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# CORPORATE ACCESS, INC.

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303
P.O. Box 37066 (32315-7066) ~ (904) 222-2666 or (800) 969-1666 . Fax (904) 222-1666

**WALK IN**

EFFECTIVE DATE 12-5-97 **PICK UP** 12/12/97

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1.) West Orange Political Alliance, Inc.
(CORPORATE NAME & DOCUMENT #)
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2.) ____
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3.) ____
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

8.) ____
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SPECIAL INSTRUCTIONS ____

K. Rolfe DEC 1 2 1997

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TALLAHASSEE, FLORIDA

# ARTICLES OF INCORPORATION

# OF

# WEST ORANGE POLITICAL ALLIANCE, INC.

In compliance with the requirements of Chapter 617 of the Florida Statutes, the undersigned, being of legal age and competent to contract, for the purpose of organizing a not for profit corporation pursuant to the laws of the State of Florida, hereby adopts the following Articles of Incorporation, and hereby agrees and certifies as follows:

## ARTICLE I
## NAME

The name of this corporation shall be WEST ORANGE POLITICAL ALLIANCE, INC., a non-profit corporation (the "Corporation").

## ARTICLE II
## PRINCIPAL OFFICE

The address of the principal office of the Corporation shall be 12200 W. Colonial Drive, Winter Garden, Florida 34787, and its mailing address shall be P.O. Box 770522, Winter Garden, Florida 34777-0522.

## ARTICLE III
## COMMENCEMENT OF CORPORATE EXISTENCE

In accordance with Section 607.0203(1), Florida Statutes, the Corporation's corporate existence shall be deemed to have commenced at 12:01 a.m. on December 1, 1997, or, if later, such time and date as is five business days prior to the date on which these Articles of Incorporation are filed by the Department of State. This Corporation shall have perpetual existence unless sooner dissolved according to law.

## ARTICLE IV
## PURPOSES AND GENERAL POWERS

This Corporation is organized for the following purposes:

(a) To identify and monitor regulatory and legislative activity at the state and local levels which affect the economy and culture of West Orange County, Florida, and to seek to influence these activities in such ways as to bring benefit to the West Orange County community.

(b) To unite the West Orange County community to combine their efforts so as to promote the growth and development of the community.

(c) To support candidates for county and state offices (including school board and judicial candidates). The Corporation may not participate in the election of candidates for federal or municipal offices.

(d) To encourage well-qualified individuals who utilize principles of responsible free enterprise to meet the needs for sound growth and development in the West Orange County community.

(e) To stimulate a more active and effective role of the citizenry in government affairs.

(f) To raise funds and provide support to candidates, without regard to party affiliations.

(g) To participate in support of or opposition to local or statewide issues.

(h) To develop an intelligent, aggressive and serviceable organization to represent and support the business, civic, residential and community interests of West Orange County, Florida.

(i) To provide an opportunity to individuals for political expression and recognition, to train them as political workers and leaders, and provide a practical means by which they may contribute to the development and betterment of West Orange County businesses, residents and the community.

(j) To take all actions which are extensions of any of the foregoing purposes.

This Corporation shall have all of the powers enumerated in the Florida Not For Profit Corporation Act, as the same now exists and as hereafter amended, and all such other powers as are permitted by applicable law; provided, however, that the Corporation will not carry on any activities not permitted to be carried on by a political organization pursuant to Section 527 of the Internal Revenue Code of 1986, or any other corresponding provision of any future United States Internal Revenue Law.

## ARTICLE V
## MEMBERSHIP

The members of this not for profit corporation, if any, shall be qualified and admitted as set forth in the Bylaws of this Corporation.

## ARTICLE VI
## INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation shall be located at 12200 W. Colonial Drive, Winter Garden, Florida 34787, and the initial registered agent of the Corporation at that address shall be Thomas M. Bohn. The Corporation may change its registered agent or the location of its registered office, or both, from time to time without amendment of these Articles of Incorporation.

## ARTICLE VII
## INITIAL BOARD OF DIRECTORS

This Corporation shall have thirteen (13) directors initially. The directors shall be elected and their number either increased or diminished from time to time as provided in the Bylaws. The names and street addresses of the initial directors of this Corporation are:

Patricia Ahrendt
P.O. Box 3271
Orlando, Florida 32802-3271

Jack R. Amon
P.O. Box 721
Oakland, Florida 34760

A. Kurt Ardaman
170 E. Washington Street
Orlando, Florida 32801-2397

Ann Blakeley
1227 Marshall Farms Road
Ocoee, Florida 34761

Tom M. Bohn
P.O. Box 770522
Winter Garden, Florida 34777

Kenneth Cone
1100 Orange Avenue
winter Park, Florida 32789

Jim Gleason
P.O. Box 614007
Orlando, Florida 32861

Daniel R. Murphy
P.O. Box 3000
Orlando, Florida 32802-3000

J. Asher Neel
P.O. Box 15627
Orlando, Florida 32808

Dan O'Keefe
P.O. Box 2193
Orlando, Florida 32802-2193

Danniel J. Petro
P.O. box 737
Ocoee, Florida 34761

John A. Terrell
P.O. Box 771083
Winter Garden, Florida 34777

James M. Thomas
14908 Tilden Road
Winter Garden, Florida 34787

Directors may be removed with or without cause.

ARTICLE VIII
INCORPORATOR

The name and street address of the person signing these Articles as incorporator is:

Thomas M. Bohn
12200 West Colonial Drive
Winter Garden, Florida 34787

ARTICLE IX
BYLAWS

Except as otherwise provided by law, the power to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors.

ARTICLE X
INDEMNIFICATION

In addition to any rights and duties under applicable law, the Corporation shall indemnify and hold harmless all its directors, officers, employees and agents, and former directors, officers, employees and agents from and against all liabilities and obligations, including attorneys' fees, incurred in connection with any actions taken or failed to be taken by said directors, officers, employees and agents in their capacity as such except to the fullest extent possible under law.

ARTICLE XI
AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the members is subject to this reservation.

ARTICLE XII
HEADINGS AND CAPTIONS

The headings or captions of these various Articles are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various Articles shall not be influenced by any of said headings or captions.

ARTICLE XIII
EARNINGS, DISSOLUTION ACTIVITIES

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations as shall at the time qualify as an exempt organization or organizations under any section of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), or to the Federal Government, or to a state or local government for a public purpose, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, the undersigned, being the incorporator hereinbefore named, for the purpose of forming a not for profit corporation pursuant to the laws of the State of Florida to do business both within and without the State of Florida, hereby makes and files these Articles of Incorporation declaring and certifying that the facts stated herein are true, and hereby subscribes thereto and hereunto sets his hand and seal this 3 day of December, 1997.

____________________ (SEAL)
Thomas M. Bohn

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

WEST ORANGE POLITICAL ALLIANCE, INC., desiring to organize as a not for profit corporation pursuant to the laws of the State of Florida with its registered office and principal place of business at 12200 W. Colonial Drive, Winter Garden, Florida 34787, has named and designated Thomas M. Bohn as its Registered Agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for the above named not for profit corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties as Registered Agent.

Dated this 3 day of December, 1997.

Thomas M. Bohn
Registered Agent

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