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January 20, 1998

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

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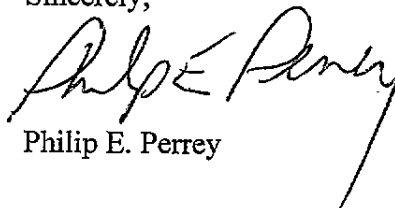
Re: Country Highlands Homeowners Association, Inc.

Dear Sir or Madam:

Enclosed are two original executed copies of the Articles of Incorporation for COUNTRY HIGHLANDS HOMEOWNERS ASSOCIATION, INC., together with a check for the \$122.50 filing fee calculated as follows: Articles of Incorporation - \$35.00; Designation of and Acceptance by Registered Agent - \$35.00; and certified copy of Articles - \$52.50.

Please return the certified copy to the undersigned. Thank you for your usual courteous cooperation.

Sincerely,

  
Philip E. Perrey

PEP:mb  
Enclosures

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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C/S

**ARTICLES OF INCORPORATION**  
**OF**  
**COUNTRY HIGHLANDS HOMEOWNERS ASSOCIATION, INC.**

In compliance with Section 617.0202, Florida Statutes (1995), the undersigned Incorporator hereby forms a Florida corporation not for profit and does hereby certify:

**ARTICLE I**  
**NAME**

The name of the corporation is:

COUNTRY HIGHLANDS HOMEOWNERS ASSOCIATION, INC.

**ARTICLE II**  
**REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation shall be Boulevard, Brooksville, Florida 34601. The name of the Corporation's initial registered agent at such address shall be Gillie C. Grubbs, who by her signature at the end of these Articles accepts such appointment and states that she is familiar with, and accepts, the obligations of that position.

**ARTICLE III**  
**ADDRESS**

The mailing address of the Corporation is:

P.O. Box 10262  
Brooksville, Florida 34603

**ARTICLE IV**  
**PURPOSE AND POWERS OF THE CORPORATION**

This Corporation does not contemplate pecuniary gain or profit to its members. The specific purposes for which it is formed are to promote the health, safety and general welfare of the owners and residents of certain real property located in Citrus County, Florida, specifically described in a Declaration of Deed Restrictions recorded in O.R. Book 956, Page 136 and amended by an amendment recorded in O.R. Book 1011, Page 1990; both of the Public Records of Citrus County, Florida. Said Declaration of Deed Restrictions as amended pertain to all of the real property in Country Highlands, Phase I, according to the plat thereof recorded in Plat Book 15, Page 43 of the Public Records of Citrus County, Florida. The purpose of this Corporation shall include carrying out, enforcing and otherwise fulfilling its rights and responsibilities under and pursuant to the Declaration and any amendments or modifications thereto.

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The Corporation is empowered to:

- (a) Exercise all of the powers and privileges and to perform all of the duties and obligations of the Corporation as set forth in the Declaration;
- (b) Fix, levy, collect and enforce payment by any lawful means, of all charges or assessments imposed 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 Corporation, including all licenses, taxes or governmental charges levied or imposed against the Corporation;
- (c) Own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of its real or personal property in connection with the affairs of the Corporation;
- (d) Apply for, own and hold permits issued by regulatory agencies of federal, state and local governments which are required for the use of its real property.
- (e) From time to time to adopt, alter, amend and rescind reasonable rules and regulations governing the use of its real or personal property in connection with the affairs of the Corporation; which rules and regulations shall be consistent with the rights and duties established by the Declaration and with the provisions of these Articles of Incorporation;
- (f) Have and 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 V MEMBERSHIP

Every person or entity who is a record Owner of a fee or undivided fee interest in any tract which is subject by the provisions of the Declaration to assessment by the Corporation, including purchasers under recorded agreements for deed, shall be a member of the Corporation. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Ownership, as defined above, shall be the sole qualification for membership. When any tract is owned of record by two or more persons or other legal entities, all such persons or entities shall be members. An owner of more than one (1) tract shall be entitled to one (1) membership for each tract owned by such person. Membership shall be appurtenant to, and may not be separated from, ownership of any tract which is subject to the provisions of the Declaration, but shall be automatically transferred by the conveyance of the tract.

#### ARTICLE VI VOTING RIGHTS

All votes shall be cast in the manner provided in the By-Laws. When more than one person or entity holds an interest in any tract the vote for such tract shall be exercised as such persons or entities determine, but in no event shall more than one vote be cast with respect to any such tract, nor shall any split vote be permitted with respect to such tract.

## ARTICLE VII BOARD OF DIRECTORS

The affairs of this Corporation shall be managed by a Board of not less than three (3) Directors, who must be members of the Corporation. The number of directors may be changed from time to time by amendment of the By-Laws of the Corporation. The method of election of Directors and their terms of office shall be as provided in the By-Laws. The qualifications, the time and manner of election, the terms and duties of office and the manner of filling vacancies shall be as set forth in the By-Laws.

## ARTICLE VIII OFFICERS

The affairs of the Corporation shall be administered by the officers designated by 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 Corporation and shall serve at the pleasure of the members of the Board of Directors.

## ARTICLE IX BY-LAWS

The first By-Laws of the Corporation shall be adopted by the Incorporator and may be altered, amended or rescinded in the manner provided by the By-Laws.

## ARTICLE X INDEMNIFICATION

Every director and every officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding or any settlement of any proceeding to which any director or officer may be a part or to which any director or officer may become involved by reason of being or having been a director or officer of the Corporation, whether or not any director or officer is a director or officer at the time such expenses are incurred. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled.

## ARTICLE XI DISSOLUTION

The Corporation may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of the members. Upon dissolution of the Corporation, other than incident to a merger or consolidation, the assets of the Corporation shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Corporation was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, corporation, trust or other organization to be devoted to such similar purposes.

## ARTICLE XII DURATION

The corporation shall exist perpetually.

ARTICLE XIII  
AMENDMENTS

Amendment of these Articles shall require the assent of two-thirds (2/3) of the total votes cast at any regular or special meeting of the membership duly called and convened.

ARTICLE XIV  
SUBSCRIBERS

The name and address of the subscriber of these Articles of Incorporation is as follows:

NAME

ADDRESS

Gillie C. Grubbs

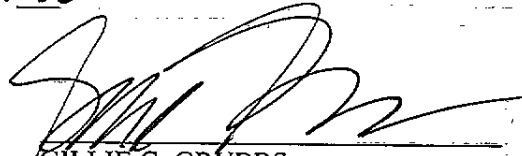
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Brooksville, Florida 34603

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ARTICLE XV  
INTERPRETATION

Express reference is hereby made to the terms, provisions, definitions, and rules of interpretation contained in the Declaration where necessary to interpret, construe, and clarify the provisions of these Articles. In subscribing and filing these Articles, it is the intent of the undersigned that the provisions hereof be consistent with the provisions of the Declaration and, to the extent not prohibited by law, that the provisions of these Articles of Incorporation and of the Declaration be interpreted, construed and applied so as to avoid inconsistencies or conflicting results.

IN WITNESS WHEREOF, for the purpose of the forming this corporation under the laws of the State of Florida, the undersigned, constituting the incorporator of this Corporation, has executed these Articles of Incorporation this 14 day of Jan, 19998

  
GILLIE C. GRUBBS  
Incorporator and Registered Agent

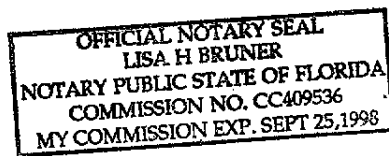
STATE OF FLORIDA  
COUNTY OF CITRUS

The foregoing instrument was acknowledged before me this 14<sup>th</sup> day of JAN, 1998,  
by GILLIE C. GRUBBS. She

- ☒ is personally known to me; or  
☐ produced a driver's license issued by the Florida Department of Highway  
Safety and Motor Vehicles as identification; or  
☐ produced the following identification: \_\_\_\_\_

and did not take an oath.

Lisa H. Bruner  
NOTARY PUBLIC  
Print Name: LISA H. BRUNER  
My Commission Expires: \_\_\_\_\_



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