

NO10000006189

MILLER, SOUTH & MILHAUSEN, P.A.

ATTORNEYS AT LAW

2699 LEE ROAD, SUITE 120

WINTER PARK, FLORIDA 32789

RICHARD D. BAXTER  
DANIEL N. BRODERSON  
PETER F. CARR, JR.  
C. TERESA GARRETT  
JEFFREY P. MILHAUSEN  
J. GARY MILLER  
J. TODD SOUTH

TELEPHONE  
(407) 539-1638

FACSIMILE  
(407) 539-2679

August 24, 2001

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314  
Attn: New Filings

400004557304--1  
-08/27/01--01048--015  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Orlando Taxi Drivers Association, Inc.

Dear Sir or Madam:

Enclosed herewith are the original and one copy of the Articles of Incorporation of the referenced non-profit corporation, together with the check of this firm in the amount of \$70.00.

Please file the original and return the copy with the filing information stamped thereon as well as the Certificate to the undersigned at the address above.

If there are any questions, please be so kind as to call me collect.

Sincerely,



Richard D. Baxter, Esq.

RDB/llb  
Enclosure

FILED  
01 AUG 27 PM 1:04  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

6  
RDB  
8/29/01

ARTICLES OF INCORPORATION  
OF  
ORLANDO TAXI DRIVERS ASSOCIATION, INC.

**FILED**

01 AUG 27 PM 1:04

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned, a natural person competent to contract, desiring to form a corporation not for profit pursuant to the provisions of Chapter 617, Florida Statutes, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

ARTICLE I  
CORPORATE NAME

The name of this Corporation shall be:

ORLANDO TAXI DRIVERS ASSOCIATION, INC.

ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this Corporation is: 710 W. Colonial Drive, Suite 104, Orlando, Florida 32804.

ARTICLE III  
PURPOSES

This Corporation is organized and shall be administered and operated exclusively to receive, administer, and expend funds to promote and represent the common business interests of, and improve business conditions among, members of the taxi drivers industry, within the meaning of Section 501(c)(6) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

The general nature of the objectives and purposes for which this Corporation is formed are:

1. To improve the business condition of taxi drivers in the Greater Orlando, Florida area.
2. To improve the public's perception of taxi drivers.
3. To offer classes, lectures, instruction, and materials to members that will help them in the business of taxi driving.

4. To present the needs, concerns and suggestions of member taxi drivers to governmental and quasi-governmental officials, boards, commissions, agencies and authorities as well as to taxi cab owners and operators.

5. To engage in any other act or activity that tends to enhance the business of taxi driver members which is consistent with the purposes and objectives of this Association.

#### ARTICLE IV POWERS

This Corporation shall have and may exercise any and all of the powers conferred upon corporations not for profit by or pursuant to Chapter 617 of the Florida Statutes, the Florida Not For Profit Corporation Act, as the same may hereafter be amended.

This Corporation shall not carry on any activities not permitted to be carried on by a corporation described in Section 501(c)(6) of the Internal Revenue Code.

#### ARTICLE V TERM OF EXISTENCE

This Corporation shall have perpetual existence.

#### ARTICLE VI BOARD OF DIRECTORS

Except as otherwise provided by or in accordance with the Bylaws, the business and affairs of this Corporation shall be managed by its Board of Directors. The initial Board of Directors shall consist of three (3) members. The names and addresses of the members of the first Board of Directors are:

Jean Joelet Theagene

5506 Arnold Palmer Dr. #1435  
Orlando, FL 32811

Ariestide Chatelain

1732 – 28<sup>th</sup> Street  
Orlando, FL 32805

Jean L. Elneus

710 W. Colonial Drive  
Orlando, FL 32804

The members of the First Board of Directors (who shall also be members of this Corporation) shall hold office until their respective successors are elected and qualified as provided in the Bylaws of this Corporation. The number of Directors of this Corporation set forth in these Articles of Incorporation shall be the authorized number of Directors until that number is changed by or in accordance with the Bylaws of this Corporation, but shall never be less than three (3).

#### ARTICLE VII INITIAL REGISTERED OFFICE AND AGENT

The address of the initial Registered Office of this Corporation is: Miller, South & Milhausen, P.A., 2699 Lee Road, Suite 120, Winter Park, Florida 32789. The name of the initial Registered Agent of this Corporation at that address is Miller, South & Milhausen, P.A.

#### ARTICLE VIII INCORPORATOR

The name of the person signing these Articles of Incorporation as the Incorporator is J. Gary Miller, and his street address is Miller, South & Milhausen, P.A., 2699 Lee Road, Suite 120, Winter Park, Florida 32789.

#### ARTICLE IX MEMBERS

The classes of and qualifications for members of the Corporation and the manner of their admission and termination shall be regulated by the Bylaws of the Corporation.

#### ARTICLE X BYLAWS

The Board Of Directors shall adopt Bylaws consistent with these Articles of Incorporation. The Bylaws may be altered, rescinded or added to, or new Bylaws may be adopted as provided in the Bylaws.

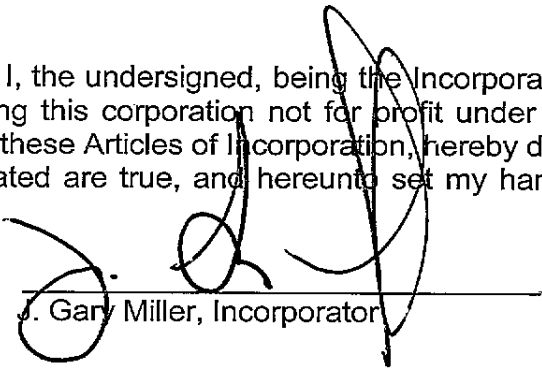
#### ARTICLE XI DEDICATION OF ASSETS

The property of this Corporation is irrevocably dedicated to the purposes of the Corporation and no part of the net income or assets of the Corporation shall ever inure to the benefit of any trustee, director, officer or member thereof, or to the benefit of any

private individual. Upon the dissolution or winding up of the affairs of this Corporation, all assets remaining on hand, after the payment of and/or making provision for the debts, expenses and liabilities of the Corporation, shall be distributed exclusively for the common business interests of its members or to any organization as shall be selected by the Board of Directors of this Corporation and which is exempt from Federal Income Tax under Section 501(c)(6) of the Internal Revenue Code, or in the similar provisions of any future Federal revenue law.

The private property of the incorporator, directors, officers or members of this Corporation shall not be subject to payment of the Corporation's debts in any event or to any extent whatsoever.

IN WITNESS WHEREOF, I, the undersigned, being the Incorporator hereinbefore named, for the purpose of forming this corporation not for profit under the laws of the State of Florida, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 24<sup>th</sup> day of August, 2001.



J. Gary Miller, Incorporator

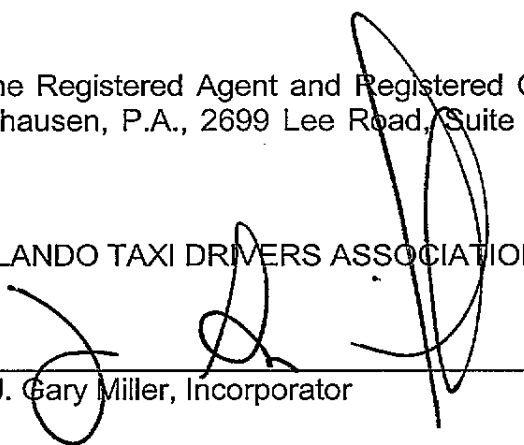
ORLANDO TAXI DRIVERS ASSOCIATION, INC.  
CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT AND REGISTERED OFFICE

The undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the Registered Office and Registered Agent of the Corporation in the State of Florida:

1. The name of the Corporation is: ORLANDO TAXI DRIVERS ASSOCIATION, INC.

2. The name and address of the Registered Agent and Registered Office of the Corporation is: c/o Miller, South & Milhausen, P.A., 2699 Lee Road, Suite 120, Winter Park, Florida 32789.

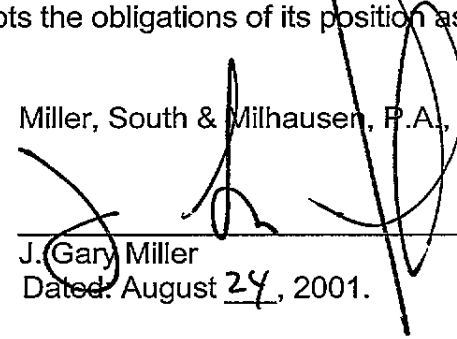
ORLANDO TAXI DRIVERS ASSOCIATION, INC.

By:   
J. Gary Miller, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named the Registered Agent of ORLANDO TAXI DRIVERS ASSOCIATION, INC., the above stated Corporation, at the place designated in this Certificate, Miller, South & Milhausen, P.A., hereby accepts the appointment as Registered Agent and agrees to act in this capacity. The Registered Agent further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, including Florida Statutes Section 617.0503, and it, through its officers, is familiar with and accepts the obligations of its position as Registered Agent.

Miller, South & Milhausen, P.A., Registered Agent

  
J. Gary Miller  
Dated: August 24, 2001.

**FILED**  
01 AUG 27 PM 1:04  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA