

**REVITALIZED ARTICLES OF INCORPORATION OF
COUNTRYSIDE FARM OWNERS ASSOCIATION, INC.**

KNOW ALL MEN BY THESE PRESENTS:

That these REVITALIZED ARTICLES OF INCORPORATION OF COUNTRYSIDE FARM OWNERS ASSOCIATION, INC. (hereinafter "Revitalized Articles") are Made and Entered into this _____ day of _____, 20____, by COUNTRYSIDE FARM OWNERS ASSOCIATION, INC., a Florida non-profit corporation, herein called the "Association", and the owners of properties within the Plat(s) of COUNTRYSIDE FARMS OF OCALA, as described in Plat Book T, at Pages 101-102, Public Records of Marion County, Florida. Said Revitalized Articles are a revival of the "ARTICLES OF INCORPORATION OF COUNTRYSIDE FARM OWNERS ASSOCIATION, INC.", as entered into on May 30, 1980, by a multitude of subscribers, and filed with the Secretary of State on September 15, 1980, and as amended from time to time, as retyped below. This revival is sought pursuant to Chapter 720.403-720.407, Florida Statutes (2012).

THE UNDERSIGNED hereby associate themselves for the purpose of forming a corporation-not-for-profit under and pursuant to Chapter 617, Florida Statutes, Part 1, Corporations Not For Profit, generally, and do certify as follows:

I – NAME

The name of this corporation shall be COUNTRYSIDE FARM OWNERS ASSOCIATION, INC. for convenience, the corporation shall be herein referred to as the "Association" whose present address is 3581 S. W. College Road, Ocala, Florida 32670.

II – PURPOSE

The purpose for which this corporation is organized is the operation and management of the commonly owned property of a subdivision to be imposed upon the real property lying in Marion County, Florida, described as:

A parcel of land located in Township 16 South, Range 21 East Marion County, Florida, described as follows, said parcel is the Southeast 1/4 of Section 19, the South 1/2 of the Northeast 1/4 of Section 19, the Westerly 1707.35 feet of the Southwest 1/4 of Section 20, and the Southeast 1/2 of the Northwest 1/4 of Section 19 lying East of State Road 200.

which will be known as Countryside Farms of Ocala.

And, further, to undertake the performance of, and to carry out the acts and duties incident to the administration of the operation and management of the property in accordance with the terms, provisions, conditions and authorizations contained in these Articles of Incorporation and which may be contained in the plat of the subdivision and in the Covenants

and Restrictions and Association Membership (referred to herein as the "Covenants"), which will be recorded in the public records of Marion County, Florida, at the time the described real property, and the improvements thereon, are submitted to subdivision by the recording of a plat, and to own, operate, lease, sell, trade and otherwise deal with such property, whether real or personal, as may be necessary or convenient in the administration of the commonly owned property.

III – POWERS

The powers of the Association shall include and be governed by the following provisions:

1. The Association shall have all of the common law and statutory powers of a corporation-not-for-profit which are not in conflict with the terms of these Articles, and the Covenants.

2. The Association shall have all of the powers of non-profit corporations, and shall have all of the powers reasonably necessary to implement the purposes of the Association, including but not limited to the following:

- A. To make, establish and enforce reasonable rules and regulations governing the use of commonly owned property.
- B. To make, levy and collect assessments against unit owners of the lots to provide the funds to pay for common expenses of common property maintenance as provided in the By-Law, and to use and expend the proceeds of assessment in the exercise of the powers and duties of the Association.
- C. To maintain and repair the commonly owned property, specifically including (but not limited to) all portions of the commonly owned roads and retention areas.
- D. To reconstruct improvements on the property in the event of casualty or other loss.
- E. To enforce by legal means the provisions of the Covenants the By-Laws and such Rules and Regulations as it may find necessary to promulgate.
- F. To contract for the management of the commonly owned property and to delegate to such contractors all powers and duties of the Association, except those which may be required to have approval of the Board of Directors or the lot owners of this Association.

IV – MEMBERS

The qualification of members, the manner of their admission to membership, the termination of such membership and voting by members shall be as follows:

1. The owners of all lots in said subdivision shall be members of this Association, and no other persons or entities shall be entitled to membership.

2. Membership shall be established by the acquisition of ownership of fee title to or fee interest in lot in said subdivision, whether by conveyance, devise, judicial decree, or otherwise, and by the recordation in the Public Records of Marion County, Florida, or the deed or other instrument establishing the acquisition and designating the lot or lots acquired thereby, and by the delivery to the Association of a true copy of such deed or other instrument shall thereupon become a member of the Association, and the membership of the prior owner as to the lot designated shall be terminated.

3. The share of a member in the funds and assets of the Association, and its common surplus, and membership in this Association cannot be assigned, hypothecated or transferred in any manner except as an appurtenance of his lot.

4. On all matters as to which the membership shall be entitled to vote, as hereinafter provided, each lot owner shall have one vote for each lot owned and proportionately for each fraction of a lot, which votes shall be exercised in the manner provided in the By-Laws.

5. Until such time as the real property described in Article II is submitted to subdivision by the recordation of the plat, the membership of this Association shall be comprised of the subscribers to these Articles, and in the event of the resignation or termination of membership by voluntary agreement by any such subscriber, the remaining subscribers may nominate and designate a successor subscriber. Each of these original subscribers and their successors shall be entitled to cast one vote on all matters on which the membership shall be entitled to vote.

V – TERM

The term for which this corporation is to exist shall be perpetual.

VI – SUBSCRIBERS

The names and street addresses of the subscribers of these Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Norman L. Fetterhoff	3581 S.W. College Road, Ocala, Florida 32670
Wayne Oehlerking	1860 S.E. 12th Avenue, Ocala, Florida 32670
John Montgomery Greene	201 N. Magnolia Avenue, Ocala, Florida 32670

VII – OFFICERS

The affairs of the Association shall be managed by the President of the Association, assisted by the Vice-President, Secretary and Treasurer, subject to the directors of the Board of

Directors. The Board of Directors, may employ a Managing Agent and/or other managerial and supervisory personnel assist in the administration, operation or management of and the affairs of the Association, and any such person may be so employed without regard to whether or not such person is a member of the Association or a director or officer of the Association.

Election of the officers of the corporation shall be conducted at the annual meeting of the Board of directors on the third Tuesday in each September, beginning in 1981.

The Board of Directors shall elect the President, Vice-President, Secretary and Treasurer and as many assistants to them as the Board of Directors shall, from time to time determine. The President and Vice-President shall be elected from amongst the membership of the Board of Directors, but no other officer need be a Director. The same person may hold two offices, the duties of which are not incompatible; provided, however, the office of President and Vice-President shall not be held by the same person, not shall the office of President and Secretary or Assistant Secretary be held by the same person.

VIII – FIRST OFFICERS

The names of the officers who are to serve until the first election of officers by the Board of Directors are as follows:

President	Norman L. Fetterhoff
Secretary-Treasurer:	John M. Greene

IX – BOARD OF DIRECTORS

1. The number of members of the Board of Directors shall be five.
2. The names and street addresses of the persons who are to serve as the first Board of Directors are as follows:

Norman L. Fetterhoff	3581 S.W. College Road, Ocala, Florida 32670
John M. Greene	201 N. Magnolia Avenue, Ocala, Florida 32670
Wayne Oehlerking	1860 S.E. 12th Avenue, Ocala, Florida 32670

3. At the annual meeting of membership in 1987, three of the five directors shall be elected for two year terms with the remaining two directors elected for one year term. At each subsequent annual meeting of the membership all directors for expired terms shall be elected for two year terms.

4. The first election of Directors shall be held on July 1, 1980. Thereafter the election of Directors shall take place annually on the third Tuesday in the month of September of each year, beginning in September of 1981.

X – INDEMNIFICATION

Every director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees reasonably incurred by or imposed upon him in connection with the proceeding to which he may be a party, or in which he may become involved, by reason of his being or having been a Director or officer of the Association, or any settlement thereof, whether or not he is a Director or officer at the time such expenses are incurred, except in such cases wherein the Director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that, in the event of a settlement, the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interests of the Association. 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.

XI – BY-LAWS

The By-Laws of the Association shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided for by the By-Laws.

XII – AMENDMENTS

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

1. Notice of the subject matter of the proposed amendment shall be included in the notice of any meeting at which such proposed amendment is considered, which notice shall be mailed to each lot owner at not less than ten days prior to such meeting.
2. A resolution approving a proposed amendment may be proposed by either the Board of Directors or by the membership of the Association, and after being proposed and approved by one of said bodies, it must be submitted for approval by the owner. Such approval shall require the assent of seventy-five (75%) per cent of the members of the Association; and such approval shall require the assent of two-thirds (2/3) of the members of the Board of Directors. A general meeting to consider such a resolution must be called by the President upon his being presented therewith.
3. No amendment may be made to the Articles of Incorporation which shall in any manner reduce, amend, affect or modify the provisions and obligations set forth in the Covenants.
4. A copy of each amendment shall be sent to the office of the Secretary of State of the State of Florida for filing and certification and then recorded among the Public Records of Marion County, Florida.

IN WITNESS WHEREOF, the subscribers have hereunto affixed their signatures this 30th day of May, 1980.

Norman L. Fetterhoff

John Montgomery Greene

Wayne Oehlerking

STATE OF FLORIDA
COUNTY OF MARION

Before me, a Notary Public authorized to take acknowledgement in the State and County set forth above, personally appeared Normal L. Fetterhoff and Wayne Oehlerking, known to me and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me and stated under oath that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 30th day of May, 1980.

Notary Public, State of Florida at Large

My commission expires: _____

STATE OF FLORIDA
COUNTY OF MARION

Before me, a Notary Public authorized to take acknowledgement in the State and County set forth above, personally appeared John Montgomery Greene, known to me and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me and stated under oath that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 28th day of August, 1980.

Notary Public, State of Florida at Large

My commission expires: _____