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Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : BRETT HENDEE, P.A. *40 Cynthia M. Petitjean*
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FLORIDA NON-PROFIT CORPORATION

Hillsborough County Firefighters #2294 Real Estate Holdings, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES
OF INCORPORATION
OF
HILLSBOROUGH COUNTY FIREFIGHTERS #2294 REAL ESTATE HOLDINGS, INC.
A NONPROFIT CORPORATION

The undersigned, acting as sole incorporator, adopts these Articles of Incorporation and forms a not for profit corporation (the "Corporation") under the Florida Not for Profit Corporation Act (the "Act") as follows:

ARTICLE I
NAME

The name of the Corporation is Hillsborough County Firefighters #2294 Real Estate Holdings, Inc.

ARTICLE II
TERM OF EXISTENCE AND DURATION

The date when corporate existence will commence is upon the filing of these Articles of Incorporation in accordance with Section 617.0203 of the Act. The Corporation will have perpetual existence thereafter.

ARTICLE III
DISTRIBUTION OF ASSETS ON DISSOLUTION

In the event of dissolution, the Corporation shall, after payment of all liabilities, distribute any remaining assets to an organization or organizations which, at the time, qualify both as an exempt organization or organizations under Section 501(c) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any subsequent federal tax law (the "Code").

ARTICLE IV
PRINCIPAL OFFICE

The principal office and mailing address of the Corporation is 104 West Country Club Drive, Tampa, FL 33612.

ARTICLE V
PURPOSES

This Corporation is organized and shall be operated as a corporation not for profit, exclusively for any and all nonprofit purposes as described in Section 501(c) of the Code and shall receive, hold and transfer title to real estate in furtherance of its nonprofit purpose.

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ARTICLE VI
LIMITATION ON ACTIVITIES

No part of the net earnings or income of this Corporation shall inure to the benefit of or be distributed to its directors, officers, trustees or to any private individual, but this Corporation shall be empowered and authorized to pay reasonable compensation for services rendered and to make distributions in furtherance of its exempt purposes. The Corporation shall not engage in activities that do not further an exempt purpose. This Corporation is empowered to exercise all rights and powers conferred by the laws of the State of Florida upon corporations not for profit, including, but without limitation thereon by the laws of Chapter 617 Florida Statutes and future amendments thereto, or succeeding statutes pertaining to corporations not for profit in the State of Florida, necessary or convenient to effect any and all of the nonprofit purposes for which the corporation is organized.

ARTICLE VII
DIRECTORS

The Board of Directors shall be empowered to direct the management of the business and affairs of this Corporation and to exercise all powers granted to this Corporation under these Articles, the Corporation's Bylaws and the laws of the State of Florida. The number of directors shall not be less than three (3), but the number may be increased or decreased from time to time in the manner provided by the bylaws, provided such number is never less than three (3). The term, voting rights, qualifications and procedures for election of Directors shall be set forth in this Corporation's Bylaws. The names and addresses of the initial directors of the Corporation, who will serve until their successors are duly elected and qualified, are:

<u>Name</u>	<u>Address</u>
Bill Capkovic	2812 W. Sipka St., Tampa, FL 33614
George Sucarichi	1219 Oxbridge Dr., Lutz, FL 33549
Tracy McDonald	1503 Long Pond Dr., Valrico, FL 33594

ARTICLE VIII
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 104 West Country Club Drive, Tampa, FL 33612, and the name of the initial registered agent of this Corporation at that address is Cletus D. Squires, III.

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ARTICLE IX
INCORPORATOR

The name and address of the incorporator signing these Articles are:

<u>Name</u>	<u>Address</u>
Cynthia M. Petitjean, Esq.	100 S. Ashley Drive, Suite 1770, Tampa, Florida 33602

ARTICLE X
BYLAWS

The Bylaws of this Corporation shall be adopted at the first meeting of the Board of Directors by the affirmative vote of two-thirds (2/3) of the Directors, the Bylaws may be amended or repealed by the affirmative vote of two-thirds (2/3) of a quorum of the Directors at a meeting of the Board of Directors, or, by the written consent thereto by two-thirds (2/3) of a quorum of the Directors.

ARTICLE XI
INDEMNIFICATION

The Corporation will indemnify any Director or officer, or any former Director or officer, to the fullest extent permitted by law.

ARTICLE XII
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on
this ____ day of October, 2002.


Cynthia M. Petitjean, Incorporator

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Sent By: Brett Hendee, P.A.;

813 222 0227;

Oct-30-02 2:50PM;

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CERTIFICATE DESIGNATING REGISTERED AGENT
AND STREET ADDRESS FOR SERVICE OF PROCESS
WITHIN FLORIDA

Pursuant to Fla. Stat. §48.091, HILLSBOROUGH COUNTY FIREFIGHTERS #2294 REAL ESTATE HOLDINGS, INC., desiring to organize under the laws of the State of Florida, hereby designates Cletus D. Squires, III located at 104 West Country Club Drive, Tampa, FL 33612 as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

Having been named as registered agent, the undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above, and agrees to comply with the provisions of Fla. Stat. §48.091(2) relative to maintaining an office for the service of process.



Cletus D. Squires, III
104 West Country Club Drive
Tampa, FL 33612

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