

TRANSMITTAL LETTER

NO660800 3226

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

SUBJECT: East Tallahassee Business Association, Inc.
(Proposed corporate name - must include suffix)

900003240179--7
-05/05/00--01015--012
*****78.75 *****78.75

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

☒ \$78.75 Filing Fee & Certified Copy

☐ \$87.50 Filing Fee, Certified Copy & Certificate of Status

ADDITIONAL COPY REQUIRED

FROM:

Barbara H. Clements

Name (Printed or typed)

D.D. Box 13387

Address

Tall, FL 32317-3387

City, State & Zip

(850) 878-3500

Daytime Telephone number

T. SMITH MAY 16 2000

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

* call when ready

FILED
MAY -5 PM 4:18
W 11814
RECEIVED
00 MAY -4 PM 2:57
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 5, 2000

BARBARA H CLEMENTS
PO BOX 13387
TALLAHASSEE, FL 32317-3387

SUBJECT: EAST TALLAHASSEE BUSINESS ASSOCIATION, INC.
Ref. Number: W00000011814

We have received your document for EAST TALLAHASSEE BUSINESS ASSOCIATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Please return the original and one copy of 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 (850) 487-6923.

RoseAnn Varnadore
Corporate Specialist Supervisor

Letter Number: 300A00025012

ARTICLES OF INCORPORATION
EAST TALLAHASSEE BUSINESS ASSOCIATION, INC.
A NON-PROFIT CORPORATION

We, the undersigned, acting as incorporators of a non-profit corporation under the laws of the State of Florida, being natural persons, competent to contract, hereby adopt the following Articles of Incorporation:

ARTICLE I. NAME AND LOCATION

The name of the corporation is EAST TALLAHASSEE BUSINESS ASSOCIATION, INC., hereinafter call the "Association." The principal office of the Association shall be located at 2000 Apalachee Parkway, Tallahassee, FL 32301, but meetings of members and Directors may be held at such places within the State of Florida as may be designated by the Board of Directors.

ARTICLE II. DEFINITIONS

Section 1. "Association" shall mean and refer to the corporation, its successors and assigns.

Section 2. "Member" shall mean and refer to any person entitled to membership in the Association as provided herein or as otherwise provided in the Bylaws of the Association.

ARTICLE III. PURPOSE

The general nature and primary purpose of the Association is to establish conduct, maintain and otherwise promote the activities of those businesses located in the East Tallahassee area, to promote economic interest in East Tallahassee, and to do such of the purposes, or for the attainment of any one or more of the objects herein enumerated, or which shall at any time appear conducive to or expedient for the protection or for the benefit of this Association.

In furtherance of these purposes, the Association shall have power to:

- a). Perform all of the duties and obligations of the Association as set forth in these Articles and as may be set forth in the Bylaws of the Association.

b). Affix, levy and collect and enforce payment, by any lawful means, of all charges and assessments pursuant to the terms of these Articles and as may be set forth in the Bylaws of the Association; and pay all expenses in connection therewith, and all office and other expense incidental to the conduct of the Association.

c). Acquire (by gift, purchase, or otherwise), own, hold and improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate to public use, or otherwise dispose of, real and personal property in connection with the affairs of the Association.

d). Participate in mergers and consolidations with other non-profit corporations for the same purposes: or annex additional residential property of common areas, provided that any merger, consolidation or annexation shall have the assent by vote or written instrument of one-half (1/2) of each class of members.

e). Have and exercise any and all powers, rights, and privileges that a non-profit corporation organized under the laws of the State of Florida may now or hereafter have or exercise.

The foregoing and following provisions shall be construed as objects in furtherance and not in limitation of the general powers conferred by the laws of the State of Florida and the enumeration in these Articles of specific powers and objects shall not be held to this corporation may do all and everything necessary suitable or in association with other corporations, firms or individuals, to the same extent and as full as individuals might or could do as principals, agents, contractors, or otherwise.

This Association is organized and shall be operated for the purposes set forth above. The activities of the Association will be finance by assessments against members as provided in the restrictive covenants, and not part of any net earnings of the Association will inure to the benefit of any member.

ARTICLE IV. MEMBERSHIP

Every person or entity who owns, operated or is engaged in business in the East region of the City of Tallahassee, Florida may become members of the Association.

Dues are structured for calendar year commencing January 1, 1995.

ARTICLE V. DURATION

The period of duration of the Association shall be perpetual.

ARTICLE VI. REGISTERED AGENT

The street address of the principal office of the Association, and the name of the registered agent at such address is:

LaDonna Burton
2000 Apalachee Parkway
Tallahassee, FL 32301

ARTICLE VII. MANAGEMENT

The affairs of the Association shall be managed by a Board of Directors, a President and Vice President, who shall at all times be members of the Board of Directors, and a Secretary/Treasurer. Such officers shall be elected at the first meeting of the Board of Directors following each annual meeting of members.

The names of the officers who are to serve until the first election are:

President: Don May- 1511 Killearn Center Blvd, Tallahassee, FL 32308

Vice President: Rick Eggers- 2640 Mitcham Dr. suite C, Tallahassee, FL 32308

Secretary/Treasurer: LaDonna Burton- 2000 Apalachee Parkway, Tallahassee, FL, 32301

No contract or other transaction between the Association and any other corporation shall be affected or invalidated by the fact that any one or more of the directors of this Association is or are interested in or is a director or officer or are directors or officers of such other corporation and may be a party or parties to or may be interested in any contract or transaction of this Association or in which the Association is interested; and no contract, act or transaction of this Association with any person or persons, firms or corporations shall be affected or invalidated by the fact that any director or directors of this Association is a party, or are parties to or interested in such contract, act or transaction of the Association or in which the Association is interested; and no contract, act or transaction of this corporation with any person or persons, firms or corporations shall be affected or invalidated by the fact that any director or directors of this Association is a party, or are parties to or interested in such contract, act or transaction or in any way connected with such person or persons, firms or associations, and each and every person who may become a director of this Association, is hereby relieved from any liability that might otherwise exist, from contracting with the Association for the benefit to himself or the firm or corporation to which he may be otherwise indebted.

ARTICLE VIII. INCORPORATION

The number of persons constituting the first Board of Directors of the Association shall be three (3), and the names and addresses of the persons who shall serve as directors until the first election are: (The directors were elected at the organizational meeting pursuant to the Bylaws.) The directors shall be elected in accordance with the Bylaws.

Bill Barber

Bill Barber

Doug Gove

Doug Gove

Barbara Clements

Barbara Clements

ARTICLE IX. BYLAWS

The original Bylaws of this Association shall be made, prepared and adopted by the Board of Directors of the Association by a majority vote thereof. Thereafter, the said Bylaws may be amended by a Board of Directors or at any special meeting for which said meeting is called by a majority of the directors present. The Board of Directors shall also have the power from time to time to direct and determine the use and disposition of any proceeds acquired by the Association.

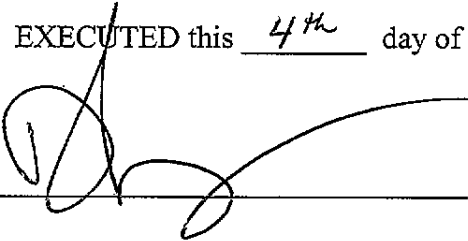
ARTICLE X.

Voting by members of the Association shall be by one vote per member.

ARTICLE XI. DISSOLUTION

On dissolution, the assets of the Association shall be distributed to an appropriate public agency to be used for purposes similar to those for which the Association was created. In the event such dissolution is refused acceptance, such assets shall be granted, conveyed, and assigned to any non-profit corporation, association, trust, or other organization organized and operated for such similar purposes.

EXECUTED this 4th day of May, 2000

A handwritten signature in black ink, consisting of a large, stylized 'V' or 'W' shape with a long horizontal stroke extending to the right, positioned over a horizontal line.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

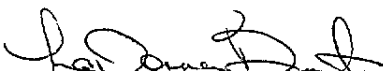
1. The name of the corporation is: East Tallahassee Business Association Inc.

2. The name and address of the registered agent and office is:

LaDonna Burton
(Name)
2000 Apalachee Parkway
(P.O. Box not acceptable)
Tallahassee, FL 32301
(City/State/Zip)

FILED
00 MAY -5 PM 4:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Signature)

5-3-00
(Date)