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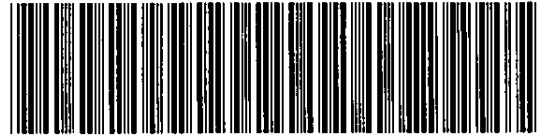
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T SCHROEDER

# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Country Club Corners Property Owners'

Association, Inc.

- Art of Inc. File \_\_\_\_\_
- 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 \_\_\_\_\_
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Signature \_\_\_\_\_

Requested by: SETH

07/28/15

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ARTICLES OF INCORPORATION  
OF  
COUNTRY CLUB CORNERS PROPERTY OWNERS' ASSOCIATION, INC.  
(A corporation not for profit)

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The undersigned, by these Articles of Incorporation, associate themselves for the purpose of forming a corporation not for profit under Chapter 617, Florida Statutes, and certifies as follows:

EXPLANATION OF TERMINOLOGY

A. The terms contained in these Articles of Incorporation shall have the meaning of such terms set forth in the Declaration of Restrictions, Covenants and Conditions for Country Club Corners to be recorded in the Public Records of Volusia County, Florida (hereafter the "Declaration").

B. "Association" as used herein shall mean and refer to Country Club Corners Property Owners' Association, Inc., a Florida corporation not for profit, the corporation formed by these Articles of Incorporation, its successors and assigns.

C. "Country Club Corners" as used herein shall mean and refer to the real property described in Exhibit A, and to be platted as Country Club Corners, and such plat shall be recorded in the Public Records of Volusia County, Florida (the plat, now as proposed, and later, as recorded is hereafter referred to as the "Plat") and depicts Lots 1A, 1B, 2, 3, 4, 5, and 6, and Tracts A and B.

ARTICLE I

NAME AND DURATION

Section 1. The name of the corporation is **Country Club Corners Property Owners' Association, Inc.** (the "Association"). Existence of the Association shall commence with the filing of these Articles of Incorporation with the Department of State, Division of Corporations, Tallahassee, Florida. Its duration shall be perpetual. The principal place of business and mailing address of the Association shall be 100 Colonial Center PKWY, Suite 230, Lake Mary, FL 32746.

ARTICLE II

PURPOSE AND POWERS

Section 2.1 The purpose of this corporation is to provide for a unified effort in protecting the value of the property of the members of the corporation and to manage certain common access, stormwater, and utility needs of the land within Country Club Corners, and financial matters related thereto, in accordance with the Declaration to be recorded in the Public Records of Volusia County, Florida and any Supplemental Declaration filed in accordance therewith. The Association will exercise all the powers and privileges and perform all of the duties and

obligations of the corporation as defined and set forth in these Articles of Incorporation, the By-laws and the Declaration. Additional land may be made subject to the Declaration and any unplatted land may be released from the Declaration.

The Association shall also have all powers granted by statutory and common law not in conflict with the terms of the Declaration and these Articles of Incorporation, and the terms, conditions, covenants- and restrictions wherever recorded that pertain to Country Club Corners, as are now or hereafter recorded in the Public Records of Volusia County, Florida. The powers of the Association include the establishment and enforcement of the payment of charges or assessments as provided in the Declaration, the power to contract for the management of the Association and engagement in any and all such other lawful activities as may be to the mutual benefit of the members and their property.

The Association shall operate, maintain and manage the surface water or stormwater management systems(s) serving Country Club Corners ("Stormwater Management System") in a manner consistent with the St. Johns River Water Management District (the "District") Environmental Resource Permit No. 138101-2 requirements and applicable District rules; the private roads located within Country Club Corners and related lighting, landscaping, drainage and maintenance of said private roadways, and lighting, landscaping, drainage and maintenance of areas within the right of way of Fenway Drive, (hereinafter collectively called the "Shared Infrastructure Facilities") and shall assist in the enforcement of the Declaration of Covenants and Restrictions which relate to the Shared Infrastructure Facilities.

The Association shall levy and collect adequate assessments against members of the Association for the costs of maintenance and operation of the Shared Infrastructure Facilities as set forth in the Declaration.

In the event of termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the Stormwater Management System shall be transferred to and accepted by an entity which will comply with District administrative rules, and be approved by the District prior to such termination, dissolution or liquidation.

The Association is not organized for profit and no part of the net earnings, if any, shall inure to the personal benefit of any member or individual, firm or corporation.

### ARTICLE III

#### MEMBERSHIP VOTING RIGHTS AND ASSESSMENTS

Section 3.1 Membership. Every person or entity who is a record owner of a fee or undivided fee interest in any real property which is made subject to the Declaration shall be a member of the Association. Membership shall be appurtenant to and inseparable from such ownership and shall automatically terminate when the person no longer owns any real property subject to the Declaration, whether that divestiture is voluntary or involuntary. Where real property is owned by more than one natural person, partnership, corporation, or other legal entity, the composite title holder shall constitute one member of the Association. For purposes of these Articles, the term "composite title holder" shall mean the person or entity designated by the majority of ownership interests of those owning actual legal title to any Lot. The Association shall be entitled to rely on a certificate signed by the composite title holder as to the authority of the same, which must be filed with the Secretary of the Association prior to casting any votes.

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Each member shall have one membership, regardless of the amount of real property subject to the Declaration owned by that person.

Section 3.2 Voting Rights. Every member of the Association who owns real property, subject to the Declaration, shall be entitled to vote on all Association matters requiring a vote of the membership. The number of votes allocated to each platted, or to be platted, Lot of Country Club Corners is specifically set forth in Table 1 below.

**TABLE 1 — COUNTRY CLUB CORNERS**

LOT	NUMBER OF VOTES
1A (Commercial)	500
1B (Commercial)	500
2 (Commercial)	500
3 (Commercial)	500
4 (Commercial)	500
5 (Commercial)	12,000
6 (Commercial)	500

Each member of the Association having record ownership of a fee interest to a portion of a Lot (as designated in Table 1) shall have only the number of the votes allocated to said platted, or to be platted, Lot within Country Club Corners as set forth in Table 1, above.

If any Lot is owned by more than one person or entity, only the composite title holder, who must have a record ownership of a fee interest to or a portion of a commercial Lot, shall be entitled to vote the full number of votes set forth on the tables above for each such platted, or to be platted, Lot of Country Club Corners.

**ARTICLE IV**

**BOARD OF DIRECTORS**

Section 4.1 The affairs of the corporation shall be managed by a Board of Directors consisting of three (3) persons. Directors need not be members of the corporation. The names of the persons who are to serve initially on the Board of Directors until the first election thereof are:

- James T. Gendreau, 100 Colonial Center PKWY, Suite 230, Lake Mary, FL 32746
- Rodney Jones, 353 Marshall Ave, Ste I, St. Louis, MO 63119
- Bridget Clanton, 353 Marshall Ave, Ste I, St. Louis, MO 63119

The Directors hereafter shall be elected as provided for in the By-Laws of the Association.

**ARTICLE V OFFICERS**

Section 5.1 Officers shall be elected by the Board of Directors and shall consist or a President, Vice President(s), Treasurer and Secretary. The officers need not be members of the Association and, with the exception of the President, one individual may hold more than one

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office. The officers who shall serve until the first election under these Articles of Incorporation are:

James T. Gendreau	President
Rodney Jones	Vice President
Bridget Clanton	Secretary
Bridget Clanton	Treasurer

## ARTICLE VI

### INDEMNIFICATION

Section 6.1 Indemnification. The Association shall indemnify any person who was or is a party to any pending or contemplated action, suit or proceeding, whether civil, criminal, administrative or investigative by reason of the fact that he or she is or was a director, employee, officer or agent of the Association, against expenses (including attorney's fees and appellate attorney's fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him or her in connection with such action, suit or proceeding if he or she acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interests of the Association, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful. However no indemnification shall be made in respect to any claim, issue or matter in which such person shall have been adjudged to be liable for gross negligence or misfeasance or malfeasance in the performance of his or her duty to the Association. The termination of any action, suit or proceeding by judgment, order, settlement, conviction or upon a plea of nolo contendere or its equivalent shall not, of itself, create a presumption that the person did not act in good faith and in manner which he reasonably believed to be in or not opposed to the best interests of the Association, and, with respect to any criminal action or proceeding, had reasonable cause to believe that this conduct was unlawful.

Section 6.2 Approval. Any indemnification under Section 6.1 above (unless ordered by court) shall be made by the Association only as authorized in the specific case upon determination that indemnification of the director, officer, employee or agent is proper under the circumstances because he or she has met the applicable standard of conduct set forth in Section 6.1 above. Such determination shall be made (a) by the Board of Directors by a majority vote of the directors who were not parties to such action, suit or proceeding, or (b) if a majority of disinterested directors so directs, by independent legal counsel in a written opinion, by a majority of the members.

Section 6.3 Advances. Expenses incurred in defending a civil or criminal action, suit or proceeding may be paid by the Association in advance of the final disposition of said action, if it is authorized by the Board of Directors on behalf of the director, officer, employee or agent to repay such amount, unless it shall ultimately be determined that he or she is entitled to be indemnified by the Association as authorized in this Article.

Section 6.4 Miscellaneous. The indemnification provided by this Article shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under any bylaw, agreement, vote of members or otherwise.

Section 6.5 Insurance. The Association shall have the power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the

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Association, insuring against any liability asserted against him and incurred by him in any such capacity, or arising out of his status as such, whether or not the Association would have the power to indemnify him against such liability under the provisions of this Article.

**ARTICLE VII**

**INCORPORATOR**

Section 7.1 The name and address of the Incorporator for these Articles of Incorporation:

James T. Gendreau  
100 Colonial Center PKWY, Suite 230  
Lake Mary, FL 32746

**ARTICLE VIII**

**BY-LAWS**

Section 8.1 The By-Laws shall be adopted by the Board of Directors. Prior to the first annual meeting. The By-Laws may be amended, altered or rescinded by unanimous vote of all the Directors. The By-Laws may thereafter be adopted, amended, altered or rescinded only with the approval of not less than sixty-six percent (66%) of all the Directors or not less than seventy-five percent (75%) of the votes of the Association that are represented in person or by proxy at a duly called meeting of the Association.

The By-Laws shall include the time and place for annual meetings and for regular and special meetings, quorum requirements, the manner of electing directors and officers and voting requirements.

**ARTICLE IX**

**AMENDMENT OF ARTICLES**

Section 9.1 Manner of Amendment. These Articles of Incorporation may be amended, altered or rescinded only with the approval of not less than sixty-six percent (66%) of all the Directors and not less than seventy-five percent (75%) of the votes of the Association that are represented by a person or by proxy at a duly called meeting of the Association.

Section 9.2 Conflict. In case of any conflict between these Articles of Incorporation and the By-Laws, these Articles of Incorporation shall control; and in case of any conflict between these Articles of Incorporation and the Declaration, the Declaration shall control.

**ARTICLE X**

**INITIAL REGISTERED OFFICE AND AGENT**

Section 10.1 The name and address of the Registered Agent and the address of the Registered Office is:

James T. Gendreau

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100 Colonial Center PKWY, Suite 230  
Lake Mary, FL 32746

**ARTICLE XI**

**DISSOLUTION**

Section 11.1 The Association may be dissolved, consistent with the applicable provisions of Florida. Statutes, upon petition having the assent given in writing and signed by members representing not less than ninety percent (90%) of the votes in the Association. No such dissolution shall be effective unless the appropriate local government has accepted dedication and maintenance of any existing roads and other common areas then owned or maintained by the Association or some equivalent means of maintenance has been provided for such common areas. The responsibility for the operation and maintenance of the Stormwater Management System shall be transferred to and accepted by an entity which would comply with Section 40C-42.027, F.A.C., and be approved by the St. Johns River Water Management District prior to such termination, dissolution or liquidation.

**ARTICLE XII**

**NO STOCK OR DIVIDENDS**

Section 12.1 There shall be no dividends to any of the members. This Corporation shall not issue shares of stock of any kind or nature whatsoever.

I, the undersigned, being the Incorporator hereto, hereby subscribe to these Articles of Incorporation and in witness whereof, I have hereunto set my hand and seal this 28 day of July, 2015

  
James T. Gendreau

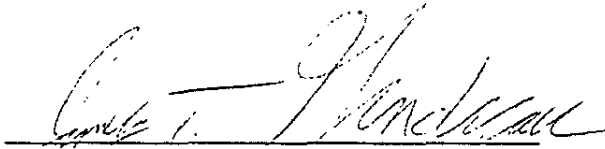
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ACCEPTANCE OF

REGISTERED AGENT/REGISTERED OFFICE

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR COUNTRY CLUB CORNERS PROPERTY OWNERS' ASSOCIATION, INC., A FLORIDA CORPORATION NOT-FOR-PROFIT, AT THE PLACE DESIGNATED IN THE FOREGOING ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY ACCEPTS THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. THE UNDERSIGNED FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF THE UNDERSIGNED'S DUTIES, AND IS FAMILIAR WITH AN!) ACCEPT THE OBLIGATIONS OF THE POSITION AS REGISTERED AGENT.

By:   
James T. Gendreau

Dated: July 28, 2015

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## Exhibit A:

### Legal Description:

THAT PORTION OF LOTS 10, 11, 12, 13 AND LOT 9, LESS THE SOUTH 10 FEET THEREOF LYING EASTERLY OF US HIGHWAY 17/92 (STATE ROAD 15/600) 200 FOOT WIDE RIGHT OF WAY, DELAND COUNTRY CLUB SUBDIVISION, AS RECORDED IN MAP BOOK 8, PAGE 31 OF THE PUBLIC RECORDS OF VOLUSIA COUNTY, FLORIDA, TOGETHER WITH THE 25 FOOT WIDE RIGHT OF WAY ALONG THE SOUTH SIDE OF BLOCK A, COUNTRY CLUB TERRACE, AS RECORDED IN MAP BOOK 6, PAGE 176, SAID PUBLIC RECORDS, TOGETHER WITH A PORTION OF VACATED GOLF CLUB DRIVE AND A PORTION OF THE SOUTHWEST 1/4 AND THE SOUTHEAST 1/4 OF SECTION 28, TOWNSHIP 17 SOUTH, RANGE 30 EAST, AND TOGETHER WITH A PORTION OF GOLF CLUB DRIVE AS NOW LAID OUT AND IN USE, ALL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS: COMMENCE AT THE SOUTH 1/4 CORNER OF SAID SECTION 28; THENCE S89°26'30"W ALONG THE SOUTH LINE OF THE SOUTHWEST 1/4 OF SAID SECTION 28, A DISTANCE OF 103.20 FEET; THENCE N01°06'36"W, 50.00 FEET TO THE POINT OF BEGINNING; THENCE CONTINUE N01°06'36"W, 359.99 FEET TO THE EASTERLY EXTENSION OF THE NORTHERLY LINE OF THE SOUTHERLY 10.00 FEET OF LOT 9, SAID DELAND COUNTRY CLUB SUBDIVISION; THENCE S89°26'26"W ALONG SAID EASTERLY EXTENSION AND ALONG THE NORTHERLY LINE OF THE SOUTHERLY 10.00 FEET OF SAID LOT 9, A DISTANCE OF 225.29 FEET TO THE EAST RIGHT OF WAY LINE OF SAID US HIGHWAY 17-92 AND THE BEGINNING OF A NON TANGENT CURVE, CONCAVE WESTERLY HAVING A RADIUS OF 3951.83 FEET, A CENTRAL ANGLE OF 03°38'51" AND A CHORD BEARING OF N08°41'30"W; THENCE NORTHERLY ALONG SAID EAST RIGHT OF WAY LINE AND THE ARC OF SAID CURVE, 251.58 FEET TO THE NORTH LINE OF SAID LOT 13; THENCE N89°29'58"E ALONG SAID NORTH LINE, 32.35 FEET; THENCE N01°01'52"W, 158.97 FEET; THENCE S89°33'27"W, 62.33 FEET TO SAID EAST RIGHT OF WAY LINE AND THE BEGINNING OF A NON TANGENT CURVE, CONCAVE WESTERLY, HAVING A RADIUS OF 3951.83, A CENTRAL ANGLE OF 10°27'32" AND A CHORD BEARING OF N18°05'43"W; THENCE NORTHERLY ALONG SAID EAST RIGHT OF WAY LINE AND THE ARC OF SAID CURVE, 721.38 FEET TO THE NORTHERLY LINE OF THE SOUTHERLY 186.48 FEET OF THE SOUTH 1/2 OF THE NORTHEAST 1/4 OF THE SOUTHWEST 1/4 OF SAID SECTION 28; THENCE N89°33'26"E, 189.77 FEET TO THE EAST RIGHT OF WAY LINE OF GOLF CLUB DRIVE, A VARIABLE WIDTH RIGHT OF WAY AS NOW LAID OUT AND IN USE; THENCE N01°03'01"W ALONG SAID EAST RIGHT OF WAY LINE, 472.57 FEET TO THE SOUTH LINE OF THE 25 FOOT RIGHT OF WAY ALONG THE SOUTH SIDE OF BLOCK A, SAID COUNTRY CLUB TERRACE; THENCE ALONG SAID SOUTH LINE, N89°36'54"E, 8.00 FEET; THENCE N01°03'01"W, 25.00 FEET TO THE SOUTHWEST CORNER OF SAID BLOCK A; THENCE ALONG THE SOUTH LINE OF SAID BLOCK A N89°36'54"E, 406.60 FEET TO THE SOUTHEAST CORNER OF SAID BLOCK A; THENCE S45°55'43"E, 175.92 FEET TO THE BEGINNING OF A NON TANGENT CURVE, HAVING A RADIUS OF 1720.00 FEET, A CENTRAL ANGLE OF 06°28'28" AND A CHORD BEARING OF S18°20'46"E; THENCE SOUTHERLY ALONG THE ARC OF SAID CURVE, 194.36 FEET; THENCE S21°35'00"E, 118.69 FEET; THENCE N73°57'02"E, 120.71 FEET; THENCE S21°36'40"E, 80.54 FEET; THENCE S21°02'17"E, 67.79 FEET; THENCE S16°33'02"E, 66.84 FEET TO THE BEGINNING OF A NON TANGENT CURVE, CONCAVE WESTERLY, HAVING A RADIUS OF 800.00 FEET, A CENTRAL ANGLE OF 01°00'48" AND A CHORD BEARING OF S12°32'38"E; THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE, 14.15 FEET; THENCE S10°43'06"E, 60.87 FEET TO THE BEGINNING OF A NON TANGENT CURVE, CONCAVE WESTERLY HAVING A RADIUS OF 60.14 FEET, A CENTRAL ANGLE OF 185°54'26" WITH A CHORD BEARING OF S27°04'28"E; THENCE SOUTHERLY ALONG

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THE ARC OF SAID CURVE, 195.13 FEET TO THE BEGINNING OF A NON TANGENT CURVE, CONCAVE WESTERLY, HAVING A RADIUS OF 847.00 FEET, A CENTRAL ANGLE OF 7°24'05" AND A CHORD BEARING OF S03°14'14"W; THENCE SOUTHERLY ALONG THE ARC OF SAID CURVE, 109.42 FEET TO THE BEGINNING OF A NON TANGENT CURVE, CONCAVE EASTERLY, HAVING A RADIUS OF 386.21 FEET, A CENTRAL ANGLE OF 19°48'06" AND A CHORD BEARING OF S02°51'56"E; THENCE SOUTHERLY ALONG THE ARC OF SAID CURVE, 133.47 FEET TO THE BEGINNING OF A NON TANGENT CURVE, CONCAVE WESTERLY, HAVING A RADIUS OF 5152.84 FEET, A CENTRAL ANGLE OF 04°43'32" AND A CHORD BEARING OF S10°28'44"E; THENCE SOUTHERLY ALONG THE ARC OF SAID CURVE, 424.99 FEET TO THE BEGINNING OF A NON TANGENT CURVE, CONCAVE EASTERLY, HAVING A RADIUS OF 525.00 FEET, A CENTRAL ANGLE OF 38°45'58" AND A CHORD BEARING OF S36°28'03"E; THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE, 355.21 FEET; THENCE S22°28'21"W, 147.96 FEET; THENCE S02°33'08"E, 100.98 FEET TO A POINT THAT IS 50.00 FEET NORTH OF THE SOUTH LINE OF THE SOUTHEAST 1/4 OF SAID SECTION 28; THENCE S89°26'52"W, PARALLEL WITH SAID SOUTH LINE, 686.85 FEET; THENCE PARALLEL WITH THE SOUTH LINE OF THE SOUTHWEST 1/4 OF SAID SECTION 28 S89°26'30"W, 103.68 FEET TO THE POINT OF BEGINNING.

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