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*****78.75 *****78.75

October 5, 2001

Corporate Records Bureau
Division of Corporations
409 East Gaines Street
Post Office Box 6327
Tallahassee, FL 32399

RE: The Times Square Merchant and Event Association, Inc.

Dear Reader:

Enclosed please find Articles of Incorporation for the above-referenced corporation. Upon receipt of same, kindly file in your normal manner. Our check in the amount of \$78.75 is enclosed to cover your fee for same.

If you should have any questions or comments, please do not hesitate to contact this office.

Thank you for your attention and consideration.

Very truly yours,



Karen Leeper
Secretary to David E. Leigh

/enclosures

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TALLAHASSEE, FLORIDA
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F. CHESBROUGH

OCT 11 2001

ARTICLES OF INCORPORATION
OF
THE TIMES SQUARE MERCHANT AND EVENT ASSOCIATION, INC.
A FLORIDA CORPORATION NOT FOR PROFIT

ARTICLE I

Name

The name of this corporation is The Times Square Merchant
Event Association, Inc.

ARTICLE II

Enabling Law

This corporation is organized pursuant to the Corporations
Not For Profit law of the State of Florida, set forth in Part One
of Chapter 617 of the Florida Statutes.

ARTICLE III

Purposes

The purposes of this corporation shall be to act on behalf o
the merchants of The Times Square area in any way which is
appropriate to promote the business interests and well being of
the members, especially with regard to political matters and also
to promote The Times Square area through events and other means
approved by the members.

ARTICLE IV

Term

This corporation shall have a perpetual existence.

ARTICLE V

Incorporators

The name and addresses of the subscribers to these Articles
of Incorporation are as follows:

Joerg Wiebe
1113 Estero Blvd., Unit 5
Fort Myers Beach, FL 33931

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ARTICLE VI

Membership

The authorized number, qualifications and manner of admission of members of this corporation, the different classes of membership, if any, the property, voting and other rights and privileges of members, the liability of members for dues and assessments and the method of collection thereof, and the termination and transfer of membership shall be as set forth in the Bylaws of this corporation.

ARTICLE VII

Management of Corporate Affairs

(a) Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of two (2) directors initially. The number of directors herein provided for may be changed by a Bylaw amendment by the Board of Directors.

The names and addresses of the persons constituting the first Board of Directors who are to act in that capacity until the selection of their successors are:

Joerg Wiebe
1113 Estero Blvd., Unit 5
Fort Myers Beach, FL 33931

David E. Leigh
5150 Tamiami Trail North
Suite 501
Naples, FL 34103

Anita Cereceda
1113 Estero Blvd., Unit 5
Fort Myers Beach, FL 33931

(b) Elective Officers. The Officers of this corporation shall be a President, Vice-President, Secretary and Treasurer. Other offices and officers may be established or appointed by the Board of Directors of this corporation at any regular annual meeting. The qualifications, the time and manner of electing or appointing, the duties of, the terms of office, and the manner of removing Officers shall be set forth in the Bylaws.

The Officers who are to serve until the first election of Officers under the Articles of Incorporation:

President:	Anita Cereceda
Vice President:	Joerg Wiebe
Secretary:	Anita Cereceda
Treasurer:	Joerg Wiebe

ARTICLE VIII

Location of Registered Office; Identification
of Registered Agent

(a) The address of this corporation's initial registered office in the State of Florida is: 1113 Estero Blvd., Unit 5, Fort Myers Beach, FL 33931.

(b) The name of this corporation's initial registered agent at the above address is: Joerg Wiebe.

ARTICLE IX

Bylaws

Bylaws will be hereinafter adopted at the first meeting of the Board of Directors. Such Bylaws may be amended or repealed in whole or in part, by the Directors in the manner provided therein. Any amendments to the Bylaws shall be binding on all members of this corporation.

ARTICLE X

Amendment of Articles

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote. Amendments may be adopted by a majority of members of the corporation.

ARTICLE XI

Address


The street address of the initial principal office is 1113 Estero Blvd., Unit 5, Fort Myers Beach, FL 33931. The mailing address of the corporation is 1113 Estero Blvd., Unit 5, Fort Myers Beach, FL 33931.

Dated: 10/5/01, ~~2001~~

Joerg Wiebe

STATE OF FLORIDA
COUNTY OF COLLIER

SWORN TO and subscribed by Joerg Wiebe before me, a duly authorized Notary Public, on this 5th day of Oct, 2001.

 David E Leigh
My Commission CC826001
Expires April 12, 2003

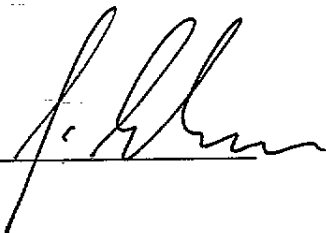
Notary Public: David E Leigh

ACCEPTANCE BY REGISTERED AGENT

Having been designated in the foregoing Articles of Incorporation as the Registered Agent of the above-named corporation to accept service of process for said corporation, at the place designated as the Registered Office I hereby accept such designation and agree to act in such capacity and to comply with the provisions of the Florida General Corporation Art in all respects.

Dated this 5th day of October, 2001.

Joerg Wiebe



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