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FISHER AND WILSEY, P.A.
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275 FOURTH STREET NORTH
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GEORGE F. WILSEY
Board Certified Wills,
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Certified Circuit Mediator

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STEVEN M. WILSEY
Also Certified
Public Accountant

DAVID F. WILSEY

ROBERT W. FISHER
Of Counsel

December 19, 2002

Florida Department of State
Division of Corporations - New Filings
P. O. Box 6327
Tallahassee, FL 32314

Re: Triangle Industrial Park Association, Inc.
a not-for-profit corporation
Articles of Incorporation

Dear Sir or Madam:

Enclosed are the Articles of Incorporation of the above-referenced corporation, along with check in the amount of \$78.75 for the corporate filing fees as follows:

Not for Profit corporation filing fee	\$35.00
Registered Agent Designation	35.00
Certified copy	<u>8.75</u>
	\$78.75

After the filing of these Articles of Incorporation, please return a certified copy to me for delivery to my client.

Thank you for your assistance.

Sincerely,



DAVID F. WILSEY

DFW:paf
Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

TRIANGLE INDUSTRIAL PARK ASSOCIATION, INC.

The undersigned, desiring to form a Florida corporation not for profit, does adopt these Articles of Incorporation, pursuant to Florida Statute 617, to wit:

ARTICLE I

The name of this corporation shall be TRIANGLE INDUSTRIAL PARK ASSOCIATION, INC., and it shall have perpetual existence.

ARTICLE II

The purpose of this corporation shall be to act as a neighborhood business association, to unite existing businesses dedicated to improving the neighborhood, and for such other not for profit purposes as the law may allow.

ARTICLE III

The members of the corporation shall be members of TRIANGLE INDUSTRIAL PARK ASSOCIATION, INC., a Florida non-profit corporation. The qualifications for membership shall be such as are determined by the Board of Directors of TRIANGLE INDUSTRIAL PARK ASSOCIATION, INC., and any such person so qualified shall be admitted to membership of this corporation.

ARTICLE IV

The street address of the corporation's initial registered office is 2400 - 22nd Street North, St. Petersburg, Florida 33713. The name of the corporation's initial registered agent at such address is ROGER HICKMAN. The principal office and mailing address of the corporation is 2400 - 22ND Street North, St. Petersburg, Florida 33713.

ARTICLE V

The name and residence of the incorporator to these Articles is:

ROGER HICKMAN
2400 - 22nd Street North
St. Petersburg, Florida 33713

ARTICLE VI

The affairs of the corporation shall be managed by a President, a Vice President, a Treasurer, and a Secretary. The officers shall be elected at the annual meeting of the corporation to be held at a time and place to be called by the President between January 15 and February 15 of each year commencing in 2003. The names of the officers of the corporation and their respective office, to serve until the first election or appointment under these Articles, are:

Roger Hickman
David Looney
Debra Evans
Patrick Kearney

President
Vice President
Secretary
Treasurer

The powers and duties of the officers shall be those provided by law and those described in the bylaws of this corporation. The date and manner of calling an annual meeting and designation of officers may be changed by the bylaws or amendments thereto.

ARTICLE VII

The initial Board of Directors shall be composed of the officers set forth in Article VI. The Board shall never be more than ten (10) nor less than three (3). The names and addresses of the members of the initial Board of Directors are:

ROGER HICKMAN	2400 - 22 nd Street North St. Petersburg, FL 33713
DAVID LOONEY	2400 - 22 nd Street North St. Petersburg, FL 33713
DEBRA EVANS	2400 - 22 nd Street North St. Petersburg, FL 33713
PATRICK KEARNEY	2400 - 22 nd Street North St. Petersburg, FL 33713

Directors shall be elected or appointed in accordance with the bylaws.

ARTICLE VIII

Amendments to the bylaws may be proposed by a majority of the Board of Directors. Any such proposed amendment shall be effective upon affirmative vote of two-thirds (2/3) vote of the Board of Directors of the corporation at any regular or special meeting called for the purpose of amending same.

ARTICLE IX


Amendments to the Articles of Incorporation may be proposed by a majority of the Board of Directors. Any such proposed amendment shall be effective upon affirmative vote of two-thirds (2/3) of the Board of Directors of the corporation at any regular or special meeting called for the purpose of amending same.

ARTICLE X

Section 1. No assets and no part of the net earning of the corporation shall inure to the benefit of or be distributable 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.

Section 2. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code (or Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the corporation is then located, exclusively for such purpose or to such organization or organizations, as said Court shall determine which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, the subscriber has executed these Articles of
Incorporation:



ROGER HICKMAN

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me by Roger Hickman who is
personally known to me, or who produced _____ as
identification, on this 19th day of December, 2002.



NOTARY PUBLIC



Loretta E. Feldmeyer
MY COMMISSION # CC810471 EXPIRES
April 11, 2003
BONDED THRU TROY FAJN INSURANCE, INC.

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR SERVICE OF PROCESS WITHIN THIS
STATE. NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First: That TRIANGLE INDUSTRIAL PARK ASSOCIATION, INC., desiring to organize under the laws of the State of Florida with its principal office and designated registered office, as indicated in the Articles of Incorporation, at 2400 - 22nd Street North, St. Petersburg, Florida 33713, Pinellas County, State of Florida, has named ROGER HICKMAN as its agent to accept service of process within this State.

TRIANGLE INDUSTRIAL PARK
ASSOCIATION, INC.

By: _____
ROGER HICKMAN, President

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and to comply with the provision of said Act relative to keeping open said office. I am familiar with and accept the obligations of Resident Agent.

BY: _____
ROGER HICKMAN