

Division of Corporations

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To:

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From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : 120000000195
Phone : (850) 521-1000
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FLORIDA PROFIT/NON PROFIT CORPORATION

PROJECT HOMETOWN CITIZENS COMMITTEE, INC.

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**ARTICLES OF INCORPORATION
OF
Project Hometown Citizens Committee, Inc.**

ARTICLE I: NAME

The name of the corporation shall be: Project Hometown Citizens Committee, Inc. (the "Corporation").

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be:

240 Spring Lake Hills Dr
Altamonte Springs, FL 32714

ARTICLE III. PURPOSE

The purpose for which the corporation is organized is to promote the social welfare, further the common good and general well being of the public, and bring about civic betterment by improving the quality of life within the Orlando / Orange County area by promoting government participation in the development and financing of a downtown campus for the University of Central Florida, a new performing arts center, renovations to the Citrus Bowl, a new sports and entertainment arena, and a revitalized downtown retail and entertainment district.

In furtherance thereof, the Corporation may receive property by gift, devise or bequest, invest, and reinvest the same, and apply the income and principal thereof and engage in any lawful act or activity for which corporations may be organized under the Florida Not for Profit Corporation Act.

In furtherance of its exclusively charitable purposes, the Corporation shall have all the general powers enumerated in Section 617.0302 of the Florida Not for Profit Corporation Act as now in effect or as may hereafter be amended together with the power to solicit grants and contributions for such purposes.

ARTICLE IV. MANNER OF ELECTION

The manner in which the directors are elected or appointed shall be as stated in the Corporation's Bylaws.

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ARTICLE V. INITIAL DIRECTORS AND/OR OFFICERS

There shall be at least three directors who shall be elected or appointed as provided in the Bylaws of the Corporation. The number of directors may be increased or decreased from time to time, but there shall be at least three (3) directors at all times. The number of directors constituting the initial Board of Directors is three and the names and addresses, including street and number of the persons who are to serve as the initial directors until the organizational meeting or until their successors are elected and qualify are as follows:

<u>Name</u>	<u>Address</u>
Jim Heekin	240 Spring Lake Hills Dr Altamonte Springs, FL 32714
Steve Albert	9150 Lake Fischer Blvd Orlando, FL 34786
Pete Dipasqua	2138 Lake Dr Winter Park, FL 32789

ARTICLE VI. INITIAL REGISTERED AGENT

The address, including street and number, of the initial registered office of the Corporation is: 1201 Hays Street, Tallahassee, FL 32301. The initial registered agent at such address is Corporation Service Company. The Board of Directors may change the Corporation's registered agent or the location of the Corporation's registered agent in accordance with applicable law.

ARTICLE VII. MEMBERS

The Corporation shall have no members.

ARTICLE VIII. REGULATION OF AFFAIRS

Provisions for the regulation of the internal affairs of the Corporation, including provisions for distribution of assets on dissolution or final liquidation are as follows:

- A. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to any director or officer of the Corporation, or any other private person, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to or for the Corporation and to make payments and distributions in furtherance of the purposes set forth in Article III.
- B. Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not directly or indirectly carry on any activity, which would prevent it from obtaining exemption from federal income taxation as a corporation described in section 501(c)(4) of the Code, or cause it to lose such exempt status.

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C. In the event of dissolution or final liquidation of the Corporation, all remaining assets and property shall, after paying or making provision for the payment of all of the liabilities and obligations of the Corporation and for necessary expenses thereof, be distributed to such organization or organizations organized and operated exclusively for charitable purposes as shall at the time qualify as an exempt organization organizations under section 501(c)(3) of the Code, as the Board of Directors shall determine, or distributed to an organization exempt from income tax under section 501(c)(4) of the Code for use in activities in furtherance of the purposes of the Corporation. In no event shall any of such assets or property be distributed to any director or officer or any private individual.

ARTICLE IX. INCORPORATOR

The name and address of the Incorporator is:

George J. Schutzer, Esq.
Patton Boggs LLP
2550 M Street, N.W.
Washington, DC 20037

Having been named as registered agent to accept service of process for the above stated corporation 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.

CORPORATION SERVICE COMPANY

By: Troy Todd Date: May 23, 2006
Name: Troy Todd
It Authorized Officer as its agent

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IN WITNESS WHEREOF, the undersigned subscribes these Articles of Incorporation this 23rd day of May 2006.

George J. Schutzer
George J. Schutzer
Incorporator

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