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LAWRENCE J. SEMENTO, P.A.

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Eustis, Florida 32726

Lawrence J. Semento  
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September 8, 2000

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL. 32314

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-09/11/00--01087--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Downtown Promotions, Inc.

Dear Sirs:

In regard to the above, enclosed please find Articles of Incorporation, Certificate Designating Registered Agent, and check in the amount of \$70.00 for the filing fee. If all is in order, I would request that the Articles be filed in the records of the Secretary of State.

Thank you for your cooperation.

Very truly yours,

Lawrence J. Semento

LJS/ljs

FILED  
00 SEP 11 AM 10:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

JK 9/13

**ARTICLES OF INCORPORATION  
OF  
DOWNTOWN PROMOTIONS, INC.  
(A Corporation Not-for-Profit)**

**FILED**  
00 SEP 11 AM 10:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators of the Corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such Corporation:

**ARTICLE I - NAME**

The name of the Corporation is: DOWNTOWN PROMOTIONS, INC.

**ARTICLE II - DURATION**

The period of duration of the Corporation is perpetual, unless sooner dissolved in accordance with the laws of the State of Florida, or by a court of competent jurisdiction.

**ARTICLE III - PURPOSES**

The purposes of this Corporation shall be to raise and collect funds, and to foster and encourage promotional events in downtown Eustis, Florida; and to transact any and all lawful business and to do all other things incidental to or connected with the foregoing that are not forbidden by the Florida corporation laws or by other law, or by the Articles of Incorporation, and to carry out the said purposes in any state, territory, district, or possession of the United States of America, or any foreign country.

**ARTICLE IV - ADDRESS**

The initial principal address of the Corporation shall be 32 E. Magnolia, Suite 2, Eustis, Florida 32726, and the initial mailing address shall be Post Office Box 164, Eustis, Florida 32727-0614.

**ARTICLE V - MEMBERSHIP**

The qualifications for membership in the Corporation and the manner of admission of members shall be determined and regulated according to the Bylaws of the Corporation.

**ARTICLE VI - DIRECTORS AND OFFICERS**

The number, qualifications, and manner of electing directors and officers of the Corporation shall be determined and regulated according to the Bylaws of the Corporation.

**ARTICLE VII - INITIAL REGISTERED AGENT**

The initial street address in Florida of the initial registered office in this state of the Corporation is 531 North Bay Street, Eustis, Florida 32726, and the name of the initial registered agent at such address is LAWRENCE J. SEMENTO.

**ARTICLE VIII - NON-PAYMENT OF DIVIDENDS**

No part of the Corporation's profits shall be distributed to its directors or officers, and the Corporation shall not have or issue shares of stock nor pay dividends. Nothing herein shall be construed to preclude any officer or director from serving the Corporation in some other capacity or from receiving reasonable compensation for services actually rendered to the Corporation in effecting one or more of its purposes.

**ARTICLE IX - INCORPORATORS**

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

<u>NAME</u>	<u>ADDRESS</u>
Danny McManus	350 Lakeshore Drive, Eustis, Florida 32726
Robert Cameron	40 W. Pendelton Avenue, Eustis, Florida 32726
Richard Bock	42 E. Magnolia Avenue, Eustis, Florida 32726

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation on this 8<sup>th</sup> day of September, 2000.

Danny McManus  
DANNY McMANUS

Robert Cameron  
ROBERT CAMERON

Richard R. Bock  
RICHARD BOCK

STATE OF FLORIDA  
COUNTY OF LAKE

BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgments in the State of Florida, personally appeared DANNY McMANUS, ROBERT CAMERON and RICHARD BOCK, who [] are personally known to me, or who [] have produced \_\_\_\_\_ as identification, and who acknowledged before me that they subscribed these Articles of Incorporation.

WITNESS my hand and official seal in the County and State last aforesaid this the 8<sup>th</sup> day of September, 2000.



Sharon A. Cole  
MY COMMISSION # CC738253 EXPIRES  
June 26, 2002  
BONDED THRU TROY FAIN INSURANCE, INC.

Sharon A. Cole  
Notary Public Signature

Printed/Typed Name \_\_\_\_\_  
Commission Number: \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_

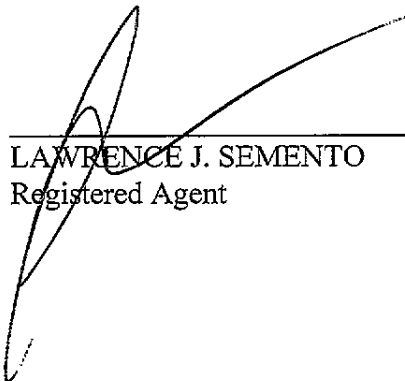
**DESIGNATION OF REGISTERED AGENT**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

That DOWNTOWN PROMOTIONS, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at City of Eustis, County of Lake, State of Florida, has named Lawrence J. Semento as its agent to accept service of process within this state.

**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

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.



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LAWRENCE J. SEMENTO  
Registered Agent

**FILED**  
00 SEP 11 AM 10:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA