TENNIS CLUB, HOMEOWNERS  
ASSOCIATION, INC.

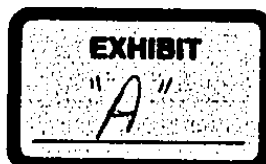
The address of the principal office of this corporation shall be 4505 South Goldenrod Road, Orlando, Florida 32822, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.



ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Information Services, Inc.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Jack Ziegler  
Dir./Pres.

4505 South Goldenrod Road  
Orlando, Florida 32822

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Information Services, Inc.  
1201 Hays Street  
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of  
Corporation Information Services, Inc., has hereunto set  
their hand and seal of Corporation Information Services,  
Inc., on January 13, 1995.

CORPORATION INFORMATION SERVICES, INC.

By: *Gail Shelby*  
Its Agent, Gail Shelby

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Corporation Information Services, Inc., a Florida  
corporation authorized to transact business in this  
State, having a business office identical with the  
registered office of the corporation named above, and  
having been designated as the Registered Agent in the  
above and foregoing Articles, is familiar with and  
accepts the obligations of the position of Registered  
Agent under Section 607.0505, Florida Statutes.

CORPORATION INFORMATION SERVICES, INC.

By: *Gail Shelby*  
Its Agent, Gail Shelby

MIN/dks

ARTICLES OF INCORPORATION  
OF  
TAMPA BAY GOLF & TENNIS CLUB,  
HOMEOWNERS ASSOCIATION, INC.

FILED  
95 MAY 15 1959  
SECRET  
FILING OFFICE  
TAMPA, FLORIDA

In compliance with the requirements of Florida statutes, the undersigned Incorporators hereby file the Articles of Incorporation of TAMPA BAY GOLF & TENNIS CLUB, HOMEOWNERS ASSOCIATION, INC.

ARTICLE I

NAME

The name of the corporation is TAMPA BAY GOLF & TENNIS CLUB, HOMEOWNERS ASSOCIATION, INC. hereafter called the "Association".

ARTICLE II

ADDRESS

The physical address of the principal office of this corporation is 4505 South Goldenrod Road, Orlando, Florida 32822, and the mailing address of the corporation is 4505 South Goldenrod Road, Orlando, Florida 32822.

ARTICLE III

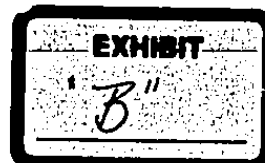
OFFICE

The principal office of the Association is located at 4505 South Goldenrod Road, Orlando, Florida 32822.

ARTICLE IV

REGISTERED AGENT

Jack Ziegler, whose physical address is 4505 South Goldenrod Road, Orlando, Florida 32822, is hereby appointed the initial registered agent of this Association.





## ARTICLE V

### PURPOSE AND POWERS OF THE ASSOCIATION

The 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 the residence Lots and Common Area within that certain tract of property located in Pasco County and described in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the Office of the Clerk, Pasco 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; and to promote the health, safety and welfare of the residents within the above-described property 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 the Declaration;

(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 assent of two-thirds (2/3) of each class 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 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 two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;

(f) participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members;

(g) 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.

## ARTICLE VI

### MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject to 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 who 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.

## ARTICLE VII

### VOTING RIGHTS

The Association shall have two classes of voting membership:

Class A. Class A members shall be all Owners, with the exception of the Declarant, and shall be entitled to one vote for each Lot 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 with respect to any Lot.

Class B. The Class B member shall be the Declarant (as defined in the Declaration), and shall be entitled to three (3) votes for each lot owned. The Class B membership shall cease and be converted to Class A membership as provided in the Declaration or if the Declaration does not contain such a provision then on the

happening of either of the following events, whichever occurs earlier:

- (a) when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership; or
- (b) on January, 2015.

#### ARTICLE VIII

##### BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of not less than two (2) nor more than seven (7) Directors, who need not be members of the Association. The names and addresses of the persons who are to act in the capacity of directors until the election of their successors are:

<u>NAME</u>	<u>ADDRESS</u>
Dale Whittington	4505 South Goldenrod Road Orlando, Florida 32822
Jack Ziegler	4505 South Goldenrod Road Orlando, Florida 32822

At the first annual meeting the members shall elect two directors for a term of one year, and at each annual meeting thereafter the members shall elect two directors for a term of one year.

#### ARTICLE IX

##### DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of 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.

#### ARTICLE X

##### DURATION

The corporation shall exist perpetually.

#### ARTICLE XI

##### AMENDMENTS

Amendment of these Articles may be proposed by any member and shall require the assent of seventy-five percent (75%) of the entire membership.

#### ARTICLE XII

##### OFFICERS

The names of the officers who are to serve until the first election by the Board of Directors shall be:

Dale Whittington	President
Jack Ziegler	Vice President and Assistant Secretary
Dale Whittington	Treasurer and Secretary

#### ARTICLE XIII

##### BYLAWS

The Bylaws of the Association shall be adopted by the Board of Directors. Thereafter, the Bylaws may be amended, at a regular or special meeting of the members, by a vote of a majority of a quorum

of members present in person or by proxy, except that the VA/FHA shall have the right to veto amendments while there is a Class B membership.

#### ARTICLE XIV

##### INCORPORATORS

The names and residences of the Incorporators hereto are as follows:

Dale Whittington  
4505 South Goldenrod Road  
Orlando, Florida 32822

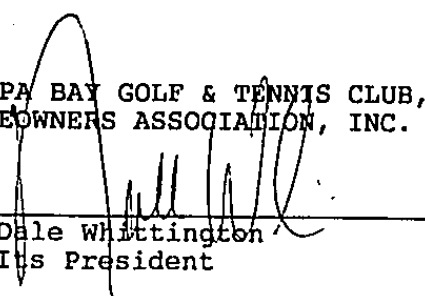
#### ARTICLE XV

##### FHA/VA APPROVAL

As long as there is a Class B membership, the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration: annexation of additional properties, mergers and consolidations, mortgaging of Common Area, dedication of Common Area, dissolution and amendment of these Articles.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, we, the undersigned, constituting the Incorporators of this Association, have executed these Articles of Incorporation this 14th day of March, 1995.

TAMPA BAY GOLF & TENNIS CLUB,  
HOMEOWNERS ASSOCIATION, INC.

By:   
Dale Whittington  
Its President

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was personally acknowledged before me this 14th day of March, 1995, by DALE WHITTINGTON, who is personally known to me or who has produced docs. Known as identification and who did take an oath.

Jean Daunno (Signature of person taking  
acknowledgment)  
Jean Daunno (Name typed, printed or stamped)

Notary Public

JEAN DAUNNO (serial number, if any)



MY COMMISSION # CC260138 EXPIRES  
March 17, 1997  
BONKERS TRAIL TRAVEL INSURANCE, INC.

020\12733\AJTC011bg.DDB/dd

STATEMENT OF CHANGE OF REGISTERED AGENT  
FOR TAMPA BAY GOLF & TENNIS CLUB,  
HOMEOWNERS ASSOCIATION, INC.

Pursuant to the provisions of section 607.0502 or 607.1308, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered agent, or both, in the State of Florida.

1. The name of the corporation is Tampa Bay Golf & Tennis Club, Homeowners Association, Inc.

2. Date of incorporation: January 13, 1995, Document number: P95000003703.

3. The name and address of the current registered agent and office: Corporate Information Services, Inc., 1201 Hays Street, Tallahassee, Florida 32301.

4. The name and address of the new registered agent and office (P.O. Box not Acceptable): JACK ZIEGLER, 4505 South Goldenrod Road, Orlando, Florida 32822. The street address of its registered agent and the street address of the business office of its registered agent as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

SIGNATURE *Jack Ziegler*  
NAME JACK ZIEGLER  
TITLE \_\_\_\_\_  
DATE \_\_\_\_\_

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT:

SIGNATURE *Jack Ziegler*  
(Registered Agent)  
DATE \_\_\_\_\_