

ROBERT M. MORRIS

615 West 25th Street
Sanford, Florida 32771

Florida Bar Attorney 1942 Since 1971

407.323 7550
Fax 323 7552

N95000000967

February 8, 1995

STATE OF FLORIDA, SECRETARY OF STATE
ATTN: NEW CORPORATIONS FILING SECTION
409 EAST GAINES STREET
TALLAHASSEE, FLORIDA 32399

RECEIVED
FEB 10 1995
TALLAHASSEE, FLORIDA

Dear Sirs:

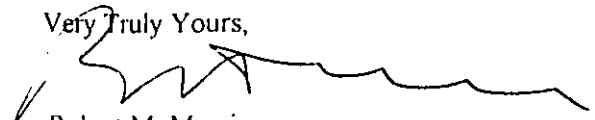
Enclosed find my check payable to your order for the sum of \$122.50 as the filing fee to incorporate Winter Garden Lodge 2165 "BPOE," two copies of the Articles with the resident agent acceptance included. Also enclosed find my check payable to your order for \$87. Kindly provide me a certified copy of the Articles at your earliest convenience. I also need you to Please CALL ME COLLECT when the ELKS LODGE CORPORATE CHARTER has been assigned a number so that I can provide same to the Beverage Department and avoid problems with the Lodge's liquor license.

I am also enclosing two Amended Articles of Incorporation to change the name of Cool-Way of South Florida, Inc., to Songer Air, Inc. and my check payable to your order for \$87.00 (\$35 filing fee and \$52.50 for a certified copy of the Articles) to cover the fees for same.

PLEASE CALL ME COLLECT when the "ELKS" Charter has been filed and a number has been assigned

Thanking you for your attention to these matters, I remain

Very Truly Yours,



Robert M. Morris

wpdoes 5052 xmt corp

634
1509, 621, 619, N.P.
BDB
2/23/95
2/15/95
N95-967

2/28/95
Per Mr Morris, correct
Corp name in heading.
BDB



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 23, 1995

ROBERT M. MORRIS, ESQ.
615 W. 25TH ST.
SANFORD, FL 32771

SUBJECT: WINTER GARDEN LODGE NUMBER 2165 OF THE BEVEVOLENT
AND PROTECTIVE ORDER OF ELKS OF THE UNITED STATES OF
AMERICA, INCORPORATED
Ref. Number: W95000004149

We have received your document for WINTER GARDEN LODGE NUMBER 2165 OF THE BEVEVOLENT AND PROTECTIVE ORDER OF ELKS OF THE UNITED STATES OF AMERICA, INCORPORATED and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must be identical throughout the document.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

You must list at least one incorporator with a complete business street address.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6929.

Brendolyn Bruton
Corporate Specialist

Letter Number: 795A00008278

ROBERT M. MORRIS

615 West 25th Street
Sanford, Florida 32771

Florida Bar Attorney 1971

407 323 7550
Fax 323 7552

February 24, 1995

STATE OF FLORIDA, SECRETARY OF STATE
NEW CORPORATIONS SECTION
ATTN: BRENDOLINE BRUTON
409 EAST GAINES STREET
TALLAHASSEE, FLORIDA 32399

*Please call me
collect when you
have reviewed the
enclosed -
Thanks -*

Dear Brendolyn,

Thank you for the courtesy of discussing the ELKS LODGE incorporation with me this afternoon.

Per your instructions, ENCLOSED FIND another copy of the ARTICLES which has the same corporate name throughout and expressly list the names and addresses of the Officers/Directors/INCORPORATORS who signed the Articles and with the words AND PRINCIPAL inserted in Article V.

You have my check payable to your order for the sum of \$122.50 as the filing fee to incorporate Winter Garden Lodge 2165 "BPOE."

Kindly provide me a certified copy of the Articles at your earliest convenience. I also need you to Please CALL ME COLLECT when the ELKS LODGE CORPORATE CHARTER has been assigned a number so that I can provide same to the Beverage Department and avoid problems with the Lodge's liquor license.

PLEASE CALL ME COLLECT when the "ELKS" Charter has been filed and a number has been assigned or if you discover other problems with the enclosed copy.

Thanking you for your attention to these matters, I remain

Very Truly Yours


Robert M. Morris

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ARTICLES OF INCORPORATION
OF
WINTER GARDEN LODGE NUMBER 2165 OF THE
BENEVOLENT AND PROTECTIVE ORDER OF ELKS
OF THE UNITED STATES OF AMERICA, INCORPORATED.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, have this date voluntarily associated ourselves together for the purpose of forming a non-profit corporation under the laws of the State of Florida, and we hereby certify:

ARTICLE I - NAME

The name of this Corporation Not For Profit shall be WINTER GARDEN LODGE NUMBER 2165 OF THE BENEVOLENT AND PROTECTIVE ORDER OF ELKS OF THE UNITED STATES OF AMERICA, INCORPORATED.

ARTICLE II - PURPOSE

The purposes for which said Corporation is formed are:

1. The primary purpose for which this Corporation is formed is to inculcate the principles of Charity, Justice, Brotherly Love and Fidelity; to promote the welfare and enhance the happiness of it's members; to quicken the spirit of American patriotism; to cultivate good fellowship and to perpetuate itself as a fraternal organization.

2. Other purposes for which this Corporation is formed are: to do all the acts and things and business and businesses in any manner connected with the objects of purposes or powers of the Corporation or necessary, incidental, convenient or auxiliary thereto, calculated directly or indirectly to promote the interests, objectives and ideals of the organization and, in addition, to have and exercise all rights, powers and privileges now or hereafter belonging to or conferred upon non-profit corporations existing under the laws of the State of Florida.

3. The foregoing statement of purpose or purposes shall be construed as a statement of both purpose and powers and the purposes and powers in each clause shall, except where otherwise expressed, be in nowise limited or restricted by reference to or inference from the terms or provisions of any other clause but shall be regarded as independent purposes and powers.

ARTICLE III - ORGANIZED AS A FRATERNAL ORGANIZATION

This Corporation is organized exclusively as a fraternal organization and as a non-profit corporation and it's activities shall be conducted for the aforesaid purposes in such manner that no part of it's net earnings will inure to the benefit of any member, director, Trustee, Officer of other individual.

ARTICLE IV - FLORIDA CORPORATION NOT FOR PROFIT

This Corporation is organized pursuant to the General Laws of the State of Florida as pertains to Florida Corporations Not For Profit.

ARTICLE V - REGISTERED OFFICE and REGISTERED AGENT

The Registered ^{AND PRINCIPAL} Office of the Corporation shall be located at 700 South 9th Street, Winter Garden, Orange County, Florida 34787 and the name of the initial Registered Agent for service of process at said address shall be Bill Scarborough, President.

ARTICLE VI - OFFICERS and DIRECTORS

1. The Officers, Directors and Trustees of this Corporation, their nomination, election or appointment, installation, power and authority shall be in accordance with the provisions set forth in the By-Laws of this Corporation.

2. The governing body of this corporation shall be it's Board of Directors which shall consist of the following Officers of the Corporation: EXALTED RULER, ESTEEMED LEADING KNIGHT, ESTEEMED LOYAL KNIGHT, ESTEEMED LECTURING KNIGHT and 5 persons who shall bear the title of Trustee.

3. The names and addresses of the persons who are to act in the capacity of directors of this Corporation until the selection of their successors are as set forth herein below.

ARTICLE VII - BY-LAWS

The By-Laws of said Corporation shall define the duties of the Directors, Officers and Trustees of the Corporation; that the manner of election and term of office of the Directors, Officers and Trustees of the Corporation shall be as set forth in the By-Laws of the Corporation; that the number of persons to serve in the capacity of Directors may be changed from time to time by the By-Laws of said Corporation and that said Corporation is hereby granted authority to make a Code of By-Laws for it's government and to amend the same from time to time as provided in said By-Laws.

ARTICLE VIII - GRAND LODGE CONSTITUTION AND STATUTES

1. This Corporation is organized with the permission of the Grand Lodge of the Benevolent and Protective Order of Elks of the United States of America and the business of the Corporation and all it's acts, decisions and other actions of it's Officers and members in carrying out it's purpose and powers shall at all times conform with the provisions of the Grand Lodge Constitution and Statutes of the Order enacted pursuant thereto as well as the laws of the State of Florida.

2. The provisions of Section 16.050, Statutes of the Order, relating to required notice and vote shall be fully met in all matters pertaining to real and personal property to include, but not limited to, purchase, sale, mortgage, hiring and leasing.

ARTICLE IX - PERPETUAL EXISTANCE

The term of existance of this corporation shall be perpetual from the date it's Charter is Issued by the State of Florida, Department of State.

ACCEPTANCE OF REGISTERED AGENT

I hereby agree to accept service of process for the Corporation at the place setforth herein above and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my, duties as Resident Agent.

Bill Scarborough
Bill Scarborough, Registered Agent

SIGNATURES OF THE OFFICERS/DIRECTORS/INCORPORATORS

We have set our hands to the foregoing at Winter Garden, Orange County, Florida, on October 17, 1994.

Bill Scarborough, EXALTED RULER
BILL SCARBOROUGH, 982 Morning Dove Drive, Winter Garden, FL 34787

Bob Browning, ESTEEMED LEADING KNIGHT
BOB BROWNING, 714 Kaifa Court, Ocoee, FL 34761

Roy LaBossiere, ESTEEMED LOYAL KNIGHT
ROY LaBOSSIERE, 309 Henschen Avenue, Oakland, FL 34760

Billy Putnam, ESTEEMED LECTURING KNIGHT
BILLY PUTNAM, 6026 Walbridge, Orlando, FL 32809

Stan Smith, SECRETARY
STAN SMITH, 320 Cinnamon Bark Lane, Orlando, FL 32835

Lou Heck, TREASURER
LOU HECK, 4506 Ringneck Road, Orlando, FL 32808

Bill Catron, TRUSTEE
BILL CATRON, 6420 Delta Leah Drive, Orlando, FL 32818

Al Nettles, TRUSTEE
AL NETTLES, 1110 Kimball Drive, Ocoee, FL 34761

Jake Jacobs, TRUSTEE
JAKE JACOBS, 1803 Kingsland Avenue, Orlando, FL 32808-5550

FILED
1995 FEB 27 ... 9 03

