

N96000005983

TRANSMITTAL LETTER

FILED

96 NOV 22 AM 9:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Rolling Greens Homeowners Association, Inc
5907 Cherry Road
Ocala, Fl. 34472

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

Subject: Rolling Greens Homeowners Association, Inc

Enclosed is an Original and one (1) copy of the articles of incorporation and a check for:

\$78.75 for Filing Fee & Certificate

FROM: WILLIAM G MOXLEY
7198 C EASY STREET
OCALA, FL. 34472
352 624 0150

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*****78.75 *****78.75

W96-23674

HA
11-25-96



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

November 7, 1996

WILLIAM G. MOXLEY
7198 C EASY STREET
OCALA, FL 34472

SUBJECT: ROLLING GREEN HOMEOWNERS ASSOCIATION, INC.
Ref. Number: W96000023674

We have received your document for ROLLING GREEN HOMEOWNERS ASSOCIATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6927.

Kathy Hyman
Document Specialist

Letter Number: 996A00051103

11/15/96

ENCLOSED ARE CHANGED DOCUMENTS NEWLY SIGNED.
The addition of "of Ocala" is as suggested by your
Department phone person.

William G. Moxley, agent

ARTICLES OF INCORPORATION
OF
ROLLING GREENS HOMEOWNERS ASSOCIATION of OCALA, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, each with the capacity to contract, hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a not-for-profit corporation under and by virtue of the laws of the State of Florida as contained in Chapter 617, Florida Statutes, and in Chapter 723, Florida Statutes, as amended (the "Acts").

ARTICLE 1. NAME AND PRINCIPAL OFFICE ADDRESS

The name of the corporation shall be ROLLING GREENS HOMEOWNERS ASSOCIATION of OCALA, INC. (hereinafter "Corporation"). The initial principal office/mailling address of the Corporation is 5907 Cherry Road, Ocala, Florida 34472.

ARTICLE 2. DURATION

The date of commencement of corporate existence shall be on January 1, 1997 and the period of duration of the Corporation shall be perpetual.

ARTICLE 3. PURPOSE AND POWERS

The general purpose for which the Corporation is initially organized is to engage in, conduct and carry on the business and operation of a mobile home owners association pursuant to Chapter 723, Florida Statutes; the Corporation has the power to negotiate for, acquire, and operate the mobile home park presently known as Rolling Greens Mobile Home Park on behalf of the mobile home owners; to engage in activities which are necessary, suitable or convenient for the accomplishment of that purpose, or which are incidental thereto or connected therewith; and to transact any or all lawful business for which corporations may be incorporated under the Acts. In addition, the Corporation shall have all the powers specified in Section 617.0302, Florida Statutes. In the event the Corporation purchases Rolling Greens Mobile Home Park, in Ocala, Marion County, Florida, the Corporation shall convert the same to a condominium, cooperative or other type of resident-controlled ownership.

ARTICLE 4. MEMBERSHIP

The members of the Corporation are the bona fide owner(s) of a mobile home within the meaning of Chapter 723, Florida Statutes, located in Rolling Greens Mobile Home Park in Ocala Marion County, Florida, over two-thirds (2/3rds) of whom have consented in writing to the formation of the Corporation.

ARTICLE 5. INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered agent of this Corporation is 7198 C Ensy Street, Ocala, Florida 34472, and the name of the initial registered agent of the Corporation at such address is William G. Moxley. The initial registered agent has accepted the appointment as evidenced by the written acceptance attached to these Articles of Incorporation.

ARTICLE 6. NUMBER OF DIRECTORS, FIRST BOARD OF DIRECTORS AND SLATE OF OFFICERS

The business of the Corporation shall be conducted by a Board of Directors which shall consist of not less than five (5) persons, as shall be designated in the Bylaws. The original Officers and Board of Directors shall be elected by the incorporators. The method of election of future Officers and Directors shall be as stated in the bylaws.

ARTICLE 7. INCORPORATORS

The names and addresses of the incorporators of the Corporation are as follows:

<u>Name</u>	<u>Address</u>
MILLARD D. GRELL	1203 C W. Glencroft Ocala, FL 34472
CHARLES MCQUEEN	6207 LaCosta Ocala, FL 34472
EDWIN B. WATSON	211 B E. Glencroft Ocala, FL 34472

ARTICLE 8. PROVISIONS FOR THE REGULATION OF THE BUSINESS AND FOR THE CONDUCT OF THE AFFAIRS OF THE CORPORATION

8.1 Meetings of Members and Directors. Meetings of the members and directors of the Corporation may be held within the State of Florida at such place or places as may from time to time be designated in the Bylaws or by resolution of the Directors. The annual meeting for the election of members of the Board of Directors and Officers shall be held as may be provided for in the Bylaws.

8.2 Amendments to Articles of Incorporation. The power to amend the Articles of Incorporation shall be in the members, but the affirmative vote of two-thirds (2/3rds) of the members shall be necessary to exercise that power; except, however, upon the acquisition of the mobile home park and conversion of said park to a condominium, cooperative or other type of resident-controlled ownership, in which event, the affirmative vote of the majority of the members of the Board of Directors shall be sufficient to amend these Articles of Incorporation so that the Corporation shall have all the powers necessary and/or convenient for the operation and management of such condominium, cooperative or other type of resident-owned mobile home community, including, but not limited to, changing the qualifications for membership in the Corporation.

8.3 Bylaws. The initial Bylaws of the Corporation shall be adopted by the Directors in accordance with the proposed Bylaws prepared by the Corporation's attorney. **The power to amend or repeal the Bylaws or to adopt new Bylaws shall be in the members, but the affirmative vote of the majority of the members shall be necessary to exercise that power; except, however, upon the acquisition of the mobile home park and conversion of said park to a condominium, cooperative or other type of resident-controlled ownership, in which event, the affirmative vote of the majority of the members of the Board of Directors shall be sufficient to amend these Bylaws so that the Corporation shall have all the powers necessary and/or convenient for the operation and management of such condominium, cooperative or other type of resident-owned mobile home community, including, but not limited to, changing the qualifications for membership in the Corporation. The Bylaws may contain any provisions for the regulation and management of the Corporation which are consistent with the Acts and the Articles of Incorporation.**

8.4 Contract in Which Directors Have an Interest. No contract or other transaction of the Corporation with any person, firm or corporation or no contract or other transaction in which the Corporation is interested shall be invalidated or affected by: (a) the fact that one or more of the directors or officers is a director or officer of another corporation, or (b) the fact that any director, individually or jointly with others, may be a party to or may be interested in the contract or transaction; and each person who may become a director of the Corporation is hereby relieved from any liability that might otherwise arise by reason of his/her contracting with the Corporation for the benefit of him/herself or any firm, or corporation in which he/she may be interested.

ARTICLE 2. INCOME DISTRIBUTION

No part of the income or profit of this Corporation shall be distributed to its members; no dividend paid; and no stock shall be issued. However, the Corporation may pay compensation in a reasonable amount to its members, directors or officers for services rendered; may confer benefits upon its members in conformity with its purposes; and any such payment or benefit does not constitute a dividend or a distribution of income or profit for purposes of this Article.

ARTICLE 10. DISSOLUTION OF CORPORATION AND DISTRIBUTION OF ASSETS

The Corporation may be dissolved pursuant to Chapter 617, Florida Statutes. Upon dissolution or final liquidation of this not-for-profit corporation, all of the Corporation's assets remaining after payment of all costs and expenses of such dissolution or final liquidation shall be distributed to the membership as permitted by law.

ARTICLE 11. INDEMNIFICATION

All officers and directors shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees (including appellate proceedings), reasonably incurred by them in connection with any proceeding or settlement thereof in which they become involved by reason of service as a director or holding such office.

ARTICLE 12. RESTATEMENT IN THE EVENT OF PURCHASE OF PARK.

In the event the Corporation purchases Rolling Greens Mobile Home Park, in Ocala, Marion County, Florida, and before the issuance of any cooperative association membership certificates, these Articles may be amended and restated in order to create a residential cooperative association under Chapter 719, Florida Statutes, by a resolution of the Board of Directors.

IN WITNESS WHEREOF, the undersigned, being the incorporators of the Corporation, have executed these Articles of Incorporation and certified to the truth of the facts herein stated.

Millard D. Grell
MILLARD D. GRELL
Incorporator

Charles McQueen
CHARLES MCQUEEN
Incorporator

Edwin B. Watson
EDWIN B. WATSON
Incorporator

STATE OF FLORIDA
COUNTY OF Marion

The foregoing instrument was acknowledged before me this 15 day of November, 1996, by Millard D. Grell, Charles McQueen and Edwin B. Watson, who (Notary choose one) ☒ are personally known to me, or ☐ have produced _____ as identification, and who executed the foregoing Articles of Incorporation for the purposes therein expressed.

Cynthia H. Jones
Signature of Notary Public

Cynthia H. Jones



Print Name of Notary Public, Affix Seal and State
Notary's Commission Number & Expiration Date

Attachment

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

FILED
96 NOV 22 AM 9:00
SECRETARY OF
TALLAHASSEE

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

ROLLING GREENS HOMEOWNERS ASSOCIATION of OCALA, INC.

2. The name and address of the registered agent and office is:

WILLIAM G MOXLEY
7198 C. EASY STREET
OCALA, FL 34472

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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

William G Moxley
(Signature)

11/15/96
(Date)