

# State of Florida



Department of State

I certify that the attached is a true and correct copy of the Articles of Incorporation of CHANCELLORS ROW HOMEOWNERS ASSOCIATION, INC., a corporation organized under the Laws of the State of Florida, filed on April 26, 1984, as shown by the records of this office.

The charter number of this corporation is N02766.

Given under my hand and the  
Great Seal of the State of Florida,  
at Tallahassee, the Capital, this the  
27th day of April, 1984.

A handwritten signature in cursive script, appearing to read "George Firestone".

George Firestone  
Secretary of State



CER-101

ARTICLES OF INCORPORATION  
OF  
CHANCELLORS ROW HOMEOWNERS ASSOCIATION, INC.

FILED

MAR 20 1964

In compliance with the requirements of Chapter 617 of the Florida Statutes, the undersigned, all of whom are residents of Florida and all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I

NAME

The name of the corporation is Chancellors Row Homeowners Association, Inc., hereinafter called the "Association".

ARTICLE II

OFFICE

The principal office of the Association is located at 1111 North Westshore Boulevard, Suite 508, Tampa, Florida 33607

ARTICLE III

REGISTERED AGENT

Michael J. Sheahan, whose address is Maquire, Voorhis & Wells, P.A., Suite 2A, 180 Park Avenue, North, Winter Park, Florida 32789 is hereby appointed the initial registered agent of this Association.

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to its members. The specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the Units and Common Area within the Property described in Exhibit "A" attached hereto and made a part hereof (the "Property"), and to promote the health, safety and welfare of the residents within the Property and any additions thereto as may hereafter be brought within the jurisdiction of this Association. In furtherance of these purposes, the Association is empowered to:

(a) exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions for Chancellors Row, hereinafter called the "Declaration", applicable to the Property and recorded or to be recorded in the Public Records of Orange County, Florida, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

(b) enforce the provisions of the Declaration in its name;

(c) fix, levy, collect and enforce payment of by any lawful means, all charges or assessments pursuant to the terms of the Declaration; and to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

(d) 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 Association;

(e) borrow money, and with the assent of two-thirds (2/3) of each class of members, mortgage, pledge, deed in trust, hypothecate, assign, grant security interests in or otherwise transfer any or all of its real or personal property as security for money borrowed, debts incurred, or any of its other obligations;

(f) dedicate, sell or transfer all or any part of the Common Area or its other property 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 an instrument of dedication or transfer has been signed by two-thirds (2/3) of each class of members, with the formalities from time to time required for a deed under the laws of the State of Florida;

(g) participate in mergers and consolidations with other nonprofit corporations organized for the same purposes, or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members;

(h) from time to time adopt, alter, amend, rescind and enforce reasonable rules and regulations governing the use of the Units and the Common Area, consistent with the terms of the Declaration and these Articles;

(i) have and exercise any and all powers, rights and privileges which a corporation not for profit organized under the laws of the State of Florida 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 Unit which is subject by covenants of record to assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. An Owner of more than one Unit is entitled to one membership for each Unit owned. Membership shall be appurtenant to and may not be separated from ownership of any Unit which is subject to assessment by the Association, and is transferred only and automatically by conveyance of title to a Unit; however, the foregoing shall not be construed to prohibit assignment of membership and voting rights by an Owner who is a contract seller to his vendee in possession.

#### ARTICLE VI

##### VOTING RIGHTS

The Association shall have two classes of voting membership:

Class A. So long as Class B membership exists, Class A members shall be all Owners, with the exception of the Declarant, and shall be entitled to one vote for each Unit owned. If more than one person holds an interest in any Unit, all such persons shall be members, and the vote for

such Unit shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any Unit. Prior to any meeting at which a vote is to be taken, each co-Owner must file the name of the voting co-Owner with the Secretary of the Association in order to entitle the voting co-Owner to vote at such meeting, unless such co-Owners have filed a general voting authority with the Secretary of the Association applicable to all votes until rescinded.

Class B. The Class B member shall be the Declarant, and shall be entitled to three (3) votes for each Unit owned. The Class B membership shall cease and be converted to Class A membership on the happening of one of the following events, whichever first occurs:

(a) when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership; or

(b) on March 1, 1989.

#### ARTICLE VII

##### BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of three (3) Directors, who need not be members of the Association. The number of Directors may be changed by amendment of the Bylaws of the Association, but at no time shall be less than three (3). Any Director may succeed himself in office. At the first annual meeting, the members shall elect one Director for a term of one year, one Director for a term of two years, and one Director for a term of three years. At each annual meeting thereafter, the members shall elect one Director for a term of three years. The names and addresses of the persons who are to serve as the initial Directors until the selection of their successors are:

<u>NAME</u>	<u>ADDRESS</u>
Russell V. Zimmerman	1111 North Westshore Boulevard Suite 508 Tampa, Florida 33607
James Hertz	1111 North Westshore Boulevard Suite 508 Tampa, Florida 33607
Jerry R. Miller	1111 North Westshore Boulevard Suite 508 Tampa, Florida 33607

#### ARTICLE VIII

##### OFFICERS

The affairs of the Association shall be administered by a President, a Vice President, a Secretary, a Treasurer and such other officers as may be designated by the Bylaws, and at the times and in the manner prescribed in the Bylaws. The names and addresses of the initial officers who shall serve until their death, resignation, removal or until successors are designated are as follows:

Russell V. Zimmerman	President
William Lines	Vice President
April A. Whiting	Treasurer
April A. Whiting	Secretary

## ARTICLE IX

### INDEMNIFICATION

The Association shall, and does hereby, indemnify any person ("Indemnitee") for any and all liability arising from his official capacity or from any acts committed or failure to act by him in his official capacity as an officer or Director of the Association, including acts which are adjudged by a court of law to have constituted negligence or misconduct in the performance of his duty to the Association, and resulting from judgments, fines, or amounts paid in settlement which are incurred in any action, suit or proceeding whether civil, criminal, administrative or investigative, and whether such action, suit or proceeding is brought by or in the right of the Association, or other parties, and whether such action, suit or proceeding is commenced during or subsequent to his tenure as an officer or director of the Association ("Proceedings").

The Association will reimburse Indemnitees for any and all actual and reasonable expenses, including, without limitation, attorneys' fees and court costs ("Expenses") as Expenses are incurred by Indemnitees in Proceedings. Notwithstanding anything to the contrary herein, the Association will not indemnify Indemnitees for any liability or expenses for actions which constitute gross negligence or willful misconduct, except where such actions are undertaken at the request of the Association. The indemnification provided in this Article shall be in addition to and shall not limit or modify any other rights to indemnity to which Indemnitees are entitled, including, without limitation, those conferred under Florida law or the Bylaws, Articles or any agreement executed by the Association.

## ARTICLE X

### DISSOLUTION; MERGER; CONSOLIDATION

The Association may be merged or consolidated with another association not for profit, or may be dissolved, with the assent given in writing and signed by not less than two-thirds (2/3) of each class of members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to the purposes of the Association set forth herein and in the Declaration.

## ARTICLE XI

### DURATION

The corporation shall exist perpetually.

## ARTICLE XII

### AMENDMENTS

Amendment of these Articles shall require the assent by vote of 75 percent (75%) of the votes entitled to be cast by the entire membership. Amendments may be proposed by a majority of the Board of Directors or by persons entitled to cast twenty-five percent (25%) of the votes entitled to be cast by the entire membership.

## ARTICLE XIII

### INTERPRETATION

Express reference is made to the terms and provisions of the Declaration where necessary to interpret, construe and clarify the provisions of these Articles. All terms defined in

the Declaration shall have the same meaning where used herein. To the extent possible, these Articles shall be construed, interpreted and applied in a manner consistent and not in conflict with the terms and application of the Declaration.

ARTICLE XIV

FHA/VA APPROVAL

As long as there is a Class B membership, the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration: annexation of additional properties, mergers and consolidations, mortgaging of Common Area, dedication of Common Area, dissolution and amendment of these Articles.

ARTICLE XV

SUBSCRIBERS

The names and residences of the subscribers of these Articles are as follows:

NAME	<u>ADDRESS</u>
Russell V. Zimmerman	1111 North Westshore Boulevard Suite 508 Tampa, Florida 33607
James Hertz	1111 North Westshore Boulevard Suite 508 Tampa, Florida 33607
Jerry R. Miller	1111 North Westshore Boulevard Suite 508 Tampa, Florida 33607

IN WITNESS WHEREOF, the subscribers have affixed their signatures this 9th day of April, 1984.

  
Russell V. Zimmerman

  
James Hertz

  
Jerry R. Miller

STATE OF FLORIDA )  
COUNTY OF Hillsborough

BEFORE ME, the undersigned authority personally appeared Russell V. Zimmerman, who, after being first duly sworn, acknowledged that he executed the foregoing Articles of Incorporation for the purposes therein expressed, this 9th day of April, 1984.

  
Notary Public

My commission expires:

NOTARY PUBLIC-STATE OF FLORIDA  
BY COMMISSION EXPIRES 21, 1987  
BOND 1000 NET. FIDELITY AND

STATE OF <sup>Virginia</sup> NEW YORK )  
COUNTY OF <sup>Mexico</sup> )

BEFORE ME, the undersigned authority personally appeared James Hertz, who, after being first duly sworn, acknowledged that he executed the foregoing Articles of Incorporation for the purposes therein expressed, this 28<sup>th</sup> day of March, 1984.

*Luinda V. Denton*  
Notary Public

My commission expires: 9-26-87

STATE OF FLORIDA )  
COUNTY OF Hillsborough )

BEFORE ME, the undersigned authority personally appeared Jerry R. Miller, who, after being first duly sworn, acknowledged that she executed the foregoing Articles of Incorporation for the purposes therein expressed, this 9<sup>th</sup> day of April, 1984.

*Caroline Kruchlosky*  
Notary Public

My commission expires:

NOTARY PUBLIC-STATE OF FLORIDA  
BY COMMISSION EXP: SEPT 21, 1987  
BONDED FROM GEN. INSURANCE CO.

Having been named to accept Service of Process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

*Michael J. Sheal*  
Registered Agent

Date: April 9, 1984

RE26B.8-03144

FILED  
APR 11 1984  
TAMPA, FLORIDA

EXHIBIT "A"

LEGAL DESCRIPTION - CHANCELLORS ROW PHASE I

- DESCRIPTION -

FROM THE SOUTHWEST CORNER OF THE NORTHWEST 1/4 OF SECTION 15, TOWNSHIP 22 SOUTH, RANGE 31 EAST, ORANGE COUNTY, FLORIDA, RUN N.00°19'50"W. ALONG THE WEST LINE OF SAID NORTHWEST 1/4 A DISTANCE OF 30.02 FEET; THENCE RUN N.87°37'55"E. PARALLEL WITH THE SOUTH LINE OF SAID NORTHWEST 1/4 A DISTANCE OF 345.55 FEET TO THE POINT OF BEGINNING; THENCE RUN N.02°22'05"W. 117.82 FEET TO A POINT ON A CURVE CONCAVE NORTHERLY HAVING A RADIUS OF 440.22 FEET; THENCE FROM A TANGENT BEARING OF S.78°51'32"W. RUN WESTERLY ALONG THE ARC OF SAID CURVE 67.41 FEET THROUGH A CENTRAL ANGLE OF 08°46'24"; THENCE LEAVING SAID CURVE RUN N.02°22'05"W. 50.00 FEET; THENCE S.87°37'55"W. 61.88 FEET TO THE POINT OF CURVATURE OF A CURVE CONCAVE NORTHEASTERLY HAVING A RADIUS OF 25.00 FEET; THENCE RUN NORTHWESTERLY ALONG THE ARC OF SAID CURVE 39.86 FEET THROUGH A CENTRAL ANGLE OF 51°21'34" TO THE POINT OF TANGENCY; THENCE RUN N.01°00'31"W. 135.63 FEET; THENCE N.88°59'29"E. 159.67 FEET; THENCE N.01°00'31"W. 267.00 FEET; THENCE S.88°59'29"W. 47.00 FEET; THENCE N.01°00'31"W. 114.00 FEET; THENCE N.32°17'00"W. 89.96 FEET; THENCE N.57°43'00"E. 140.83 FEET; THENCE N.88°59'29"E. 325.00 FEET TO THE WEST RIGHT-OF-WAY LINE OF ALAFAYA TRAIL (S.R. NO. 520); THENCE S.01°00'31"E. ALONG SAID WEST RIGHT-OF-WAY LINE 842.81 FEET TO A POINT LYING N.01°00'31"W. 30.00 FEET FROM THE AFORESAID SOUTH OF THE NORTHWEST 1/4 OF SECTION 15; THENCE RUN S.87°37'55"W. PARALLEL WITH SAID SOUTH LINE 353.00 FEET TO THE POINT OF BEGINNING. CONTAINING 7.8884 ACRES MORE OR LESS.

Property which may be annexed by Developer

PARCEL 1

From the Southwest corner of the Northwest quarter of Section 15, Township 22 South, Range 31 East, Orange County, Florida, run North 00 19'50" West along the West line of said Northwest quarter a distance of 30.02 feet, thence run North 87 37'55" East parallel with the South line of said Northwest quarter a distance of 365.54 feet to the point of beginning; thence run North 2 22'5" West 162.67 feet, thence North 87 37'55" East 262.67 feet, thence North 1 0'31" West 484.10 feet, thence North 57 43'00" East 267.52 feet thence South 32 17'00" East 89.96 feet, thence South 1 0'31" East 114.00 feet, thence North 88 59'29" East 47.00 feet, thence South 1 00'31" East 267.00 feet, thence South 88 59'29" West 159.67 feet, thence South 1 00'31" East 135.63 feet, thence run easterly along the arc of a curve having a radius of 25.00 feet for a distance of 39.86 feet to a point of tangency, thence North 87 37'55" East, 61.88 feet, thence South 2 22'05" East 50.00 feet thence run easterly along the arc of a curve having a radius of 440.22 feet for a distance of 67.41 feet to a point having a tangent bearing of North 78 51'32" East, thence run South 2 22'5" East, 117.82 feet, thence South 87 37'55" West, 435.00 feet to the point of beginning.



PARCEL 2

From the Southwest corner of the Northwest quarter of Section 15, Township 22 South, Range 31 East, Orange County, Florida, run North 00 19'50" West along the West line of said Northwest quarter a distance of 30.02 feet to the point of beginning, thence run North 0 19'50" West 830.00 feet, thence North 89 40'10" East, 275.34 feet; thence South 0 19'50" East 161.03 feet, thence North 89 40'10" East 340.95 feet thence South 1 0'31" East, 484.10 feet thence South 87 37'55" West, 262.67 feet, thence South 2 22'05" East, 262.67 feet, thence 87 37'55" West, 365.54 feet to the point of beginning.

PARCEL 3

Lots 1, 2, 3, 4 & 5, Block "F", Lots 1, 2, 3, 4 & 5, Block "G", MORNINGSIDE SUBDIVISION, according to the plat thereof, recorded in Plat Book "O", Page 82, Public Records of Orange County, Florida, ALSO: all that land lying in the following vacated streets as shown on said plat of Morningside Subdivision; (1) all of Leghorn Street; (2) all of Brahma Avenue lying North of Plymouth Street; (3) all of Andulusa Avenue lying North of Plymouth Street;

LESS AND EXCEPT THE FOLLOWING:

A portion of blocks "F" & "G", and vacated Brahma Avenue, and Andulusa Avenue, in MORNINGSIDE SUBDIVISION, as recorded in Plat book "O" at page 82, Public Records of Orange County, Florida, described as follows:  
From the Southwest corner of the Northwest  $\frac{1}{4}$  of Section 15, Township 22 South Range 31 East, Orange County, Florida, run N. 00°-19'-50" W. along the West line of said Northwest  $\frac{1}{4}$  of Section 15 a distance of 30.02 feet to the Point of Beginning; Thence continue N. 00°-19'-50" W. along said West line 830.00 feet; Thence N. 89°-40'-10" E. 275.22; Thence S. 00°-19'-50" E. 161.03 feet; Thence N. 89°-40'-10" E. 340.95 feet; Thence N. 57°-43'-00" E. 408.35 feet; Thence N. 88°-59'-29" E. 325.00 feet to the West right-of-way line of Alafaya Trail ( State Road No. 520 ); Thence S. 01°-00'-31" E. along said West right-of-way line 842.44 feet to a point lying N. 01°-00'-31" W. 30.00 feet from the South line of the Northwest  $\frac{1}{4}$  of Section 15; Thence run S. 87°-36'-54" W, parallel with said South line 1298.43 feet to the Point of Beginning, containing therein 22.0918 acres more or less.