

INSTRUMENT#: 2015491214, BK: 23758 PG: 602 PGS: 602 - 624 12/19/2015 at
08:06:39 AM, DEPUTY CLERK:CBOYKINS Pat Frank, Clerk of the Circuit Court
Hillsborough County

PREPARED BY AND RETURN TO:
CIANFRONE, NIKOLOFF, GRANT,
GREENBERG & SINCLAIR, P.A.
1964 BAYSHORE BLVD., SUITE A
DUNEDIN, FLORIDA 34698

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NOTICE OF PRESERVATION OF THE DECLARATION
OF COVENANTS CONDITIONS AND RESTRICTIONS
OF THE FAIRWAYS

Pursuant to Florida Statutes §712.05, The Fairways of Countryway Homeowners Association, Inc., whose post office address is 11315 Marlee Ct., Tampa, FL 33635 files this notice, that the Declaration of Covenants, Conditions and Restrictions of the Fairways originally recorded in O.R. Book 5603, Page 118 et seq., of the Public Records of Hillsborough County, Florida, has been preserved for thirty (30) years from the filing date of this notice. The Articles of Incorporation and the By-Laws of The Fairways of Countryway Homeowners Association, Inc., and any amendments to same, are attached hereto as Exhibit "A" and incorporated herein by this reference to comply with Florida Statutes requiring the Articles of Incorporation and By-Laws to be recorded.


Approval of the preservation of the Declaration of Covenants, Conditions and Restrictions of The Fairways was approved on November 3, 2015 by a vote of at least 2/3 of the members of the Board of Directors of The Fairways of Countryway Homeowners Association, Inc., conducted at a meeting after notice to the members of the Association owning a lot or lots within The Fairways pursuant to Florida Statutes §712.05.

An Affidavit of Delivery to Members was made by the Secretary or other appropriate officer of The Fairways of Countryway Homeowners Association, Inc., pursuant to Florida Statute §712.06(b) and is attached hereto and made a part hereof as Exhibit "B".

The Land affected by this notice is as described in the Plat recorded in Plat Book 65, Pages 30-1 through 30-3, inclusive, Public Records in and for Hillsborough County, Florida.


WITNESSES:

THE FAIRWAYS OF COUNTRYWAY
HOMEOWNERS ASSOCIATION, INC.

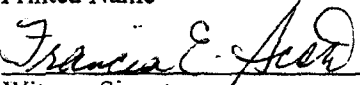


Witness Signature
GREG MOORE

Printed Name

By: 

Jeanne M. Burgess, as President



Witness Signature
Francis E. Scott

Printed Name

STATE OF FLORIDA

PREPARED BY AND RETURN TO:
CIANFRONE, NIKOLOFF, GRANT
GREENBERG & SINCLAIR, P.A.
1964 BAYSHORE BOULEVARD, SUITE A
DUNEDIN, FLORIDA 34698

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CERTIFICATE OF AUTHENTICITY AS TO THE ARTICLES OF INCORPORATION AND BY-LAWS OF THE FAIRWAYS OF COUNTRYWAY HOMEOWNERS ASSOCIATION, INC.

NOTICE IS HEREBY GIVEN that the attached Exhibit "1" constitutes a true and correct copy of the Articles of Incorporation of The Fairways of Countryway Homeowners Association, Inc. and the attached Exhibit "2" constitutes a true and correct copy of the By-Laws of The Fairways of Countryway Homeowners Association, Inc., as same may have been amended from time to time.

THE FAIRWAYS OF COUNTRYWAY HOMEOWNERS ASSOCIATION, INC. is the Homeowners Association organized for the purpose of administering a development known as The Fairways in Hillsborough County, Florida, in accordance with that certain Declaration of Covenants, Conditions and Restrictions for The Fairways, originally recorded in O.R. Book 5603, Page 118 et seq. of the Public Records of Hillsborough County, Florida, as same has been or may in the future be amended from time to time.

IN WITNESS WHEREOF, Joanne M. Burgess as President and Ron Breijo as acting Secretary, of THE FAIRWAYS OF COUNTRYWAY HOMEOWNERS ASSOCIATION, INC. have executed this Certificate in accordance with the authority vested in them as President and Secretary of the corporation, for and on behalf of the corporation, on this 28 day of November, 2015.

Two Witnesses as to
President:

Daniela Hernandez
Witness Signature
M. Daniela Hernandez.
Witness Printed Name

Gary L. Newcom
Witness Signature
GARY L. NEWCOM
Witness Printed Name

THE FAIRWAYS OF COUNTRYWAY
HOMEOWNERS ASSOCIATION, INC.

By: Joanne Burgess
Joanne M. Burgess, as President

Attest:
Ronald Breijo
Ronald Breijo, as Acting Secretary
Print Name

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, personally appeared Joanne M. Burgess and _____

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State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation, as amended to date, of THE FAIRWAYS OF COUNTRYWAY HOMEOWNERS ASSOCIATION, INC., a corporation organized under the laws of the State of Florida, as shown by the records of this office.

The document number of this corporation is N27963.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capital, this the
Twenty-sixth day of August, 2015



CR2EO22 (1-11)

Ken Detzner

Ken Detzner
Secretary of State

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ARTICLES OF INCORPORATION OF

THE FAIRWAYS OF COUNTRYWAY HOMEOWNERS ASSOCIATION, INC.

In compliance with the requirements of Chapter 617, Florida Statutes, the undersigned, being all residents of the State of Florida and of full age, hereby associate themselves together for the purpose of forming a corporation not for profit in accordance with the laws of the State of Florida, and certify as follows:

ARTICLE I

NAME

The name of this corporation is THE FAIRWAYS OF COUNTRYWAY HOMEOWNERS ASSOCIATION, INC., hereinafter called the "Association".

ARTICLE II

OFFICE

The initial principal office of this Association shall be located at 311 Park Place Blvd., Sixth Floor, Clearwater, FL 34619, which office may be changed from time to time by action of the Board of Directors.

ARTICLE III

REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent and office of the Association shall be Soroka and Eschau, P. A., 2515 Countryside Boulevard, Suite A, Clearwater, Florida 34621.

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 promote the health, safety, and general welfare of the residents within the property described on Exhibit A attached hereto and made a part hereof by reference, herein called the "Properties", and any additions thereto as may hereafter be brought within the jurisdiction of this Association. The purposes of this Association shall include, without limitation of the foregoing, the maintenance and architectural control of the residence lots, and Common Area within the Properties, and carrying out, enforcing and otherwise fulfilling its rights and responsibilities under and pursuant to that certain Declaration of Covenants, Conditions and Restrictions relating to the Properties now or hereafter recorded among the Public Records of Hillsborough County, Florida, and any amendments or modifications thereof, herein together called the "Declaration." The recording of an Amendment to the Declaration from time to time pursuant to Article VII thereof for the purpose of adding additional land shall automatically, and without need of amendment to these Articles of Incorporation or approval or consent of the Association or its members, bring such additional land within the jurisdiction of the Association, and such additional land shall be included within the term "Properties." If any amendment to the Articles of Incorporation is filed to reflect such additional

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and it shall not require consent or approval of the members of the Association, but may be executed by the President of the Association. All terms defined in the Declaration shall have the same meaning when used herein, such Declaration being incorporated herein by reference. For the foregoing purposes, this 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 the Declaration as the name may be amended from time to time as therein provided;

(b) fix, levy, collect and enforce payment 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 this Association, including all license fees, taxes, or governmental charges levied or imposed against the real or personal property of this Association;

(c) acquire, either by gift, purchase or otherwise, and to own, hold, improve, build upon, operate, maintain, convey, sell, lease or transfer, or otherwise dispose of real or personal property, or interests therein, in connection with the affairs of this Association;

(d) borrow money, and upon two-thirds (2/3) vote of each class of members, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) dedicate, sell, or transfer all or any part of this Association's property to any public body or governmental agency or authority, or any public or private utility for such purposes and subject to such conditions as may be agreed to by the members;

(f) grant easements as to the Common Area to public and private utility companies, and to public bodies or governmental agencies or other entities or persons, without cost or charge, where convenient, desirable or necessary in connection with the development of the properties, and the providing of utility and other services thereon;

(g) participate in mergers and consolidations with other non-profit corporations organized for similar purposes, provided that any such merger or consolidation shall have been approved by a two-thirds (2/3) vote of each class of members;

(h) annex additional real property in accordance with the provisions of the Declaration, with such annexations, when completed in accordance with the provisions of the Declaration, extending the jurisdiction, function, duties, and membership of the Association to the real property thereby annexed;

(i) adopt, alter, amend, and rescind reasonable rules and regulations from time to time, which rules and regulations shall be consistent with the rights and duties established by the Declaration and with the provisions of these Articles of Incorporation;

(j) contract for the maintenance and management of the Common Area and to authorize a management agent to assist the Association in carrying out its powers and duties under the Declaration;

(k) to adopt such annual budgets as are necessary to carry out the provisions of the Declaration; and

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(k) have and exercise any and all powers, rights, and privileges which a corporation organized under Chapter 617, Florida Statutes by law 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 lot which is subject by the provisions of the Declaration to assessment by this Association, shall be a member of this Association. The foregoing does not include persons or entities who hold a leasehold interest or an interest merely as security for the performance of an obligation. Ownership, as defined above, shall be the sole qualification for membership. When any lot is owned of record by two or more persons or other legal entity, all such persons or entities shall be members. An owner of more than one lot shall be entitled to one membership for each lot owned by him. Membership shall be appurtenant to and may not be separated from ownership of any lot which is subject to assessment, and shall be automatically transferred by the conveyance of that lot. U.S. Home Corporation, a Delaware corporation, herein called the "Declarant", shall be a member of the Association so long as it owns one (1) or more lots.

ARTICLE VI

VOTING RIGHTS

This Association shall have two classes of voting membership, Class A and Class B. All votes shall be cast in the manner provided in the by-laws. The two classes of voting memberships, and voting rights related thereto, are as follows:

1. Class A. Class A members shall be all Owners, and shall be entitled to one (1) vote for each lot owned; provided, however, that so long as there is Class B membership, the Declarant shall not be a Class A member. When more than one person or entity holds an interest in any lot, the vote for such lot shall be exercised as such persons determine, but in no event shall more than the number of votes hereinafter designated be cast with respect to such lot nor shall any split vote be permitted with respect to such lot. Every Owner of a lot within the Properties who is a Class A member, shall be entitled to one (1) vote for that lot.

2. Class B. The Class B member shall be the Declarant until such Class B membership is converted to Class A at Declarant's option or as hereinafter set forth. Class B Lots shall be all Lots owned by Declarant which have not been converted to Class A as provided below. The Declarant shall be entitled to three (3) votes for each Class B Lot which it owns.

3. Termination of Class B. From time to time, Class B membership may cease and be converted to Class A membership and any Class B Lots then subject to the terms of this Declaration shall become Class A Lots upon the happening of any of the following events, whichever occurs earliest:

- (a) when 75% of the lots are conveyed to Owners, other than Declarant; or
- (b) on December 31, 1996; or
- (c) when the Declarant waives in writing its rights to Class B membership.

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ARTICLE V BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of Directors, which so long as Class B membership shall exist, shall consist of three (3) directors, and thereafter shall consist of not less than three (3) nor more than nine (9) directors. Directors shall be members of the Association; provided, however, that so long as Class B membership shall exist, directors need not be members of the Association. The names and addresses of the persons who are to act in the capacity of directors until their successors are elected and qualified, unless they sooner shall die, resign or be removed, are:

| <u>NAME</u> | <u>ADDRESS</u> |
|-----------------|---|
| Brian Loftus | 311 Park Place Blvd. Sixth Floor Clearwater, FL 34619 |
| Francine Miller | 311 Park Place Blvd. Sixth Floor Clearwater, FL 34619 |
| Carole Deklerow | 311 Park Place Blvd. Sixth Floor Clearwater, FL 34619 |

The initial Board of Directors herein designated shall serve until Class B membership has ceased and been converted to Class A membership and until the first annual membership meeting thereafter, at which time the members shall elect three (3) directors for a term of one year. Directors elected at the first such annual membership meeting, and thereafter, shall serve for a period of one year, and until their successors have been duly elected and qualified. So long as Class B membership shall exist, any member of the Board of Directors may be removed, with or without cause, but only by the Class B member, and any vacancies occurring on the Board of Directors may only be filled by appointment by the Class B member.

ARTICLE VIII

OFFICERS

The Association shall be administered by a president, vice president, secretary and treasurer, and such other officers as may be designated in the By-laws, and shall be elected at the time and in the manner prescribed in the By-laws. The names and addresses of the initial officers who shall serve until their successors are designated by the Board of Directors are as follows:

| <u>NAME</u> | <u>OFFICE</u> | <u>ADDRESS</u> |
|-----------------|-------------------------|---|
| Brian Loftus | President | 311 Park Place Blvd. Sixth Floor Clearwater, FL 34619 |
| Francine Miller | Vice President | 311 Park Place Blvd. Sixth Floor Clearwater, FL 34619 |
| Carole Deklerow | Secretary/ Treasurer | 311 Park Place Blvd. Sixth Floor Clearwater, FL 34619 |

Officers need not be members of the Association.

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ARTICLE IX

SUBSCRIBER

The name and address of the subscriber to these Articles of Incorporation is as follows:

| <u>NAME</u> | <u>ADDRESS</u> |
|------------------|--|
| Julius J. Zschau | 2515 Countryside Boulevard Suite A Clearwater, Florida 34623 |

ARTICLE X

DISSOLUTION

This Association may be dissolved with the assent given in writing and signed by members entitled to cast not less than two-thirds (2/3) of the votes of each class of members. Upon dissolution of this Association, other than incident to a merger or consolidation, the assets of this Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes, but in no event shall such assets inure to the benefit of any member or other private individual.

ARTICLE XI

DURATION

This Association shall exist perpetually.

ARTICLE XII

BY-LAWS

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

ARTICLE XIII

AMENDMENTS

Any amendment of these Articles shall require the assent or written consent of the members entitled to cast fifty-one (51%) of the total votes able to be cast at any regular or special meeting of the membership duly called and convened. No such amendment may diminish any rights of the Class B member, however, unless joined in by such Class B member.

ARTICLE XIV

INDEMNIFICATION

Every director and every officer of the Association shall be indemnified by the Association to the fullest extent of the law

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against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed on him in connection with any proceeding or settlement of any 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, whether or not he is a director or officer at the time such expenses are incurred. 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.

ARTICLE XV

PHA/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. Such approval may be presumed by any third party upon the filing or recording of any document taking such action or actions.

ARTICLE XVI

INTERPRETATION

Express reference is hereby made to the terms, provisions, definitions, and rules of interpretation contained in the Declaration where necessary to interpret, construe, and clarify the provisions of these Articles. In subscribing and filing these Articles, it is the intent of the undersigned that the provisions hereof be consistent with the provisions of the Declaration and, to the extent not prohibited by law, that the provisions of these Articles and of the Declaration be interpreted, construed, and applied so as to avoid inconsistencies or conflicting results.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, the undersigned, constituting the subscriber of this Association, has executed these Articles of Incorporation this 18th day of August, 1988.

Julius J. Zschau
Julius J. Zschau

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, on this 18th day of August, 1988, personally appeared Julius J. Zschau, to me well known to be the person described in and who signed the foregoing Articles of Incorporation and acknowledged to me that he executed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.

Lois A. Hartmann
NOTARY PUBLIC, STATE OF FLORIDA AT
LARGO

Notary Public, State of Florida
My Commission Expires Feb. 17, 1992

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~~ACCEPTANCE OF REGISTERED AGENT~~

Having been named to accept service of process for the above named corporation at the place designated in these Articles of Incorporation, the undersigned hereby accepts to act in this capacity, and agrees to comply with the provisions of the laws of the state of Florida relative to keeping such open office.

SOROTA AND ZSCHAU, P.A.

By

Julius J. Zschau
Julius J. Zschau

Date

August 18, 19 88

FILED
1988 AUG 18 11 11 AM
MONTGOMERY COUNTY CLERK

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FIRST ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
THE FAIRWAYS OF COUNTRYWAY HOMEOWNERS ASSOCIATION, INC.

Pursuant to Section 617.02, Florida Statutes, and in accordance with Article XIII of its Articles of Incorporation, the undersigned corporation, by and through its duly authorized officers, hereby adopts the following Articles of Amendment to its Articles of Incorporation:

1. Article V of the Articles of Incorporation is hereby deleted in its entirety and substituted in lieu thereof shall be the following:

ARTICLE V

MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject by the provisions of the Declaration to assessment by this Association, shall be a member of this Association. The foregoing does not include persons or entities who hold a leasehold interest or an interest merely as security for the performance of an obligation. Ownership, as defined above, shall be the sole qualification for membership. When any Lot is owned of record by two or more persons or other legal entity, all such persons or entities shall be members. An Owner of more than one Lot shall be entitled to one membership for each Lot owned by him, except that when more than one Lot is used for one dwelling, membership shall apply to such Lots as if they were a single Lot. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment, and shall be automatically transferred by the conveyance of that Lot. Waters Avenue Corp., a Florida corporation, herein called the "Declarant", shall be a member of the Association so long as it owns one (1) or more Lots.

2. Except as specifically set forth in Paragraphs 1 and 2 above, all other provisions of the Articles of Incorporation shall remain unchanged, and shall continue in full force and effect.

3. The foregoing Amendment to the Articles was duly adopted by 100% of the members of the association on November 22, 1988.

IN WITNESS WHEREOF, the undersigned duly authorized officers have executed these First Articles of Amendment on the 22 day of November, 1988.

Signed, sealed and delivered in the presence of:

Stanica Hardy

Merrill Ann Parks

THE FAIRWAYS OF COUNTRYWAY HOMEOWNERS ASSOCIATION, INC.

By Don [Signature]
President

Attest: Cawell [Signature]
Secretary

(CORPORATE SEAL)

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OF

THE FAIRWAYS OF COUNTRYWAY HOMEOWNERS ASSOCIATION, INC.

ARTICLE I

NAME AND LOCATION

Section 1. Name. The name of the corporation is THE FAIRWAYS OF COUNTRYWAY HOMEOWNERS ASSOCIATION, INC., hereinafter referred to as the "Association."

Section 2. Location. The principal office of the Association shall be located at 311 Park Place Blvd, Sixth Floor, Clearwater, Florida 34619, but meetings of members and directors may be held at such places within the State of Florida as may be designated by the Board of Directors.

ARTICLE II

DEFINITIONS

Section 1. "Association" shall mean and refer to THE FAIRWAYS OF COUNTRYWAY HOMEOWNERS ASSOCIATION, INC., its successors and assigns.

Section 2. "Properties" shall mean and refer to that certain real property described in the Declaration of Covenants, Conditions and Restrictions, and such additions thereto as may hereafter be brought within the jurisdiction of the Association.

Section 3. "Construction Parcel" shall mean any lot shown on any original plat of the Properties.

Section 4. "Lot" shall mean and refer to the least fractional part of the subdivided lands within any duly recorded plat of any subdivision which prior to or subsequently to such platting is made subject to the terms of the Declaration and which has limited fixed boundaries and an assigned number, letter or other name through which it may be identified; provided, however, that "Lot" shall not mean any Common Area.

Section 5. "Owner" shall mean and refer to the record owner, whether one or more persons or entities, of the fee simple title to any Lot which is a part of the Properties, including contract sellers,

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but excluding those having such interest merely as security for the performance of an obligation.

Section 6. "Declarant" shall mean and refer to WATERS AVENUE CORP., a Florida corporation, its successors and assigns if such successors or assigns should acquire more than one undeveloped Lot from Declarant for the purpose of development.

Section 7. "Declaration" shall mean and refer to the Declaration of Covenants, Conditions and Restrictions applicable to the Properties recorded in O.R. Book 5603, at page 118, Public Records of Hillsborough County, Florida, and any duly recorded amendments thereto.

Section 8. "Member" shall mean and refer to those persons entitled to membership as provided in the Declaration.

Section 9. "Voting Member" shall mean the owner authorized to cast the vote for a Lot as set forth in the Declaration.

ARTICLE III

MEETING OF MEMBERS

Section 1. Annual Meetings. The first annual meeting of the members shall be held within one (1) year from the date of incorporation of the Association, and each subsequent regular meeting of the members shall be held on the same day of the same month of each year thereafter, at the hour of 8:00 o'clock, P.M. If the day for the annual meeting of the members is a legal holiday, the meeting will be held at the same hour on the first day following which is not a legal holiday.

Section 2. Special Meetings. Special meetings of the members may be called at any time by the president or by the Board of Directors, or upon written request of the members who are entitled to vote one-fourth (1/4) of all of the votes of the Class A Voting members.

Section 3. Notice of Meeting. Written notice of each meeting of the members shall be given by, or at the direction of the secretary or person authorized to call the meeting, by mailing a copy of such notice, postage prepaid, at least fifteen (15) days before such meeting

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to each member entitled to vote thereat, addressed to the member's address last appearing on the books of the Association, or supplied by such member to the Association for the purpose of notice. Such notice shall specify the place, day and hour of the meeting, and, in the case of a special meeting, the purpose of the meeting.

Section 4. Quorum. The presence at the meeting of members entitled to cast, or of proxies entitled to cast, one-third (1/3) of the votes of each class of membership shall constitute a quorum for any action except as otherwise provided in the Articles of Incorporation, the Declaration, or these By-Laws. If, however, such quorum shall not be present or represented at any meeting, the members entitled to vote thereat shall have power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum as aforesaid shall be present or be represented.

Section 5. Proxies. At all meetings of members, each voting member may vote in person or by proxy. All proxies shall be in writing and filed with the secretary. Every proxy shall be revocable and shall automatically cease upon conveyance by the member of his Lot.

Section 6. Place. All members meetings shall be held within Hillsborough County, Florida.

BOARD OF DIRECTORS: SELECTION: TERM OF OFFICE

Section 1. Number. The affairs of this Association shall be managed by a Board of three (3) directors, who need not be members of the Association.

Section 2. Term of Office. At the first annual meeting the members shall elect three (3) directors for a term of one (1) year and at each annual meeting thereafter the members shall elect three (3) directors for a term of one (1) year.

Section 3. Removal. Any director may be removed from the Board, with or without cause, by a majority vote of the voting members of the Association. In the event of death, resignation or removal of a director, his successor shall be selected by the remaining members of the Board and shall serve for the unexpired term of his predecessor.

Section 4. Compensation. No director shall receive compensation for any service he may render to the Association. However, any direc-

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tor may be reimbursed for his actual expenses incurred in the performance of his duties.

Section 5. Action Taken Without a Meeting. The directors shall have the right to take any action in the absence of a meeting which they could take at a meeting by obtaining the written approval of all the directors. Any action so approved shall have the effect as though taken at a meeting of the directors.

ARTICLE V

NOMINATION AND ELECTION OF DIRECTORS

Section 1. Nomination. Nomination for election to the Board of Directors shall be made by a Nominating Committee. Nominations may also be made from the floor at the annual meeting. The Nominating Committee shall consist of a Chairman, who shall be a member of the Board of Directors, and two (2) or more members of the Association. The Nominating Committee shall be appointed by the Board of Directors prior to each annual meeting of the members, to serve from the close of such annual meeting until the close of the next annual meeting and such appointment shall be announced at each annual meeting. The Nominating Committee shall make as many nominations for election to the Board of Directors as it shall in its discretion determine, but not less than the number of vacancies that are to be filled. Such nominations may be made from among members or non-members.

Section 2. Election. Election to the Board of Directors shall be by secret written ballot unless unanimously waived by the voting members present at the meeting. At such election the members or their proxies may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provisions of the Declaration. The persons receiving the largest number of votes shall be elected. Cumulative voting is not permitted.

ARTICLE VI

MEETINGS OF DIRECTORS

Section 1. Regular Meetings. Regular meetings of the Board of Directors shall be held as the Board may from time to time establish at such place and hour as may be fixed from time to time by resolution

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of the Board. Should said meeting fall upon a legal holiday, then that meeting shall be held at the same time on the next day which is not a legal holiday.

Section 2. Special Meetings. Special meetings of the Board of Directors shall be held when called by the president of the Association, or by any two (2) directors, after not less than three (3) days notice to each director.

Section 3. Quorum. A majority of the number of directors shall constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the directors present at a duly held meeting at which a quorum is present shall be regarded as the act of the Board.

ARTICLE VII

POWERS AND DUTIES OF THE BOARD OF DIRECTORS

Section 1. Powers. The Board of Directors shall have power to:

(a) exercise for the Association all powers, duties and authority vested in or delegated to this Association and not reserved to the membership by other provisions of these By-Laws, the Articles of Incorporation, or the Declaration.

(b) declare the office of a member of the Board of Directors to be vacant in the event such member shall be absent from three (3) consecutive regular meetings of the Board of Directors.

Section 2. Duties. It shall be the duty of the Board of Directors to:

(a) cause to be kept a complete record of all its acts and corporate affairs and to present a statement thereof to the members at the annual meeting of the members, or at any special meeting when such statement is requested in writing by one-fourth (1/4) of the Class A members who are entitled to vote:

(b) supervise all officers, agents and employees of this Association, and to see that their duties are properly performed;

(c) as more fully provided in the Declaration, to:

(1) fix the amount of the annual assessment against

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each lot at least thirty (30) days in advance of each annual assessment period.

(2) send written notice of each assessment to every owner subject thereto at least thirty (30) days in advance of each annual assessment period; and

(3) foreclose the lien against any property for which assessments are not paid within thirty (30) days after due date or to bring an action at law against the owner personally obligated to pay the same.

(d) issue, or cause an appropriate officer to issue, upon demand by any person, a certificate setting forth whether or not any assessment has been paid. A reasonable charge may be made by the Board for the issuance of these certificates. If a certificate states an assessment has been paid, such certificate shall be conclusive evidence of such payment;

(e) procure and maintain adequate liability and hazard insurance on property owned by the Association;

(f) cause all officers or employees having fiscal responsibilities to be bonded, as it may deem appropriate;

ARTICLE VIII

OFFICERS AND THEIR DUTIES

Section 1. Enumeration of Officers. The officers of this Association shall be a president and vice-president, who shall at all times be members of the Board of Directors, a secretary, and a treasurer, and such other officers as the Board may from time to time by resolution create.

Section 2. Election of Officers. The election of officers shall take place at the first meeting of the Board of Directors following each annual meeting of the members.

Section 3. Term. The officers of this Association shall be elected annually by the Board and each shall hold office for one (1) year unless he shall sooner resign, or shall be removed, or otherwise disqualified to serve.

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Section 4. Special Appointments. The Board may elect such other officers as the affairs of the Association may require, each of whom shall hold office for such period, have such authority, and perform such duties as the Board may, from time to time determine.

Section 5. Resignation and Removal. Any officer may be removed from office with or without cause by the Board. Any officer may resign at any time giving written notice to the Board, the president or the secretary. Such resignation shall take effect on the date of receipt of such notice or at any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 6. Vacancies. A vacancy in any office may be filled by appointment by the Board. The officer appointed to such vacancy shall serve for the remainder of the term of the officer he replaces.

Section 7. Multiple Offices. The offices of secretary and treasurer may be held by the same person. No person shall simultaneously hold more than one (1) of any of the other offices except in the case of special offices created pursuant to Section 4 of this Article.

Section 8. Duties. The duties of the officers are as follows:

(a) President: The president shall preside at all meetings of the Board of Directors; shall see that orders and resolutions of the Board are carried out; shall sign all leases, mortgages, deeds and other written instruments and shall co-sign all checks and promissory notes and may affix the corporate seal as may be required on any document.

(b) Vice-President: The vice-president shall act in the place and stead of the president in the event of his absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required of him by the Board.

(c) Secretary: The secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the members; keep the corporate seal of the Association and affix it, if the president does not, on all papers requiring said seal; serve

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notice of meetings of the Board and of the members; keep appropriate current records showing the members of the Association together with their addresses, and shall perform such other duties as required by the Board.

(d) Treasurer: The Treasurer shall receive and deposit in appropriate bank accounts all monies of the Association and shall disburse such funds as directed by resolution of the Board of Directors; shall sign all checks and promissory notes of the Association; keep proper books of accounts', cause an annual audit of the Association books to be made by a public accountant at the completion of each fiscal year; and shall prepare an annual budget and a statement of income and expenditures to be presented to the membership at its regular annual meeting, and deliver a copy of each to the members.

ARTICLE IX

COMMITTEES

The Association shall appoint an Architectural Control Committee, as provided in the Declaration, and a Nominating Committee, as provided in these By-Laws. In addition, the Board of Directors shall appoint other committees as deemed appropriate in carrying out its purpose.

ARTICLE X

BOOKS AND RECORDS

The books, records and papers of the Association shall at all times, during reasonable business hours, be subject to inspection by any member. The Declaration, the Articles of Incorporation and the By-Laws of the Association shall be available for inspection by any member at the principal office of the Association, where copies may be purchased at reasonable cost.

ARTICLE XI

ASSESSMENTS

As more fully provided in the Declaration, each member is obligated to pay to the Association annual and special assessments which

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are secured by a continuing lien upon the property against which the assessment is made. Any assessments which are not paid when due shall be delinquent. If the assessment is not paid within thirty (30) days after the due date, the assessment shall bear interest from the date of delinquency at the highest rate allowed under Florida law, and the Association may bring an action at law against the owner personally obligated to pay the same or foreclose the lien against the property, and interest, costs, and reasonable attorneys' fees of any such action shall be added to the amount of such assessment. No owner may waive or otherwise escape liability for the assessments provided for herein by non-use or abandonment of his Lot.

ARTICLE XII

CORPORATE SEAL

The Association shall have a seal in circular form having within its circumference the name of the Association, the year and state of incorporation and the words "Corporation not-for-profit".

ARTICLE XIII

AMENDMENTS

These By-Laws may be amended, from time to time, at a regular or special meeting of the members, by the assent of a majority of the aggregate Class A votes and Class B votes outstanding and duly qualified to vote at the time such amendment is made. Amendments to these By-Laws may be proposed, in writing, by the Board of Directors or by a written resolution signed by not less than ten (10) Class A members. As long as there is a Class B membership, HUD or FHA/VA shall have the right to veto amendments.

ARTICLE XIV

CONFLICTS

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


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ARTICLE XV

FISCAL YEAR

The fiscal year of the corporation shall begin on January 1 of each year and end on December 31 of each year.


IN WITNESS WHEREOF, we, being all of the directors of THE FAIRWAYS OF COUNTRYWAY HOMEOWNERS ASSOCIATION, INC., have hereunto set our hands this 22 day of November, 1988.



BRIAN LOFTUS



FRANCINE MILLER



CAROLE DEKLEROW

THIS IS NOT A
AFFIDAVIT OF DELIVERY TO MEMBERS
(MEMBERS OWNING LOT(S) WITHIN THE FAIRWAYS)
CERTIFIED COPY

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

Before me the undersigned authority, personally appeared Ronald A. Breijo, being first sworn, deposes and says:

1. Affiant is the current Secretary of The Fairways of Countryway Homeowners Association, Inc., and has personal knowledge of the facts and circumstances set forth in this affidavit.

2. On August 11, 2015, the Board of Directors for The Fairways of Countryway Homeowners Association, Inc., caused a proper Notice of Meeting of the Board of Directors taking place on November 3, 2015 at 6 p.m. at Countryway Golf Clubhouse, together with the Statement of Marketable Title Action, substantially conforming to that set forth in Florida Statutes §712.06, to be delivered to all of the members of The Fairways of Countryway Homeowners Association, Inc. owning a Lot or Lots within The Fairways, by hand delivery/mail on or before October 3, 2015.

FURTHER AFFIANT SAYETH NAUGHT

THE FAIRWAYS OF COUNTRYWAY
HOMEOWNERS ASSOCIATION, INC.

By: Ronald Breijo
Ronald Breijo, as Acting Secretary
Printed Name

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 28 day of November, 2015, by Ronald A. Breijo, as Acting Secretary of THE FAIRWAYS OF COUNTRYWAY HOMEOWNERS ASSOCIATION, INC., a Florida not-for-profit corporation, on behalf of the corporation. He/She is personally known to me or has produced F0DLB620721480990 as identification and did take an oath.

My Commission Expires September 9, 2018



Annela Hernandez G.
Notary Public

EXHIBIT "B"