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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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October 5, 1998

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Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: South Lake County Historical Society, Inc.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation of South Lake County Historical Society, Inc. for filing with your office. Also enclosed is this firm's check in the amount of \$122.50 to cover the cost of filing same.

Please feel free to contact me should you have any questions.

Sincerely yours,

Cynthia A. Gerber-Bradfield

Cynthia A. Gerber-Bradfield
Legal Assistant to
PAMELA M. ROBB

:cagb
Enclosures

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**ARTICLES OF INCORPORATION
OF**

**SOUTH LAKE COUNTY
HISTORICAL SOCIETY, INC.**

A Florida Corporation Not For Profit

The undersigned, for the purpose of forming a corporation under the Florida Not-For-Profit Corporation Act, do hereby adopt the following Articles of Incorporation:

Article One
Name & Address

The name of the Corporation is **SOUTH LAKE COUNTY HISTORICAL SOCIETY, INC.**, with a principal office address of 24 Emerald Lakes, Clermont, Florida 34711.

Article Two
Duration

The term of existence of this Corporation is perpetual.

Article Three
Purpose

This Corporation is organized exclusively for charitable or educational purposes. It shall promote and encourage historical research; to acquire, by purchase, gift, devise, or otherwise, the title to, or the custody and control of, historic locations and structures; to preserve and protect buildings and sites of historic interest; to collect and preserve records, relics, and other things of historic interest; to mark places of historic interest with suitable monuments and markers; to foster and promote public knowledge of and interest in local and national history. Notwithstanding any other provisions of these Articles, these purposes are limited to those described in Section 501 (c)(3) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue Code.

Article Four
No Private Benefit

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 Three hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501 (c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Article Five
Directors

There shall be not less than five (5) nor more than eleven (11) persons on the Board of Directors of the Corporation, who shall be elected at the annual meeting of the membership. The names and addresses of the Directors who are to serve until the first election or appointment of Directors are as follows:

<u>Name</u>	<u>Address</u>
ROBERT A. POOL	1464 East Avenue Clermont, Florida 34711
ELAINE BEEBE	1200 7th Street Clermont, Florida 34711
BONNIE L. RAY	462 West Osceola Clermont, Florida 34711
JOHN CROFFORD	637 W. Lakeshore Drive Clermont, Florida 34711
JAMES H. GRANT	24 Emerald Lakes Clermont, Florida 34711

MICKI WOLFE

**175 W. Lakeshore Drive
Clermont, Florida 34711**

ROBERT E. BERENS, JR.

**1927 Brantley Circle
Clermont, Florida 34711**

AURELIA COLE

**491 East Osceola Street
Clermont, Florida 34711**

PAMELA M. ROBB

**14909 Mascotte-Empire Road
Groveland, Florida 34736**

Article Six
Officers

The affairs of the Corporation are to be managed by a President, Vice President and Secretary-Treasurer and such other Officers who shall be necessary to efficiently manage the affairs of the Corporation. The need for additional Officers shall be as determined by the Board of Directors. Such Officers will be appointed by the Board of Directors annually during the month of January. The names of the persons who are to serve as Officers until the first appointment of Officers under these Articles of Incorporation are as follows:

<u>Name</u>	<u>Office</u>
JAMES H. GRANT	President
ELAINE BEEBE	Vice President
ROBERT E. BERENS, JR.	Secretary / Treasurer
PAMELA M. ROBB	Assistant Secretary

Article Seven
Members

Members may be admitted to the Corporation by a majority vote of the Board of Directors upon qualifications prescribed by the By-Laws of this Corporation.

Article Eight
By-Laws

The By-Laws of the Corporation are to be made, altered, or rescinded by a majority of the Directors of the Corporation.

Article Nine
Amendments to Articles

These Articles of Incorporation may be amended by a majority vote of the Directors of the Corporation at any meeting of the Directors of the Corporation wherein a quorum is present (a quorum being at least one half of the Directors of the Corporation) with at least ten (10) days advance written notice of any such meeting having been given to all Directors of the Corporation.

Article Ten
Incorporators

The names and residence addresses of the subscribers of these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
ROBERT A. POOL	1464 East Avenue Clermont, Florida 34711
ELAINE BEEBE	1200 7th Street Clermont, Florida 34711
BONNIE L. RAY	462 West Osceola Clermont, Florida 34711
JOHN CROFFORD	637 W. Lakeshore Drive Clermont, Florida 34711
JAMES H. GRANT	24 Emerald Lakes Clermont, Florida 34711
MICKI WOLFE	175 W. Lakeshore Drive Clermont, Florida 34711
ROBERT E. BERENS, JR.	1927 Brantley Circle Clermont, Florida 34711

AURELIA COLE

**491 East Osceola Street
Clermont, Florida 34711**

PAMELA M. ROBB

**14909 Mascotte-Empire Road
Groveland, Florida 34736**

Article Eleven
Dissolution

In the event of dissolution, the residual assets of this Corporation will be turned over to such organization or organizations as determined by the last Board of Directors hereof which themselves are exempt as organizations described in Section 501 (c)(3) and 170 (c)(2) of the Internal Revenue Code or corresponding section of any future tax code, or shall be distributed to the federal, state, or local government for an exclusively public purpose.

Article Twelve
Private Foundation Status

Notwithstanding anything to the contrary contained in these Articles, during any taxable year in which it is determined that the Corporation is a private foundation within the meaning of Section 509 of the Internal Revenue Code and the regulations thereunder,

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

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

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

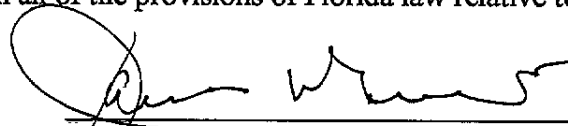
4) The corporation will not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code, or corresponding section of any future federal tax code.

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

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Article Thirteen
Office and Resident Agent of Corporation

This corporation shall maintain an office at 24 Emerald Lakes, Clermont, Florida 34711, with a resident agent thereat upon whom process may be served. Initial Resident Agent shall be **JAMES H. GRANT** who having been named as Resident Agent for this Corporation at the place designated as the office of the Corporation does hereby accept this appointment as Resident Agent and agrees to act in this capacity and agrees to comply with all of the provisions of Florida law relative to this capacity.



JAMES H. GRANT, Resident Agent

IN WITNESS WHEREOF, we have subscribed our names this 28th day of September, 1998.



ELAINE BEEBE



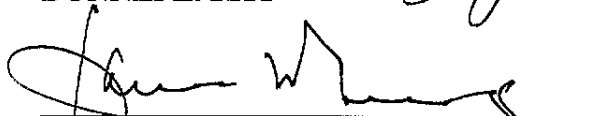
ROBERT A. POOL



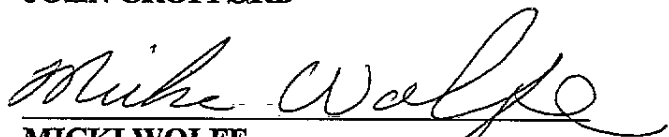
BONNIE L. RAY



JOHN CROFFORD



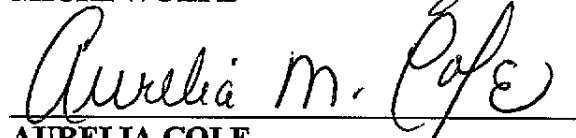
JAMES H. GRANT




MICKI WOLFE



ROBERT E. BERENS, JR.



AURELIA COLE



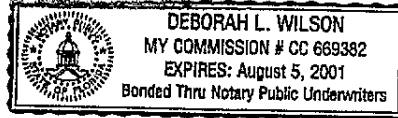
PAMELA M. ROBB

STATE OF FLORIDA
COUNTY OF LAKE

I hereby certify that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared **ROBERT A. POOL**, to me personally known or who produced _____ as identification, to me known to be the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same.

Witness my hand and official seal in the County and State last aforesaid this 24 day of September, 1998.

Deborah L. Wilson
NOTARY PUBLIC



STATE OF FLORIDA
COUNTY OF LAKE

I hereby certify that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared **ELAINE BEEBE**, to me personally known or who produced DL B100 202 28 595 as identification, to me known to be the person described in and who executed the foregoing instrument and she acknowledged before me that she executed the same.

Witness my hand and official seal in the County and State last aforesaid this 24 day of September, 1998.

Deborah L. Wilson
NOTARY PUBLIC

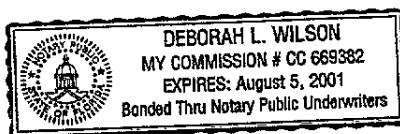


STATE OF FLORIDA
COUNTY OF LAKE

I hereby certify that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared **BONNIE L. RAY**, to me personally known or who produced _____ as identification, to me known to be the person described in and who executed the foregoing instrument and she acknowledged before me that she executed the same.

Witness my hand and official seal in the County and State last aforesaid this 24 day of September, 1998.

Deborah L. Wilson
NOTARY PUBLIC

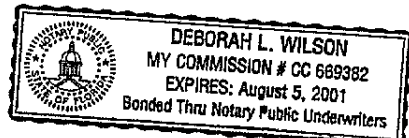


STATE OF FLORIDA
COUNTY OF LAKE

I hereby certify that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared **JOHN CROFFORD**, to me personally known or who produced DL 616-460-52-344 as identification, to me known to be the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same.

Witness my hand and official seal in the County and State last aforesaid this 26 day of September, 1998.

Deborah L. Wilson
NOTARY PUBLIC

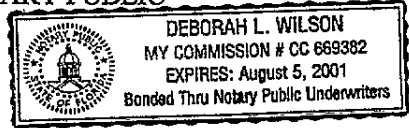


STATE OF FLORIDA
COUNTY OF LAKE

I hereby certify that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared **JAMES H. GRANT**, to me personally known or who produced DL # G 653 48 51 058 as identification, to me known to be the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same.

Witness my hand and official seal in the County and State last aforesaid this 16 day of September, 1998.

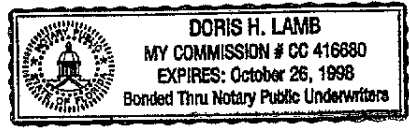
Deborah L. Wilson
NOTARY PUBLIC



STATE OF FLORIDA
COUNTY OF LAKE

I hereby certify that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared **MICKI WOLFE**, to me personally known or who produced _____ as identification, to me known to be the person described in and who executed the foregoing instrument and she acknowledged before me that she executed the same.

Witness my hand and official seal in the County and State last aforesaid this 28th day of September, 1998.



Doris H. Lamb
NOTARY PUBLIC

STATE OF FLORIDA
COUNTY OF LAKE

I hereby certify that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared **ROBERT E. BERENS, JR.**, to me personally known or who produced _____ as identification, to me known to be the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same.

Witness my hand and official seal in the County and State last aforesaid this 18 day of September, 1998.

Deborah L. Wilson
NOTARY PUBLIC

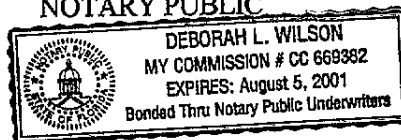


STATE OF FLORIDA
COUNTY OF LAKE

I hereby certify that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared **AURELIA COLE**, to me personally known or who produced FDL C 400-013-48 8/6 as identification, to me known to be the person described in and who executed the foregoing instrument and she acknowledged before me that she executed the same.

Witness my hand and official seal in the County and State last aforesaid this 26 day of September, 1998.

Deborah L. Wilson
NOTARY PUBLIC



STATE OF FLORIDA
COUNTY OF ORANGE

I hereby certify that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared **PAMELA M. ROBB**, to me personally known or who produced _____ as identification, to me known to be the person described in and who executed the foregoing instrument and she acknowledged before me that she executed the same.

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

Cynthia A. Gerber-Bradfield
NOTARY PUBLIC

