

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

**NO10000009046**

Green Cove Springs Merchants  
Association, Inc

**FILED**  
01 DEC 31 PM 1:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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-12/31/01--01013--024  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Signature \_\_\_\_\_

Requested by LW 12/31  
Name Date Time

Walk-In \_\_\_\_\_ Will Pick Up \_\_\_\_\_

☒ Art of Inc. File \_\_\_\_\_  
\_\_\_\_ LTD Partnership File \_\_\_\_\_ **EFFECTIVE DATE**  
\_\_\_\_ Foreign Corp. File \_\_\_\_\_ 01-01-02  
\_\_\_\_ L.C. File \_\_\_\_\_  
\_\_\_\_ Fictitious Name File \_\_\_\_\_  
\_\_\_\_ Trade/Service Mark \_\_\_\_\_  
\_\_\_\_ Merger File \_\_\_\_\_  
\_\_\_\_ Art. of Amend. File \_\_\_\_\_  
\_\_\_\_ RA Resignation \_\_\_\_\_  
\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_  
\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_  
☒ Cert. Copy \_\_\_\_\_  
\_\_\_\_ Photo Copy \_\_\_\_\_  
\_\_\_\_ Certificate of Good Standing \_\_\_\_\_  
\_\_\_\_ Certificate of Status \_\_\_\_\_  
\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_  
\_\_\_\_ Corp Record Search \_\_\_\_\_  
\_\_\_\_ Officer Search \_\_\_\_\_  
\_\_\_\_ Fictitious Search \_\_\_\_\_  
\_\_\_\_ Fictitious Owner Search \_\_\_\_\_  
\_\_\_\_ Vehicle Search \_\_\_\_\_  
\_\_\_\_ Driving Record \_\_\_\_\_  
\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_ **J. BRYAN DEC 31 2001**  
\_\_\_\_ UCC 11 Search \_\_\_\_\_  
\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_  
\_\_\_\_ Courier \_\_\_\_\_

**RECEIVED**  
01 DEC 31 AM 11:11  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

GREEN COVE SPRINGS MERCHANTS ASSOCIATION, INC.  
(A corporation Not for Profit)

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TALLAHASSEE, FLORIDA

In compliance with the requirements of the State of Florida, the undersigned, and all of whom are sui juris, have this day voluntarily associated themselves together for the purpose of forming a Corporation, not for profit, and to hereby certify:

ARTICLE ONE  
NAME

**EFFECTIVE DATE**  
01-01-02

The name of this Corporation is Green Cove Springs Merchants Association, Inc. The main location of the initial office of this Corporation shall be as follows: 718 North Orange Avenue, Green Cove Springs, Florida 32043.

ARTICLE TWO  
DURATION

The period of duration of this Non-Profit Corporation shall be perpetual with a commencement date of January 1, 2002.

ARTICLE THREE  
PURPOSE

The purpose of the Corporation is to, promote our City and all of it's wonderful assets, including its rich history; and, to organize festivals and other events to share our City with persons from within and outside our area.

ARTICLE FOUR  
NON-STOCK CORPORATION

The Corporation shall be non-stock and no dividends shall be declared or paid to the members thereof. The Corporation does not contemplate pecuniary gain or benefit to the individual members, directors, or officers thereof.

ARTICLE FIVE  
DIRECTORS

The duly elected officers of the Corporation shall control the affairs of the corporation, and shall also be known as Directors.

ARTICLE SIX  
MEMBERSHIP REQUIREMENTS

Membership in this Corporation shall be open to any person in the following ways:

1. Owner, operator or affiliated with any business enterprise within or near Green Cove Springs, Florida;

2. Any other person may be admitted to membership by a majority vote of current members provided they accept the purposes for which this Corporation is being established.

3. Initial dues for membership shall be \$25.00 annually with subsequent amounts being determined by majority vote of the members.

ARTICLE SEVEN  
AMENDMENT

These articles may be amended in the manner provided as follows: by consent of the majority of the membership present at a duly called meeting for such purpose.

ARTICLE EIGHT  
ELECTION OF OFFICERS

The Officers/Directors of this Corporation shall be elected by majority vote of the members present at a duly called meeting for such purpose.

ARTICLE TEN  
ELECTION OF OFFICERS/DIRECTORS

The general officers of this Corporation shall be President, Vice-President, Secretary, and Treasurer. Other officerships may be established by majority vote of the members.

The principal duties of the President shall be to preside at all meetings of the members and to have general supervision of the affairs of the Corporation.

The principal duties of the Vice-President shall be to discharge the duties of President in the event of absence or disability, for any cause whatsoever, of the President.

The principal duties of the Secretary shall be to counter-sign all deeds, leases, and conveyances executed by the Corporation, affix the seal of the Corporation thereto, and to such other papers as shall be required or directed to be sealed, and to keep a record of the proceedings of the members, and to safely and systematically keep all books, papers, records, and documents belonging to the

Corporation, or in any way pertaining to the business thereof, except the books and records incidental to the duties of the Treasurer.

The principal duties of the Treasurer shall be to keep an account of all monies, credits, and property of any and every nature of the Corporation which shall come into his/her hands, and to keep an accurate account of all monies received and disbursed, and to render such accounts, statements, and inventories of monies received and disbursed, and of money and property on hand, and generally of all matters pertaining to his/her office, as shall be required by the members.

The members shall provide for the appointment of such additional officers as they may deem for the best interest of the Corporation.

The officers shall perform such additional or different duties as shall, from time to time, be required by the members, or as may be prescribed from time to time by the By-Laws. Each officer of the corporation shall also be a director of the corporation.

#### ARTICLE ELEVEN OFFICER'S/DIRECTOR'S NAMES AND RESIDENCES

The names and addresses of the initial officers/directors of the corporation are as follows:

President:	Bonnie Plumlee
Director	4744 Highway 15A Green Cove Springs, FL 32043
Vice-President:	Gary Douylliez
Director	511 Myrtle Avenue Green Cove Springs, FL 32043
Secretary:	Cindy Schnall
Director	3355 Claire Lane, #813 Jacksonville, FL 32223
Treasurer:	Pam Gause
	1572 Linkside Drive Orange Park, FL 32073

#### ARTICLE TWELVE BY-LAWS

By-Laws shall be adopted, altered or rescinded at any duly called membership meeting by consent of the majority of the membership present.

ARTICLE THIRTEEN  
RESIDENT AGENT/REGISTERED AGENT

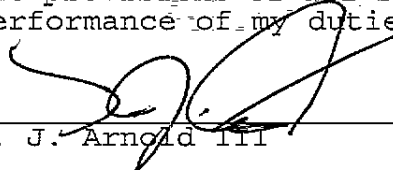
The resident agent/registered agent for this Corporation and his physical, not post address, shall be as follows: L. J. Arnold III, Esquire, 718 North Orange Avenue, Green Cove Springs, Florida 32043.

ARTICLE FOURTEEN  
INCORPORATORS

The names and residences of the persons forming this Corporation are as follows:

Jeff Short 4135 Highway 17 South Green Cove Springs, FL 32043	William and Pam Gause 1572 Linkside Drive Orange Park, FL 32073
Bonnie Plumlee 4744 Highway 15-A Green Cove Springs, FL 32043	Gary Douylliez 511 Myrtle Avenue Green Cove Springs, FL 32043
Donald and Mary Fullerton 818 Pine Street Green Cove Springs, FL 32043	Bonita D. Dasher 3969 Susan Drive Green Cove Springs, FL 32043
Cindy Schnall 3355 Claire Lane, #813 Jacksonville, FL 32223	Rosalind Arnold 1 Elmore Street Green Cove Springs, FL 32043
Tim Hewitt 3079 Anderson Road Green Cove Springs, FL 32043	L. J. Arnold III 718 North Orange Avenue Green Cove Springs, FL 32043
Rick and Pam Wolbert 1494 Park Avenue Orange Park, FL 32073	Mr. and Mrs. John B. McCabe 407 Walnut Street Green Cove Springs, FL 32043

Having been named to accept service of process for the Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
\_\_\_\_\_  
L. J. Arnold III

Physical Address:  
718 North Orange Avenue  
Green Cove Springs, FL 32043

STATE OF FLORIDA  
COUNTY OF CLAY

Before me, the undersigned notary public, personally appeared,

JEFF R. SHORT

William GAUSE

Pam GAUSE

BONNIE Plumlee

Gary Dowylliez

DONALD FULLERTON

MARY FULLERTON

BONITA D. DASHER

Cindy Schnall

ROSALIND Arnold

✓ Pam Wolbert

Barbara Q McCabe

Rick ~~Pam~~ Wolbert

~~Mrs. Mrs~~ John B. McCabe

Tim Hewitt

L. J. Arnold III

known to me to be the foregoing incorporators of Green Cove Springs Merchants Association, Inc., and they severally acknowledged before me that they executed the said Articles of Incorporation, and that the same is their act and deed, and that the facts therein contained are true.

*[Signature]*

*[Signature]*

*[Signature]*

*[Signature]*

*[Signature]*

*[Signature]*

Mary Fullerton

Bonita D. Dasher

Cindy Schnall

Rosalind Arnold

✓ Pam Wolbert

Barbara Q McCabe

Rick ~~Pam~~ Wolbert

~~Mrs. Mrs~~ John B. McCabe

Tim Hewitt

L. J. Arnold III

WITNESS MY HAND AND SEAL at Green Cove Springs, Clay County, Florida, on this 28<sup>th</sup> day of December, 2001.

Linda H. Knowles

NOTARY PUBLIC

My Commission Expires:



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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA