

N96000001875

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-8870
 Mailing Address: Post Office Box 10349, 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: Glenn Square
Homeowners Assoc
 90 APR 8 AM 8:55 PM
 DEPT. OF STATE
 TALLAHASSEE, FLORIDA

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

SUBTOTALS _____

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

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

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

WALK-IN 4/8 12:00
 Will Pick Up

ARTICLES OF INCORPORATION
OF
GLENMAR SQUARE HOMEOWNERS ASSOCIATION, INC. APR 18 AM 8:56

FILED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation (the "Articles"), each a natural person competent to contract, and a resident of the State of Florida, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit under the Florida Non-Profit Corporation Law, adopts the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation is GLENMAR SQUARE HOMEOWNERS ASSOCIATION, INC., sometimes hereinafter referred to as the "Association".

ARTICLE II

PRINCIPAL OFFICE

The principal office of the Association is located at 4110 South Florida Avenue, Lakeland, Florida.

ARTICLE III

PURPOSES AND POWERS

The Association has been formed as a non-profit corporation to provide for the ownership, maintenance, preservation and architectural control of the residential lots and certain common and dedicated properties located in a development known as Glenmar

(The "Properties"), situated in Lakeland, Florida, as described in the Master Declaration of Covenants and Conditions (The "Declaration") to be filed in the Public Records of Polk County, Florida, subsequent to the filing of the Articles, a copy of which is presently filed in the offices of Glenmar Square Properties ("Owner or "Declarant") in Lakeland, Florida, and to perform other specific purposes and powers as set forth below, and to be more fully set forth in the Declaration. The Association will not permit pecuniary gain or profit to the members nor distribution of its income to its officers or directors.

PURPOSES: The Association will exist for all of the following purposes:

(A) To own, operate and maintain certain common and dedicated properties and easements within the properties (as set forth in the Declaration);

(B) To maintain the landscaping and other improvements on the boulevards, entrances, medians and all other dedicated areas within the properties (as set forth in the Declaration);

(C) To maintain street lights, roads, directional signs, sign lighting and utilities within the properties, if necessary (as set forth in the Declaration);
and

(D) To take such actions as the Association is authorized pursuant to its Articles of Incorporations and By-Laws to take to maintain the residential quality of the properties

POWERS: The Association shall have all of the common law and statutory powers of a Florida corporation not for profit which are consistent with these Articles and with the Declaration and all of the powers and authority reasonably necessary or appropriate to the operation of a residential community including, but not limited to the following powers:

(A) To exercise all the powers and privileges and to perform all the duties and obligations of the Association as set forth in the Declaration, as the same may be amended from time to time as therein provided, and the Declaration is hereby incorporated herein by reference and made a part hereof;

(B) To fix, levy, collect and enforce payment by any lawful means, all charges or assessments and assessment 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 Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

(C) To enforce any and all covenants, conditions, restrictions and agreements applicable to the development;

(D) To pay taxes, if any, on the common areas and dedicated areas and any other common and dedicated properties of the Association (as set forth in the Declaration);

(E) To 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;

(F) To borrow money, and to mortgage pledge deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred, provided that such borrowing shall have the assent of two-thirds (2/3) of each class of the members (as hereinafter defined) entitled to vote;

(G) To dedicate, sell or transfer all or any part of the common areas and the dedicated areas and any other common area or assets owned by the Association 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 signed by two-thirds (2/3) of each class of members has been recorded;

(H) To participate in mergers and consolidations with other non-profit corporations organized for the same purpose or annex additional common areas or dedicated areas provided further that no such assent shall be required as a condition to accepting conveyance of common areas pursuant to the Declaration;

(I) Subject always to the Declaration, to have and to exercise any and all powers, rights and privileges which a corporation organized under the Florida Non-Profit Corporation Law.

ARTICLE IV

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 V

VOTING RIGHTS

The Association shall have two (2) classes of voting membership:

Class A: Class A members shall be all owners, with the exception of Glenmar Square Properties, 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 members shall be Glenmar Square Properties (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 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 December 31, 1999.

ARTICLE VI

QUORUM

The members holding a majority of the votes allocated under Article V of these Articles, represented in person or by proxy, shall constitute a quorum at a meeting of members. If less than such majority of votes are represented at a meeting, a majority of the votes so represented may adjourn the meeting from time to time without further notice. At such adjourned meeting at which a quorum shall be present or represented, any business may be transacted which might have been transacted at the meeting as originally notified. The members present at a duly constituted meeting may continue to transact business until adjournment, notwithstanding the withdrawal of enough members to leave less than a quorum.

ARTICLE VII

BOARD OF DIRECTORS

The affairs of the Association shall be managed by a Board of 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 or more than nine (9). The number of directors shall always be an odd number. The names and residence addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

NAME:

ADDRESS:

M. A. Todd, President

4110 South Florida Avenue
Lakeland, FL 33813

D. K. Stephens, Vice President

4110 South Florida Avenue
Lakeland, FL 33813

Hal H. Hunt, Secretary-Treas/

4110 South Florida Avenue
Lakeland, FL 33813

The Directors may, by By-Law, fix the term of office for all directors. However, unless contrary provisions are made by By-law, each director's term of office shall be for one (1) year, but all directors shall continue in office until their successors are duly elected and installed. There shall be held at each annual meeting of the Association an election of directors. Directors may serve successive annual terms without limitations.

ARTICLE VIII

OFFICERS

The affairs of the Association shall be administered by a President, Vice President, and a Secretary-Treasurer and such other officers as may be 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 of Directors. The names and residence addresses of the officers who shall serve the first election of the Board of Directors are as follows:

President

M. A. Todd
4110 South Florida Avenue
Lakeland, FL 33813

Vice President

D. K. Stephens
4110 South Florida Avenue
Lakeland, FL 33813

Secretary/Treasurer

Hal H. Hunt
4110 South Florida Avenue
Lakeland, FL 33813

ARTICLE IX

DISSOLUTION

The Association may be dissolved with the consent given in writing and signed by either the Developer or by two-thirds (2/3) of the Class A membership. Upon dissolution of the Association, other than incident to a merger or consolidation, its assets both real and personal, shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was formed. In the event there is a refusal to accept such dedication, then such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization which is devoted to purposes similar to those of this Association.

ARTICLE X

INDEMNIFICATION

The Association shall, and does hereby, indemnify any persons ("Indemnitees") for any and all liability arising from their official capacities or from any acts committed or failure to act by them in their official capacities as officers or directors of the association, including acts which are adjudged by a court of law to have constituted negligence or misconduct in the performance of their duty to the Association, and resulting from judgments, fines, or amounts paid in settlement which are incurred in any action, suit or proceeding, whether civil, criminal, administrative or investigative, and whether such action, suit or proceeding is brought by or in the right of the Association or other parties, and whether such action, suit, proceeding is commenced during or subsequent to their tenure as officers or directors of the Association ("Actions").

The Association will reimburse indemnitees for any and all actual and reasonable expenses, including, without limitation, attorneys fees and court costs in trial and appellate tribunals ("expenses") as incurred by indemnitees in any actions. Notwithstanding any thing to the contrary herein, the Association will not indemnify indemnitees for liability or expenses incurred for actions which constitute gross negligence or willful misconduct, as such terms are used in section 607.014(6) of the Florida Statutes. The indemnification provided in this Article shall be in addition to and shall not limit or modify any other rights to indemnify to which indemnitees are entitled including, without limitation, those rights conferred by the Florida Statutes of the By-Laws, Articles of Incorporation or any agreement executed by the Association. The indemnification provide for herein shall be subject to the provisions of section 607.014(2) of the Florida Statutes.

ARTICLE XI

BYLAWS

The first Bylaws of the Association shall be adopted by the Board of Directors and may be altered, amended or rescinded by a vote of a majority of a quorum of members present in person or by proxy.

ARTICLE XII

DURATION

The Association shall have perpetual existence.

ARTICLE XIII

AMENDMENTS

The Articles may be amended by resolution adopted by the Owner and signed by 2/3rd votes of the lot owners with the Owner having one vote for each lot owned by the Owner at the time of amendment; provided, however that no amendment shall be effective to impair or dilute any right or obligations of members that are governed by the Declaration (as, for example, membership and voting rights) which are part of the property interests created thereby.

ARTICLE XIV

SUBSCRIBERS

The names and residences of the subscribing incorporators of these Articles of Incorporation are:

<u>NAME:</u>	<u>ADDRESS</u>
M. A. Todd, President	4110 So. Florida Avenue Lakeland, Fl 33813
D. K. Stephens, Vice President	4110 So. Florida Avenue Lakeland, Fl 33813
Hal H. Hunt, Secretary-Treas.	4110 So. Florida Avenue Lakeland, Fl 33813

ARTICLE XV

REGISTERED OFFICE-REGISTERED AGENT

The registered office of the Association is Suite "A", 4110 South Florida Avenue, Lakeland, Florida 33813. The registered agent is

FILED

D. K. Stephens, a resident of the State of Florida whose business address is identical with that of the registered office.

90 APR -8 AM 8:56

ARTICLE XVI

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Annexation of additional properties, mergers and consolidations, mortgaging of common areas, dissolution and amendment of the Articles, requires prior approval of HUDVA as long as there is a Class B membership.

IN WITNESS WHEREOF, for the purpose of forming this Association under the Laws of the State of Florida, we, the undersigned, constituting the subscribing Incorporators of this Association, have executed these Articles of Incorporation this 22nd day of January, 1996.

SUBSCRIBERS:

M. A. Todd
M. A. Todd

D. K. Stephens
D. K. Stephens

Hal H. Hunt
Hal H. Hunt

I HEREBY ACCEPT designation hereunder as Registered Agent.

D. K. Stephens
D. K. Stephens

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 22nd day of January, 1996, by M. A. Todd, D. K. Stephens, and Hal H. Hunt.

Linda M. Williams
Notary Public

Personally known ✓ or produced identification. Type of identification produced _____.



Linda M. Williams
MY COMMISSION # CC495295 EXPIRES
November 24, 1999
BONDED THROUGH TROY FAIR INSURANCE, INC.

FILE NOW: FILING FEE IS \$61.25

FEE UPDATE

FILED

APR 21 1997

DOCUMENT # N96000001875 (1)

GLENMAR SQUARE HOMEOWNERS ASSOCIATION, INC.



Principal Place of Business
4110 S FLORIDA AVE
LAKELAND FL

Mailing Address
4110 S FLORIDA AVE
LAKELAND FL 33813-1674

3. Date Incorporated or Qualified 04/08/1996	3a. Date of Last Report
4. FEI Number 59-3457326	Applied For Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. <input type="checkbox"/>	\$5.00 May Be Added to Fees
7. This corporation has liability for intangible tax under s. 190.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No	

1. Principal Place of Business	2a. Mailing Address
21. Suite, Apt. #, etc.	26. Suite, Apt. #, etc.
22. City & State	27. City & State
23. Zip	28. Zip
24. Country	29. Country

9. Name and Address of Current Registered Agent	10. Name and Address of New Registered Agent
STEPHENS, D K 4110 S FLORIDA AVE, SUITE A LAKELAND FL 33813	81. Name 82. Street Address (P.O. Box Number is Not Acceptable) 83. 84. City 85. Zip Code FL

11. Pursuant to the provisions of Sections 617.0502 and 617.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 617.0503, Florida Statutes.

SIGNATURE _____ DATE _____
(NOTE: Registered Agent signature required when registering)

12. OFFICERS AND DIRECTORS		13. ADDITIONAL CHANGES TO OFFICERS AND DIRECTORS	
TITLE	NAME	TITLE	NAME
PD	TOOD, M A	1.1 TITLE	
4110 S FLORIDA AVE		1.2 NAME	
LAKELAND FL		1.3 STREET ADDRESS	
		1.4 CITY - ST - ZIP	
VD	STEPHENS, D K	2.1 TITLE	
4110 S FLORIDA AVE		2.2 NAME	
LAKELAND FL		2.3 STREET ADDRESS	
		2.4 CITY - ST - ZIP	
ST	HUNT, HAL H	3.1 TITLE	ST
4110 S FLORIDA AVE		3.2 NAME	JOANN HOGEBACK
LAKELAND FL		3.3 STREET ADDRESS	4110 S. FLORIDA AVE.
		3.4 CITY - ST - ZIP	LAKELAND, FL. 33813
		4.1 TITLE	
		4.2 NAME	
		4.3 STREET ADDRESS	
		4.4 CITY - ST - ZIP	
		5.1 TITLE	
		5.2 NAME	
		5.3 STREET ADDRESS	
		5.4 CITY - ST - ZIP	
		6.1 TITLE	
		6.2 NAME	
		6.3 STREET ADDRESS	
		6.4 CITY - ST - ZIP	

14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath, that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 617, Florida Statutes, and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: [Signature] REQUIRED
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

4/30/97

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