

CALOOSA GOLF AND COUNTRY CLUB, INC.



ARTICLES OF INCORPORATION
as amended April 29, 2019

ARTICLES OF INCORPORATION
CALOOSA GOLF AND COUNTRY CLUB, INC.
A FLORIDA CORPORATION NOT FOR PROFIT

ARTICLE 1

Name

The name of this corporation is CALOOSA GOLF AND COUNTRY CLUB, INC.

ARTICLE II

Enabling Law

This corporation is organized pursuant to the Corporation Not for Profit Law of the State of Florida, as set forth in Part One of Chapter 617 of the Florida Statutes.

ARTICLE III

Purpose

The purpose for which this corporation is organized is to promote recreational facilities for its members by owning, operating and maintaining a golf and country club and related facilities at Sun City Center in Hillsborough County, Florida.

ARTICLE IV

Powers

The Corporation shall have the power, either directly or indirectly, either alone or in conjunction or in cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, desirable, suitable, or proper for furtherance, accomplishment, fostering or attainment of any or all of the purposes for which the corporation is organized.

ARTICLE V

Membership

The initial members of the corporation shall be the subscribers identified in Article IV of the Articles of Incorporation. Additional members may be admitted from time to time upon a favorable three-fourths (3/4) vote of the Board of Directors, provided that a majority of the Board are present at the time of the vote. Members shall be persons of good moral and ethical character; be financially responsible; and be at least forty (40) years of age.

The authorized number, qualifications and manner of admission of members of this corporation; the different classes of membership, if any; the property, voting and other rights and privileges of members; the liability of members for dues or assessments and the method of collection thereof; and the termination and transfer of membership shall be set forth in the By-Laws of this corporation, as the same may be amended from time to time.

ARTICLE VI

Subscribers

The name and addresses of subscribers of this Corporation are:

Name	Address
L.C. Siver	622 Allegheny Drive Sun City Center, FL 33570
Daniel S. Yoder	1023 Fordham Drive Sun City Center, FL 33570
J. C. Holland	1715 Danbury Drive Sun City Center, FL 33570

ARTICLE VII

Management of Corporate Affairs

(a) Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The initial Board of Directors shall consist of three (3) persons, who are to act in that capacity until the selection of their successors at the time of the first annual meeting of the members. The names and addresses of the persons constituting the initial Board of Directors are:

Name	Address
L.C. Siver	622 Allegheny Drive Sun City Center, FL 33570
Daniel S. Yoder	1023 Fordham Drive Sun City Center, FL 33570
J. C. Holland	1715 Danbury Drive Sun City Center, FL 33570

At the time of the first annual meeting of the members on the date specified in the By-Laws, and for each year thereafter, the Board of Directors shall consist of nine (9) persons. Of the nine (9) directors to be chosen at the first annual meeting, three (3) persons shall be elected for a term of three (3) years; three persons shall be elected for a term of two (2) years; and three (3) persons shall be elected for a term of one (1) year. As the term of each director so elected expires, the successor director shall be elected for a term of three (3) years, so to produce the ultimate result that each year there will be elected three (3) directors for terms of three years. The number of directors and length of term herein provided for may be changed by a by-law fully adopted by the members entitled to vote. Directors shall be elected by a majority vote of the membership.

(b) Officers. The officers of this corporation shall be a President, Vice President, Secretary and Treasurer. At the Board's option, the same individual may simultaneously hold more than one (1) office. Other offices and officers may be established by the Board of Directors at any time or

by the members of this corporation at any regular 'annual meeting. The duties of officers and the manner of removing officers shall be as set forth in the By-Laws. The officers who are to serve until the first election of officers are:

Name	Address
L.C. Siver	622 Allegheny Drive Sun City Center, FL 33570
Daniel S. Yoder	1023 Fordham Drive Sun City Center, FL 33570
J. C. Holland	1715 Danbury Drive Sun City Center, FL 33570

ARTICLE VII

Location of Registered Agent: Identification of Registered Agent

(a) The address of this corporation's initial registered office in the State of Florida is 1715 Danbury Drive, Sun City Center, Florida 33570.

(b) The name of this corporation's initial registered agent at that address is J. C. Holland.

ARTICLE IX

Non-Profit Corporation

This corporation shall not have or issue shares of stock. It shall issue suitable certificates to evidence Membership. The corporation is not organized for profit, and no part of its net earnings shall inure to the benefit of any member.

ARTICLE X

Term of Existence

The date when corporate existence shall commence shall be the date of the filing of these Articles of Incorporation by the office of the Secretary of the State of Florida and the corporation shall have perpetual existence thereafter.

ARTICLE XI

By-Laws

By-Laws will be herein after adopted at a meeting of the Board of Directors. Such By-Laws may be amended or repealed in whole or in part, by the voting members of the corporation, in the manner provided therein. An amendment to the By-Laws shall be binding on all members of this corporation.

ARTICLE XII

Amendment of Articles

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of voting members for their vote. Amendments may be adopted by a vote of two-thirds (2/3) of a quorum of such members of this corporation.

ARTICLE XIII

Dissolution

This corporation shall be dissolved, and its affairs wound up upon vote of two-thirds (2/3) of the corporation's voting members, who shall also designate in a contemporaneous resolution the method, procedure and manner in which the corporation's property is to be liquidated and distributed.

IN WITNESS WHEREOF, these Articles of Incorporation have been signed by the following individuals as incorporators:

Dated this 13th day of March 1979.

L. C. Siver, President

Daniel S. Yoder, Vice President

J. C. Holland, Secretary-Treasurer

Note:

The Articles were amended to delete the word "Private" from the Corporation name on January 17, 1983.

The Articles were amended on April 29, 2019 to lower the age requirement from 50 to 40.