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TRANSMITTAL LETTER

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-04/03/00--01108--014
*****87.50 *****87.50

SUBJECT: THE OPTIMIST FOUNDATION OF PRINCETON ^{Redland, d.} NARANJA, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

\$70.00
Filing Fee

\$78.75
Filing Fee &
Certificate of
Status

| | |
|--|---|
| <input type="checkbox"/> \$78.75 Filing Fee & Certified Copy | <input checked="" type="checkbox"/> \$87.50 Filing Fee, Certified Copy & Certificate |
| ADDITIONAL COPY REQUIRED | |

FROM: MARVIN D. WILSON, SR.
Name (Printed or typed)

17366 S. Dixie Hwy
Address

Pellene, FL 33157
City, State & Zip

(305) 238-9900
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

B. BROWN APR - 7 2000

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CLERK OF THE STATE
TALLAHASSEE, FLORIDA

**Articles of Incorporation
of
THE OPTIMIST FOUNDATION OF PRINCETON,
REDLAND, AND NARANJA**

The undersigned subscriber to these articles of incorporation is a natural person competent to contract and hereby form a corporation for not for profit under chapter 617 of Florida Statutes.

ARTICLE 1

Name

The name of the corporation shall be The Optimist Foundation of Princeton, Redland, and Naranja, Inc., hereinafter referred to as the "Corporation."

ARTICLE 2

Principal Office

The principal office of the corporation is 26421 SW 134th Place, Naranja, Florida 33032. The corporation may maintain offices and/or transact business at other locations, either within or without the State of Florida.

ARTICLE 3

Purposes

The purpose of the corporation is to further certain charitable and educational purposes of the Prince-Red, Naranja Optimist Club, of Naranja, Florida (a not for profit club which is exempt from tax pursuant to Section 501(c) (4) of the Internal revenue Code, as amended and which meet the requirements described in section 509(a) (2) of the internal revenue code of 1954 as amended if it was an organization described in section 501(c)(3) of the internal revenue code 1954, as amended,transact any and all lawful business for which a corporation may be incorporated under the laws of the State of Florida, as they may be amended from time to time.

ARTICLE 4
Manner of Election

The Board of Directors are nominated by the members of the club, and each nominee is then voted for. The nominee with the most votes becomes the Director. (3) Directors are elected for a two year period and (3) are elected for a one year period. Elections will be held annually. The election process will be amended by the by-laws from time to time.

ARTICLE 5
Directors

The number of directors constituting the initial Board of Director(s) of the Professional Association is: (3) The name(s) and address(es) of the person(s) who is/are appointed to act as the initial director(s) of the Professional Association is/are:

| <u>Director Name</u> | <u>Director Address</u> |
|------------------------|--|
| Acie Franklin | 26421 SW 134 Place, Naranja, Florida 33032 |
| Marvin D. Wilson, Sr., | 26421 SW 134 Place, Naranja, Florida 33032 |
| Donna Grant-Young | 26421 SW 134 Place, Naranja, Florida 33032 |

ARTICLE 6
REGISTERED AGENT

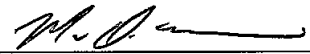
The name and address of the registered agent for service of process upon the corporation is the Law Office of Marvin D. Wilson, Sr., P.A., 17366 S. Dixie Highway, Perrine, Florida 33157.

ARTICLE 7
Incorporator

The names and street addresses of the Incorporator of this corporation is:

Marvin D. Wilson, Sr.
Law Office of Marvin D. Wilson, Sr.
A Professional Association
17366 S. Dixie Highway
Perrine, Florida 33157

IN WITNESS WHEREOF, have hereunto set my hands and seal, acknowledged and filed the foregoing Articles of Incorporation under the Laws of the State of Florida this March 20, 2000.



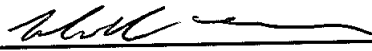
Marvin D. Wilson, Sr., Esq.,
Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Marvin D. Wilson, Sr., Chartered, having a business office located at 17366 S. Dixie Highway, Perrine, Florida 33157 and having been designated as the Registered Agent in the above and foregoing Articles of incorporation, is familiar with and accepts the obligations of the position of Registered agent under the applicable provisions of the Florida Statutes.

Marvin D. Wilson, Sr.,

By: 

Marvin D. Wilson, Sr., Senior Partner / President