

N 98000005863

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Leesburg Partnership II,
Inc

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*****70.00 *****70.00

- Art of Inc. File
- LTD Partnership File
- Foreign Corp. File
- L.C. File
- Fictitious Name File
- Trade/Service Mark
- Merger File
- Art. of Amend. File
- RA Resignation
- Dissolution / Withdrawal
- Annual Report / Reinstatement
- Cert. Copy
- Photo Copy
- Certificate of Good Standing
- Certificate of Status
- Certificate of Fictitious Name
- Corp Record Search
- Officer Search
- Fictitious Search
- Fictitious Owner Search
- Vehicle Search
- Driving Record
- UCC 1 or 3 File
- UCC 11 Search
- UCC 11 Retrieval
- Courier

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Signature _____

Requested by: CS

Name _____ Date 10/14 Time 9:45

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R. Purinton OCT 17 1998

ARTICLES OF INCORPORATION
OF
LEESBURG PARTNERSHIP II, INC.
A FLORIDA NOT FOR PROFIT CORPORATION

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The undersigned, acting as incorporators of a corporation not for profit, under the Corporations Not for Profit Act as set forth in Chapter 617 of the Florida Statutes, adopt the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of the corporation is LEESBURG PARTNERSHIP II, INC.

ARTICLE II - EFFECTIVE DATE

The corporate existence shall begin upon the filing of these Articles of Incorporation with the Secretary of State of Florida.

ARTICLE III - DURATION

The corporation shall have perpetual duration and existence.

ARTICLE IV - PURPOSES

The corporation is organized to operate exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or any corresponding provision of a future United States Internal Revenue Code or law) and more specifically:

A. To promote the historic preservation, protection and use of the traditional downtown area in Leesburg, Lake County, Florida, including that area's commercial, civic and religious enterprises and residences;

B. To take remedial actions to eliminate the physical, economic and social

deterioration of Leesburg's traditional downtown area and thereby promote its historic preservation, contribute to its community betterment and lessen the burdens of Leesburg's government;

C. To disseminate information of, and promote interest in, the preservation, history, culture, architecture and public use of Leesburg's traditional downtown area;

D. To hold meetings, seminars and other activities for the instruction of members and the public in those activities such as building rehabilitation and design, economic restructuring and planning management that foster the preservation of Leesburg's traditional downtown area, and enhance the understanding and appreciation of its history, culture and architecture;

E. To aid, work with and participate in the activities of other organizations, individuals and public and private entities located within and outside Leesburg, Florida, engaged in similar purposes;

F. To solicit, receive and administer funds for educational purposes and to that end to take and hold by bequest, devise, gift, grant, purchase, lease or otherwise, either absolutely or jointly with another person or corporation, any property, whether real, personal, tangible or intangible, or any undivided interest therein, without limitation as to amount of value; to sell, convey or otherwise dispose of any such property and to invest, reinvest or deal with the principal or the income thereof in such manner as, in the judgment of the corporation's directors, will best promote the purposes of the corporation without limitation, except such limitation, if any, as may be contained in the instrument under which such property is received, the by-laws of the corporation, or any laws applicable thereto.

In addition, in furtherance but not in limitation thereof:

The corporation shall not carry on propaganda or otherwise attempt to influence legislation except as an insubstantial part of its activities. The corporation shall not engage in any transaction or permit any act or omission which shall operate to deprive it of its tax exempt status under Section 501(c)(3) of the Internal Revenue Code. The corporation shall not, in any manner or to any extent, participate in, or intervene in, (including the publishing or distribution of statements), any political campaign, or campaign politically on behalf of any candidate for public office. Nether shall it engage in any "prohibited transaction" as defined in Section 503(b) of the Internal Revenue Code of 1986. In the event of dissolution or liquidation of the corporation, any assets then remaining shall be distributed among such other organizations as shall qualify at the time as exempt organizations described in Code Section 501(c)(3) as the board of directors shall determine, such assets to be used for purposes consistent with those described in the immediately preceding paragraphs lettered A through F.

No part of the net earnings of the corporation shall inure to the benefit of any member of the corporation or other private individual except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered. None of the property of the corporation shall be distributed directly or indirectly to any member of the corporation except in fulfillment of its charitable and educational purposes enumerated herein.

The corporation also has such powers as are now or may hereafter be granted under the laws of the State of Florida that are in furtherance of the corporation's exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the

corresponding Section of any future Federal Tax Codes.

ARTICLE V - CORPORATE ADDRESS

The initial street address of the principal office of the corporation shall be:

111 South 6th Street, Leesburg, Florida 34748

and the initial mailing address of the corporation shall be:

111 South 6th Street, Leesburg, Florida 34748.

ARTICLE VI - MEMBERSHIP

The corporation is organized under a nonstock basis and it may issue certificates in any form evidencing membership in the corporation, as authorized by Section 617.0505 of the Florida Statutes. Qualifications for membership shall be set forth in the by-laws.

ARTICLE VII - REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is:

111 South 6th Street, Leesburg, Florida 34748.

The name of its initial registered agent at such address is:

JACK H. HARGROVE.

ARTICLE VIII - BOARD OF DIRECTORS

A Board of Directors shall exercise the powers of this corporation, control its property and conduct its affairs. The number of Directors of the corporation shall be set forth in the by-laws but shall not be fewer than the minimum number required by state law and, initially, shall be four (4). The term of office and manner of selecting and removing Directors shall be set forth in the by-laws. The initial Directors shall be:

JACK H. HARGROVE

515 West Main Street

RHONDA H. GERBER

Leesburg, Florida 34748

9251 Silver Lake Drive

Leesburg, Florida 34788

JOYCE L. KIGHT

4315 Lake Street

Leesburg, Florida 34748

GREGORY P. PADGETT

206 North 3rd Street

Leesburg, Florida 34748

ARTICLE IX - MEETINGS

Regular Board of Directors meetings shall be held at a time and place specified by the President, or at such place or places as the Board of Directors may designate from time to time by resolution.

ARTICLE X - ACTION WITHOUT MEETING

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all of the members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Board of Directors at a regular called meeting. Any certificate or other document filed under any provisions of law that relate to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting and the Articles of Incorporation of this corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

ARTICLE XI - INCORPORATORS

The names and addresses of the incorporators are as follows:

Name:	Address:
JACK H. HARGROVE	515 West Main Street Leesburg, Florida 34748
RHONDA H. GERBER	9251 Silver Lake Drive Leesburg, Florida 34788
JOYCE L. KIGHT	4315 Lake Street Leesburg, Florida 34748
GREGORY P. PADGETT	206 North 3rd Street Leesburg, Florida 34748

ARTICLE XII - OFFICERS

The corporation shall have the following officers: President, Vice President, Secretary and Treasurer, and such other officers as the by-laws of this corporation may authorize. The qualifications, duties, method of selection and term of office for each officer shall be set forth in the by-laws.

ARTICLE XIII - BY-LAWS

The by-laws of this corporation may be made, altered, rescinded, added to, or new by-laws may be adopted, all in accordance with the procedures set forth in the by-laws. Until by-laws shall be adopted providing for an alternative procedure, such action may be made by a resolution of the Board of Directors.

ARTICLE XIV - AMENDMENTS

These Articles of Incorporation may be amended by affirmative vote of two thirds of the total membership of the Board of Directors or, alternatively, as provided by law.

The undersigned natural persons, being the incorporators of this corporation for the purpose of formation of this not for profit corporation under the laws of the State of Florida, have executed these Articles of Incorporation on the 10 day of October 1998.


JACK H. HARGROVE


RHONDA H. GERBER


JOYCE L. KIGHT


GREGORY P. PADGETT

CONSENT

The undersigned, as President of **LEESBURG PARTNERSHIP, INC.**, hereby gives consent to the subscribing individuals of **LEEBURG PARTNERSHIP II, INC.** in their formation of the corporation known by that name and for the use of that name.

The undersigned is authorized to grant this consent by unanimous permission of the Board of Directors of this corporation.

IN WITNESS WHEREOF, the undersigned officer of this corporation has executed this consent form on the 10th day of October, 1998.

LEESBURG PARTNERSHIP, INC.

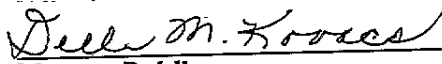
By: 
JACK H. HARGROVE
PRESIDENT

STATE OF FLORIDA

COUNTY OF LAKE

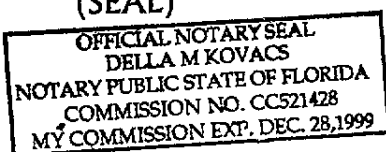
I HEREBY CERTIFY that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared **JACK H. HARGROVE, PRESIDENT OF LEESBURG PARTNERSHIP, INC.**, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon the following form of identification of the above-named person: JACK H HARGROVE and that an oath was not taken.

WITNESS my hand and official seal in the County and State last aforesaid this 10th day of October, 1998.


Notary Public
DELLA M. KOVACS
Printed Name

My Commission Expires:

(SEAL)



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

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

First--That LEESBURG PARTNERSHIP III, 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 LEESBURG County

of LAKE, State of FLORIDA

has named JACK H. HARGROVE

located at 515 West Main Street, Leesburg, Florida 34748

(Street address and number of building,
Post Office Box address not acceptable)

City of LEESBURG, County of LAKE

State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED 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.

By 
JACK H. HARGROVE
(Registered Agent)

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