

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 AUG 11 PM 2:50

N980000004623

See Tive At Grey Oaks
Homeowners Association, Inc.

900002612799--4
-08/11/98--01040--017
****122.50 ****122.50

Art of Inc. File cert

LTD Partnership File

Foreign Corp. File

L.C. File

Fictitious Name File

Trade/Service Mark

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

✓ Cert. Copy

Photo Copy

Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

Courier

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

DIVISION OF CORPORATIONS

98 AUG 11 AM 11:10

RECEIVED

RP
08/11/98

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 AUG 11 PM 2:51

ARTICLES OF INCORPORATION

OF

SAN TIVA AT GREY OAKS HOMEOWNER'S ASSOCIATION, INC., a Florida non profit corporation

Pursuant to Chapter 617 of the Florida Statutes, these Articles of Incorporation are created by Country Homes of Collier County, Inc., a Florida corporation, as the Incorporator, for the purposes set forth below.

ARTICLE I

NAME: The name of the corporation is San Tiva at Grey Oaks Homeowner's Association, Inc., sometimes hereinafter referred to as the "Association".

ARTICLE II

PRINCIPAL OFFICE: The initial principal office of the corporation is located at 1876 Trade Center Way, Naples, Florida 34109.

ARTICLE III

PURPOSE AND POWERS: This Association will not permit pecuniary gain or profit nor distribution of its income to its members, Officers or Directors. It is a nonprofit corporation formed for the purpose of establishing a corporate, residential neighborhood Homeowners Association which will, subject to a Declaration of Covenants, Conditions and Restrictions to be recorded in the Public Records of Collier County, Florida, have the specific purposes and powers described below:

(A) PURPOSES:

- (1)** To provide for the operation and maintenance of the Common Areas, private property and structures placed under the jurisdiction of the Association.
- (2)** To promote the health, safety and welfare of the residents of the residential community located on the property subject to the jurisdiction of the Association.

- (3) To fulfill all of the purposes listed above and to exercise all of the powers listed below with respect to all additional properties which may be brought under the jurisdiction of this Association through recorded amendment or amendments to the aforesaid Declaration.

(B) **POWERS:** The Association shall have all of the common law and statutory powers of a Florida corporation not for profit consistent with these Articles and with the said Declaration of Covenants, Conditions and Restrictions, and shall have all of the powers and authority reasonably necessary or appropriate to the operation and regulation of a residential neighborhood subject to the said recorded Declaration, as it may from time to time be amended, including but not limited to the power to:

- (1) Fix, levy, collect and enforce payment by any lawful means all charges, assessments or 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 corporation, including all license fees, taxes or governmental charges levied or imposed against the property of the corporation;
- (2) Enforce any and all covenants, conditions, restrictions and agreements applicable to the residential neighborhood known as San Tiva at Grey Oaks which is Tract ____, Grey Oaks Unit ____, according to the plat recorded in Plat Book ____, Pages ____ through ____, inclusive, of the Public Records of Collier County, Florida.
- (3) Pay taxes, if any, on the Common Areas.
- (4) 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 corporation;
- (5) Borrow money, and mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;
- (6) Dedicate, sell or transfer all or any part of the Common Areas 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 at least two-thirds (2/3) of the voting interests consent to such dedication, sale or transfer;

- (7) Purchase policies of insurance upon the Properties and use the proceeds from such policies to effectuate its purposes;
- (8) Participate in mergers and consolidations with other non-profit corporations organized for the same or similar purposes, or to annex additional property and common areas, provided that merger, consolidation or annexation shall have the consent of at least two-thirds (2/3) of the voting interests of the Association;
- (9) Assist, cooperatively with Grey Oaks Property Owners Association, Inc., in the administration and enforcement of the Declaration of Master Covenants, Conditions and Restrictions for Grey Oaks as the same is more particularly set forth in Official Records Book ____, Pages ____ et seq., Public Records of Collier County, Florida, as amended and supplemented from time to time; and
- (10) Exercise any and all powers, rights and privileges which a corporation organized under Chapter 617 of Florida Statutes may now or hereafter have or exercise; subject always to the Declaration as amended from time to time.

ARTICLE IV

MEMBERSHIP AND VOTING RIGHTS: Membership and Voting Rights shall be as set forth in Section 3 of the Declaration of Covenants, Conditions and Restrictions for San Tiva At Grey Oaks to which a copy of these Articles shall be attached as an Exhibit, as will the Bylaws of the Association.

ARTICLE V

TERM: The term of the Association shall be perpetual.

ARTICLE VI

BYLAWS: The Bylaws of the Association may be altered, amended or rescinded in the manner provided therein.

ARTICLE VII

AMENDMENTS: Amendments to these Articles shall be proposed and adopted in the following manner:

(A) **Proposal.** Amendments to these Articles may be proposed by a majority of the Board or upon petition of one-fourth (1/4) of the voting interests, and shall be submitted to a vote of the members not later than the next annual meeting.

(B) **Vote Required.** Except as otherwise required by Florida law, these Articles of Incorporation may be amended by vote of a majority of the voting interests present and voting at any annual or special meeting, or by approval in writing of a majority of the voting interests without a meeting, provided that notice of any proposed amendment has been given to the members of the Association, and that the notice contains a fair statement of the proposed amendment.

(C) **Effective Date.** An amendment shall become effective upon filing with the Secretary of State and recording a certified copy in the Public Records of Collier County, Florida.

ARTICLE VIII

DIRECTORS AND OFFICERS:

(A) The affairs of the Association will be administered by a Board of Directors consisting of the number of Directors determined by the Bylaws, but not less than three (3) Directors, and in the absence of such determination shall consist of three (3) Directors.

(B) Directors of the Association shall be elected by the members in the manner determined by the Bylaws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the Bylaws.

(C) The business of the Association shall be conducted by the Officers designated in the Bylaws. 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.

ARTICLE IX

INITIAL DIRECTORS:

The initial Directors of the Association shall be:

PETER J. ROBERTS
1876 Trade Center Way
Naples, Florida 34109

NANCY KAISER
1876 Trade Center Way
Naples, Florida 34109

PAUL ROKELA
1876 Trade Center Way
Naples, Florida 34109

ARTICLE X

INITIAL REGISTERED AGENT:

The initial registered office of the Association shall be at:

600 Fifth Avenue South, Suite 207
Naples, Florida 34102

The initial registered agent at said address shall be:

Carol R. Brugger

ARTICLE XI

INDEMNIFICATION: To the fullest extent permitted by Florida law, the Association shall indemnify and hold harmless every Officer of the Association against all expenses and liabilities, including attorneys fees, actually and reasonably incurred by or imposed on him in connection with any legal proceeding (or settlement or appeal of such proceeding) to which he may be a party because of his being or having been a Director or Officer of the Association. The foregoing right of indemnification shall not be available if a judgment or other final adjudication establishes that his actions or omissions to act were material to the cause adjudicated and involved:

- (A) Willful misconduct or a conscious disregard for the best interests of the Association, in a proceeding by or in the right of the Association to procure a judgment in its favor.
- (B) A violation of criminal law, unless the Director or Officer had no reasonable cause to believe his action was unlawful or had

reasonable cause to believe his action was lawful.

- (C) A transaction from which the Director or Officer derived an improper personal benefit.
- (D) Wrongful conduct by Directors or Officers appointed by the Developer, in a proceeding brought by or on behalf of the Association.

In the event of a settlement, the right to indemnification shall not apply unless the Board of Directors approves such settlement as being in the best interest of the Association. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which a Governor or officer may be entitled.

Wherefore, the Incorporator has caused these presents to be executed this 10th day of Aug., 1998.

Country Homes of Collier County, Inc.,
a Florida corporation

By: _____

Peter J. Roberts, Its President

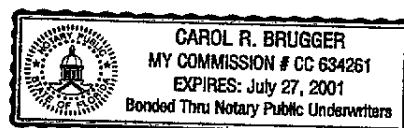
STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 10th day of Aug., 1998, by Peter J. Roberts, President of Country Homes of Collier County, Inc., on behalf of the Corporation. He is personally known to me and did take an oath.

Carol R. Brugger
NOTARY PUBLIC

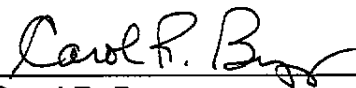
Carol R. Brugger
Printed Name

My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for San Tiva at Grey Oaks Homeowner's Association, Inc., at the place designated in these Articles of Incorporation, I hereby accept the appointment to act in this capacity and agree to comply with the laws of the State of Florida in keeping open said office.



Carol R. Brugger

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 11 PM 2:51