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Division of Corporations

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SECRET Page 1 of 2
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FLORIDA NON-PROFIT CORPORATION

ASSOCIATION OF INN OWNERS, INC.

Certificate of Status	0
Certified Copy	1
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02 DEC 19 PM 12:39

**ARTICLES OF INCORPORATION
OF
ASSOCIATION OF INN OWNERS, INC.**

In order to form a corporation under and in accordance with the provisions of Chapter 617, Florida Statutes, I hereby make, adopt and subscribe the following Articles of Incorporation:

**I.
NAME OF CORPORATION**

The name of this corporation shall be:

Association of Inn Owners, Inc.

The principal address and the mailing address of the corporation shall be:

c/o Ned F. Sinder
3310 Bayou Road
Longboat Key, FL 34228

**II.
PURPOSES**

The corporation is organized and shall be operated exclusively for professional and commercial purposes as allowed by Chapter 617, Florida Statutes, including but not limited to:

A. Engaging as an association of persons having common business interests, the purpose of which is to promote such common interests and not to engage in a regular business of a kind ordinarily carried on for profit;

B. Improving business conditions for residential inn owners within the boundaries designated by the board of directors of the corporation;

C. Engaging in any and all lawful activities necessary or desirable for the accomplishment of any of the above described purposes.

D. To modify any restriction or condition on the administration and distribution of funds for any specified purpose consistent herewith if in the sole judgment of the board of directors, such restriction or condition becomes, in effect, unnecessary, incapable of fulfillment, or inconsistent with the designated purposes of the corporation.

No part of the net earnings of the corporation shall inure to the benefit of or be distributed 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 herein. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, except such legislation germane to the corporation's programs and in furtherance of its exempt purposes, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any

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political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these Articles, the corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal Income Tax under Section 501(c)(6), of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

III. BOARD OF DIRECTORS

The affairs of the corporation shall be managed by a board of directors consisting of not less than *three (3) persons*, as determined pursuant to provisions of the Bylaws. The method of election of directors shall be as stated in the Bylaws.

IV. CORPORATE EXISTENCE

The existence of this corporation shall be perpetual, unless dissolved according to law.

V. BYLAWS

The first board of directors of the corporation shall adopt Bylaws consistent with these Articles of Incorporation. Thereafter, the Bylaws may be altered, amended or rescinded by the directors in the manner provided by such Bylaws.

VI. REGISTERED OFFICE

The street address of the initial registered office of the corporation is 200 S. Orange Avenue, Sarasota, Florida 34236, and the name of the initial registered agent of this corporation at that address is Morgan R. Bentley.

VII. INCORPORATORS

The name and address of the incorporator to these Articles of Incorporation is as follows:

Ned F. Sinder
3310 Bayou Road
Longboat Key, FL 34228

VIII. MEMBERS

Membership in the corporation shall be as set forth in the Bylaws.

H02000239544 8

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H02000239544 8

02 DEC 19 PM 12:39

**IX
COMMITTEES**

The corporation may establish such committees as may be necessary to efficiently carry out the general purposes and activities of the corporation.

**X
DISTRIBUTION UPON DISSOLUTION**

Upon the dissolution of the corporation, the board of directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes for which this corporation was organized to such organization or organizations organized and operated exclusively for the improvement of business conditions of one or more lines of business as distinguished from the performance of particular services for individual persons or such other purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(6) of the Internal Revenue Code of 1986, as amended, (or the corresponding provision of any future United States Internal Revenue Law) or an organization or organizations, contributions to which are deductible under Section 170(e)(1) or (2) of the Internal Revenue Law.

**XI
AMENDMENT**

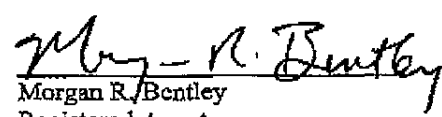
This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner now or hereafter prescribed by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 19 day of December 2002


Ned F. Sinder
Incorporator

ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

The undersigned, hereby consents to the appointment as Registered Agent of Association of Inn Owners, Inc., to accept service of process upon said corporation in this state. The undersigned is familiar with, and accepts, the obligations of this position.


Morgan R. Bentley
Registered Agent

H02000239544 8