

ARTICLES OF INCORPORATION
OF
ROYAL-TEE HOMEOWNERS ASSOCIATION, Inc.

Working Document

This document was last updated 7-15-2019 and is a compilation of the original and amendments (for resident convenience) from the following documents:

- Original Articles of Incorporation, Sept 18, 1990
- Amendment to Articles of Incorporation April 7, 2017

Each individual document listed above is available from the HOA Board, if needed.

We, the undersigned, acting as incorporators of a non-profit corporation under Chapter 617 of the Florida Statutes, do hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE I.

The name of the corporation (hereinafter called the Association) is ROYAL-TEE HOMEOWNERS ASSOCIATION INC.

ARTICLE II.

The purpose for which the corporation is organized is to perform all duties necessary to the operation, management, maintenance, care, protection, preservation and improvement of the property in the ROYAL-TEE SUBDIVISION as described in Exhibits A and A1 to the Declaration of Covenants, Conditions and Restrictions of ROYAL-TEE HOMEOWNERS ASSOCIATION INC.

ARTICLE III.

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment by the Association, including contract sellers, but excluding persons or entities holding title merely as security for performance of an obligation, shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership of a Lot which is subject to assessment by the Association.

ARTICLE IV.

The period of duration of the Association shall be perpetual.

ARTICLE V.

The name and mailing address of each (*original*) subscriber is:

<u>Name</u>	<u>Address</u>
RON KAPELA	3434 Cleveland Avenue Fort Myers, FL 33901
DEAN BALLANTINE	3434 Cleveland Avenue Fort Myers, FL 33901
STEPHEN J. SLOAN	3434 Cleveland Avenue Fort Myers, FL 33901

ARTICLE VI.

The affairs of the Association shall be managed by a Board of Directors, a President and Vice President, who shall at all times be members of the Board of Directors, and a Secretary and Treasurer. Such officers shall be elected at the first meeting of the Board of Directors following each annual meeting of the members.

The Names of the (*original*) officers who are to serve until the first election are:

<u>Name</u>	<u>Office</u>
RON KAPELA	President
DEAN BALLANTINE	Vice President
STEPHEN J. SLOAN	Secretary/Treasurer

ARTICLE VII.

The number of persons constituting the first Board of Directors of the Association shall be three (3), and thereafter the membership shall consist of not more than nine (9), and the name and addresses of the persons who shall serve as Directors until the first election are:

<u>Name</u>	<u>Address</u>
RON KAPELA	3434 Cleveland Avenue Fort Myers, FL 33901
DEAN BALLANTINE	3434 Cleveland Avenue Fort Myers, FL 33901
STEPHEN J. SLOAN	3434 Cleveland Avenue Fort Myers, FL 33901

ARTICLE VIII.

The By-Laws of the Association may be made, altered, or rescinded at any annual meeting of the Association, or at any special meeting duly called for such purpose, on the affirmation vote of two-thirds (2/3) of each class of members existing at the time of and present in person or by proxy at such meeting, except that the initial By-Laws of the Association shall be made and adopted by the Board of Directors.

ARTICLE IX.

Amendments to these Articles of Incorporation may be proposed by any member of the Association. These Articles may be amended at any annual meeting of the Association, or at any special meeting duly called and held for such purpose, on the affirmative vote of two-thirds (2/3) of each class of voting members existing at the time of such meeting. No amendment shall be made to the Articles of Incorporation of the Association without the approval of the Developer, its successors or assigns, prior to the relinquishment of control of the Association by the Developer, its successors, nominees and assigns.

ARTICLE X.

The Association shall have two classes of voting members as follows:

Class A: Class A members shall be members, as such term is defined in the Declaration and shall be entitled to one vote of each Lot owned. When more than one person holds an interest in any Lot, all such persons shall be members. The vote of such Lot shall be exercised as such members may determine among themselves, but in no event shall more than one vote be cast with respect to any Lot.

Class B: the Class B member shall be defined in the Declaration.

ARTICLE XI.

On dissolution, the assets of the Association shall be distributed to the appropriate public agency to be used for purposes similar to those for which the Association was created. In the event such distribution is refused acceptance, such assets shall be granted, conveyed, and assigned to any non-profit corporation, association, trust, or other organization organized and operated for such similar purposes.

ARTICLE XII.

REGISTERED AGENT AND REGISTERED ADDRESS: The initial registered agent of the corporation shall be RON KAPELA, and the initial registered address of the corporation shall be 3434 Cleveland Avenue, Fort Myers, Florida 33901.

Having been named to accept service of process for the above-stated corporation at place designated in this certificate I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office. Accepted: Ron Kapela, Registered Agent.

ARTICLE XIII.

EFFECTIVE DATE: The effective date of this corporation shall be upon filing with the Office of the Secretary of State of the State of Florida.

ARTICLE XIV.

Each Director and Officer of this Association shall be indemnified by the Association against all costs and expenses reasonably incurred or imposed upon him in connection with or arising out of any action, suit or proceedings in which he may be involved or to which he may be made a party by reason of his having been a Director or Officer of this Association, such expense to include the cost of reasonable settlements (other than amounts paid to the Association itself).