

No 4000009/66

(Requestor's Name)

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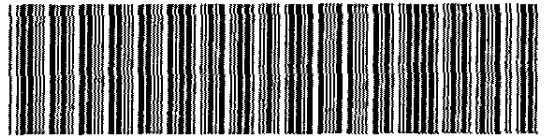
(Business Entity Name)

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DIVISION OF CORPORATIONS
04 SEP 22 AM 1:10

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TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: HISTORICAL PRESERVATION, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee &
Certificate of
Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: HARLEY C. GILMORE
Name (Printed or typed)

900 Lithia Pinecrest Rd.
Address

BRANDON, FL 33511-6121
City, State & Zip

(813) 657-4110
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

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**ARTICLES OF INCORPORATION
OF
Historical Preservation, Inc.
A Florida "Not for Profit" Corporation**

The undersigned, acting as incorporator of a corporation under Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be: Historical Preservation, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 900 Lithia Pinecrest Road, Brandon Florida 33511-6121.

ARTICLE III PURPOSE

The purposes for which this corporation is formed are exclusively charitable, educational and scientific and consist of the following:

1. To have the right to own, and carry out all normal business transactions or be given the right to physically hold position of for others, any artifacts, documents, papers, books, pictures or other materials which may have historical value or be of interest to the general public.
2. To have the right to establish one or more museums, historical monuments, private parks, or other types of historical dedications for the purposes of historical preservation. More particularly, to conduct programs and activities, sponsor research, sponsor promotions, raise funds, request and receive grants, gifts, contributions, dues and bequests of money, real and personal property; or acquire, receive, hold, invest, and administer, in its own name, securities, funds, objects of value, or other property, real or personal; and make expenditures and distributions to or for the benefit of historical preservation.
3. To aid, support, and assist by gifts, contributions, or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable, educational or scientific purposes, no part of the net earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.

4. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, associations, trusts, institutions, foundations, or governmental bureaus, departments or agencies.

5. All of the foregoing purposes shall be exercised exclusively for charitable, educational or scientific purposes in such a manner that the Corporation will qualify as an exempt organization under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

501(c)(3) LIMITATIONS

1. **CORPORATE PURPOSES:** Notwithstanding any other provision of these articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal and state income tax under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

2. **EXCLUSIVITY:** The Corporation is organized exclusively for charitable, educational or scientific purposes.

3. **NO PRIVATE INUREMENT:** The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the Directors, Officers, or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's charitable, educational or scientific purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable, educational or scientific purposes no part of which shall inure to the benefit of any individual.

4. **LOBBYING AND POLITICAL CAMPAIGNS:** No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, except for that which may have specific impact or benefit on the purpose or goals of the corporation and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.

5. DISSOLUTION: Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code of 1986 to be used exclusively for charitable, educational or scientific purposes. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

6. "PRIVATE FOUNDATION" PROVISIONS: In the event this Corporation is considered to be a "Private Foundation" by the U.S. Internal Revenue Service under provisions of the United States Code the following provisions apply:

a.) The Corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

b.) The Corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

c.) The Corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

d.) The Corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

e.) The Corporation will not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IV MANNER OF ELECTION

DURATION/MEMBERSHIP: The period of duration is perpetual. The qualification for members, if any and the manner of their admission shall be regulated by the bylaws.

BOARD OF DIRECTORS: The method of selection of the Board of Directors and number of directors shall be stated in the bylaws.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

The names, addresses and specific titles of the initial Incorporators are:

Harley C. Gilmore
900 Lithia Pinecrest Road
Brandon, Florida 33511-6121
Director, President, Vice President, Secretary & Treasurer.

Ralph VanBlarcom
23120 Dover Drive
Land O' Lakes, Florida 34639-4277
Director

Steve Saunders
305 Suzette Drive
Brandon, Florida 33511-6026
Director

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the registered agent of the corporation is: Harley C. Gilmore, 900 Lithia Pinecrest Road, Brandon, Florida 33511-6121.

ARTICLE VII INDEMNIFICATION

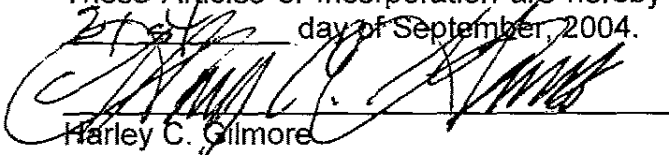
Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he or she is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him or her (or by such heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his or her duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.

ARTICLE VIII INCORPORATOR

The name and address of the incorporator is: Harley C. Gilmore, 900 Lithia Pinecrest Road, Brandon, Florida 33511-6121.

EXECUTION

These Articles of Incorporation are hereby executed by the incorporator on this 21st day of September, 2004.

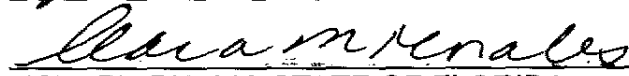


Harley C. Gilmore

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared Harley C. Gilmore who is either personally known to me or who produced a valid Florida Driver's license, executed the foregoing instrument as incorporator and acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid, this 21st day of September, 2004.



NOTARY PUBLIC STATE OF FLORIDA
My Commission Expires:



Clara M. Morales
MY COMMISSION # DD192398 EXPIRES
March 11, 2007
BONDED THRU TROY FAIN INSURANCE, INC

**REGISTERED AGENT'S
ACCEPTANCE OF APPOINTMENT**

Having been named as registered agent to accept service of process for the above stated corporation, Historical Preservation, Inc., at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity. I hereby accept my appointment as registered agent for Historical Preservation, Inc., a Florida not for Profit Corporation.



Harley C. Gilmore

Date: Sept 21, 2004

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DIVISION OF CORPORATIONS
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