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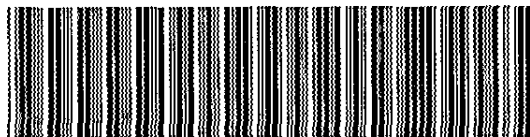
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Daytona Beach Waterfronts Florida Inc

111 West International Speedway Boulevard
Daytona Beach, FL 32114

September 28, 2003

Loria Poole
Document Specialist
New Filings Section
FLORIDA DEPARTMENT OF STATE
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Dear Ms. Poole:

Enclosed is our paperwork to create an organization for our recent Waterfronts Florida designation from the Florida Department of Community Affairs.

You can reach us during business hours at:

111 West International Speedway Boulevard
Suite 101
Daytona Beach, FL 32114
386/671-3272 - phone
386-671-3273 - fax

Please contact us if you need any additional information.

Cordially,



Frank DeMarchi
Executive Director

ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (not for profit)

Article I NAME

The name of the corporation shall be:

Daytona Beach Waterfronts Florida Inc.

Article II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

111 West International Speedway Boulevard, Daytona Beach, FL 32114

Article III PURPOSE

The purpose of which the corporation is organized is:

Daytona Beach Waterfronts Florida Inc. will operate the local Waterfronts Florida program designated by the Florida Department of Community Affairs. The Organization will provide services, programs and host projects in the areas of visioning, heritage – environmental tourism, economic adjustment, and disaster preparedness education. Daytona Beach Waterfronts Florida Inc will focus on the downtown Daytona Beach area from South Street north to Fairview and from the Halifax River west to Seagrave Street.

Article IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

Daytona Beach Waterfronts Florida Inc. is administered by a volunteer board of directors. They may represent sending organizations, serve as stakeholders, hold positions vital to the success of the Waterfronts Florida program and/or represent program partners. The Board of Directors may employ a professional staff to implement organization programs and projects.

As a sending Board of Directors, it is made up of voting, volunteer members from all member organizations and the general public as stakeholders. Additional, board members may be added but will not have voting privileges, such as program partners like the City of Daytona Beach.

The term of office for a director is three years, all directors can serve up to two consecutive terms. In order to appropriately ensure an experienced board, the current board of Daytona Beach Waterfronts Florida Inc. will serve a staggered term.

Board of Directors' members can be expelled from their positions by a majority vote of the board of directors. Reasons for such action include neglect of duties, chronic missed meetings, conduct unbecoming, and/or poor representation.

The President each April will appoint a chair (must be a Daytona Beach Waterfronts Florida Inc Director) and two member committee to serve as the ad hoc Nominations Committee. The Committee through membership meetings and the newsletter will request nominations for open director positions in May. From the nominations, the

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Committee will select a slate of directors that will be presented to the Daytona Beach Waterfronts Florida Inc. at their June meeting for approval. Their terms will begin in October.

After the June director election, the Nominating Committee will select a slate of officers that will be presented to the Board of Directors at their July meeting for approval. Their terms will begin in October.

Article V INITIAL DIRECTORS/OFFICERS

The name(s), address(es) and title(s):

OFFICERS:

President, Tom Leek, Cobb & Cole, 150 Magnolia Ave, Daytona Beach, FL 32114
Vice President, Jim Lloyd, Lloyd Buick, 354 N. Beach Street, Daytona Beach, FL 32114
Treasurer, Sheri Cobb, Sun Trust Bank, 120 South Ridgewood, Daytona Beach, FL 32114

DIRECTORS:

Miltos Exahou, The Love Bar, 116 N. Beach Street, Daytona Beach, FL 32114
Lisa McCarthy, Barney's Leather, 438 N. Beach Street, Daytona Beach, FL 32114
Stacey Lipton, Lipton Interiors, 140 N. Beach Street, Daytona Beach, FL 32114
Calvis Singleton, Singleton Dry Cleaners, 551 MMB Blvd., Daytona Beach, FL 32114
Buddy Budanski, Prudential Transact, 730 South Atlantic, Ormond Beach, FL 32176
Mario Stemberger, Dancing Avocado, 110 S. Beach Street, Daytona Beach, FL 32114
Debbie Thomas, Brown & Brown, 220 S. Ridgewood, Daytona Beach, FL 32114
Jamie Stewart, County of Volusia Finance, 250 N. Beach Street, 101, Daytona Beach, FL 32114
Mandy Rossmeyer, Daytona Harley Davidson, 290 N. Beach Street, Daytona Beach, FL 32114
Frank Corrales, Marina Bar/Grill, 125 Basin Street, Daytona Beach, FL 32114
Stacy Knerler, Black Crow Broadcasting, 126 WISB, Daytona Beach, FL 32114
Al Smith, Angell & Phelps, 154 S. Beach Street, Daytona Beach, FL 32114
Mike Manning, Daytona Int'l Speedway, 1801 West ISB, Daytona Beach, FL 32114

Article VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is:

Palmetto Chapter Service, 150 Magnolia Avenue, Daytona Beach, FL 32114

Article VII INCORPORATOR

The name and address of the Incorporator is:

Frank DeMarchi, 111 W. International Speedway Boulevard, Daytona Beach, FL 32114

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Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Signature/Registered Agent

9/29/03

Date



Signature/Incorporator

9/28/03

Date

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