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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

March 15, 2001

ATTORNEYS' TITLE

SUBJECT: CHARLOTTE COUNTY AIRPORT TENANTS ASSOCIATION, INC. Ref. Number: W01000005981

We have received your document for CHARLOTTE COUNTY AIRPORT TENANTS ASSOCIATION, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.)

The registered agent must sign accepting the designation.

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) 487-6927.

Tracy Smith Document Specialist

Letter Number: 701A00016012

ARTICLES OF INCORPORATION
CHARLOTTE COUNTY AIRPORT TENANTS ASSOCIATION, INC.
NON-PROFIT CORPORATION

Articles of Incorporation of the undersigned a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of Florida do hereby certify:

ARTICLE I NAME

The name of the corporation shall be CHARLOTTE COUNTY AIRPORT TENANTS ASSOCIATION, INC.

ARTICLE II OFFICES

The place in this state where the principal office of the Corporation is to be located is 28000 Airport Road, Box A-28, City of Punta Gorda, County of Charlotte, and the name of the initial Registered Agent of this corporation is Darol H. M. Carr and his address is 2315 Aaron Street, Port Charlotte, FL 33952. The mailing address of the corporation shall be 28000 Airport Road, Box A-28, Punta Gorda, Florida 33982.

ARTICLE III PURPOSE

Said corporation is organized exclusively to charitable, religious, educational and scientific purposes including for such purposes the making of distributions to organizations that qualify as exempt organizations under 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code.

ARTICLE IV MEMBERSHIP

The membership of this corporation shall consist of all persons hereinafter named as directors or members of the executive committee and such other persons as may become members by being approved for membership by the Board of Directors.

ARTICLE V DURATION

This corporation is to exist perpetually.

ARTICLE VI DIRECTORS

The names and addresses of the persons who are the initial directors of the corporation are as follows:

Name	Address
ROBERT B. CHEYNEY	1105 Hawks Nest Court Punta Gorda, FL 33950
DAVID T. RILEY	Post Office Box 240 Fort Ogden, FL 34267
DAVID T. GRUMAN	638 Madrid Boulevard Punta Gorda, FL 33950
OWEN R. YOUNGBLOOD	97 Robina Street Port Charlotte, FL 33954
JAMES L. MALECHA	3628 Wisteria Place Punta Gorda, FL 33950
DANA W. CARR	12280 Maryland Avenue Punta Gorda, FL 33955
JERRY GOIN	7391 Golf Course Boulevard Punta Gorda, FL 33982

ARTICLE VII OFFICERS

Section 1. The officers of the corporation shall be President, Vice-President, a Secretary, a Treasurer and such other officers as may be provided in the By-Laws.

Section 2. The names of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are:

<u>Office</u>	<u>Name</u>
President	ROBERT B. CHEYNEY
Vice-President	DAVID T. RILEY
Secretary	DAVID T. GRUMAN
Treasurer	OWEN R. YOUNGBLOOD

ARTICLE VIII BOARD OF DIRECTORS - EXECUTIVE COMMITTEE

Section 1. The business affairs of this corporation shall be managed by a Board of Directors which shall also be known as the Executive Committee. The terms "Board of Directors" and "Executive Committee" and "Directors" shall be synonymous. This corporation shall have seven directors initially. The number of directors may be increased from time to time by the By-Laws but shall never be less than five. Elected directors shall be elected and shall hold office in accordance with the By-Laws except as specified herein.

Section 2. The Board of Directors shall be members of the corporation.

Section 3. The names and addresses of the initial elected directors are:

<u>Name</u>	Address
ROBERT B. CHEYNEY (2 Year Term)	1105 Hawks Nest Court Punta Gorda, FL 33950
DAVID T. RILEY	Post Office Box 240
(2 Year Term)	Fort Ogden, FL 34267
DAVID T. GRUMAN	638 Madrid Boulevard
(2 Year Term)	Punta Gorda, FL 33950
OWEN R. YOUNGBLOOD	97 Robina Street
(2 Year Term)	Port Charlotte, FL 33954
JAMES L. MALECHA	3628 Wisteria Place
(1 Year Term)	Punta Gorda, FL 33950

DANA W. CARR (1 Year Term)

12280 Maryland Avenue Punta Gorda, FL 33955

JERRY GOIN (1 Year Term)

7391 Golf Course Boulevard Punta Gorda, FL 33982

Four elected directors shall serve a term of two years, and the remaining three directors shall serve a term of one year as indicated above. Thereafter, all Directors upon election shall serve two year terms. In the event of the death, resignation or disability of a director, the successor shall be selected in the manner set forth in the By-Laws.

ARTICLE IX BY-LAWS

Section 1. Members of this corporation may provide such By-Laws for the conduct of business and for carrying out the purposes of the corporation as may be necessary from time to time.

Section 2. The By-Laws may be amended, altered or rescinded by the members in the manner set forth in the By-Laws.

ARTICLE X AMENDMENTS

- Section 1. These Articles of Incorporation may be amended at a special meeting of the membership called for that purpose by a majority vote of those present either in person or by proxy. Notice of such special meeting shall be given at least fourteen (14) days prior to the meeting in the manner set forth in the By-Laws.
- Section 2. Amendments may also be made at a regular meeting of the membership upon notice given, as provided for in the By-Laws, of intention to submit such amendments, which notice shall be given at least fourteen (14) days prior to the meeting at which such amendment shall be considered.
- Section 3. Any proposed amendments shall be submitted to the membership in the manner provided for in the By-Laws at least thirty (30) days prior to the time of the meeting at which the amendment shall be considered.

ARTICLE XI 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 Third 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 or in opposition to 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 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.

Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE XII DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code or shall be distributed to the federal government or to a state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas 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, I have hereunto subscribed our names this 13th day of 2001.

Subscriber

STATE OF FLORIDA COUNTY OF CHARLOTTE

Before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared koker B. Cheeney to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed and subscribed to these Articles of Incorporation

WITNESS my hand and official seal in the County of Charlotte and State of Florida, the day and year last aforesaid.

Notary Public in and for the

State of Florida-at-Large. My commission expires:

OFFICIAL NOTARY SEAL
BARBARA S WHIDDEN
NOTARY PUBLIC STATE OF FLORIDA
COMMESSION NO. CC706608
MY COMMISSION EXP. IAN. 27.2002

EXEMPT ACTIVITIES

Section 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.

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

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

Pursuant to of Florida Statutes, Section 48.091 (1989), the following is submitted, in compliance therewith:

First: That, CHARLOTTE COUNTY AIRPORT TENANTS ASSOCIATION, 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 Punta Gorda, County of Charlotte, State of Florida, has named:

DAROL H. M. CARR

located at 2315 Aaron Street, Port Charlotte, County of Charlotte, State of Florida, as its agent to accept service of process within this State.

> CHARLOTTE COUNTY AIRPORT TENANTS ASSOCIATION, INC.

Robert B. Cheyney, President

ACCEPTANCE

Having been named to accept service of process for the above stated exprporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said law relative to keeping open said office.