

NO4888004097

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

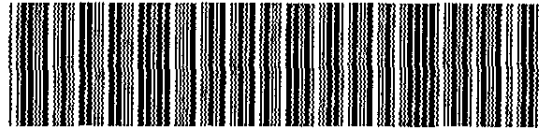
(Business Entity Name)

(Document Number)

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4-26-04
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TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: SANFORD RIVERWALK FLORIDA, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee &
Certificate of
Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Lonnie N. Groot, Esquire
Name (Printed or typed)
200 W. 1st Street
PO Box 4848
Address
Sanford, Florida 32772
City, State & Zip
(407) 322-2171
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
SANFORD RIVERWALK FLORIDA, INC.
(A Corporation Not For Profit)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of Chapter 617, Florida Statutes, the undersigned, as representative of the City of Sanford, being desirous of forming a corporation authorized to exercise powers permitted to be held and exercised by non-profit corporations, does agree to the following:

ARTICLE I - NAME

The name of this corporation is SANFORD RIVERWALK FLORIDA, INC., with its principal place of business located at 300 North Park Avenue, Sanford, Florida 32771.

ARTICLE II - DURATION

This corporation shall have a perpetual existence, unless dissolved by law or as provided by Chapter 617, Florida Statutes.

ARTICLE III - PURPOSES

The purposes for which this corporation is formed is to provide to the City of Sanford a wide array of tourism and economic development opportunities by encouraging and promoting activities that offer positive benefits and advantages to the citizens of the City of Sanford to with regard to the City of Sanford's "Sanford

RiverWalk Project"; to assist the municipal government of the City of Sanford to provide tourism and economic development incentives and tourism and economic development programs which ensure that the City of Sanford takes advantage of every beneficial opportunity to enhance the economic vibrancy of the City of Sanford and maintain and enhance the high quality lifestyle available to residents of and visitors to the City of Sanford; to engage, when appropriate, in inter-jurisdictional organizations and entities which have the potential to direct tourism and economic development opportunities to the City of Sanford; to investigate grant and other funding opportunities which will provide tourism and other economic advantages and opportunities to the City of Sanford; to maintain data and information and develop publications and materials which present a positive and attractive image of the City of Sanford from both tourist attraction and economic development perspectives; to promote and support positive development activities which will serve to provide positive tourism and economic development advantages for the citizens of the City of Sanford; to encourage the promotion of a positive image of the City of Sanford; to promote activities which recognize and which are in harmony with the historical ambiance of the City of Sanford; and to otherwise take any and all actions necessary and advantageous to cause the tourism and economic development of the City of Sanford to prosper and advance.

ARTICLE IV - STATEMENT OF CORPORATE NATURE

This is a non-profit corporation organized solely for general purposes pursuant to the Florida Corporations Not for Profit Law set forth in Chapter 617, Florida Statutes.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The County in the State of Florida where the principal office for the transaction of the business of this corporation is to be located in the County of Seminole, 300 North Park Avenue, Sanford, Florida 32771, and the name of the initial Registered Agent of this corporation, who is located at 200 West First Street, Post Office Box 4848, Sanford, Florida 32772-4848, is Lonnie N. Groot.

ARTICLE VI - MEMBERSHIP

The qualification for membership and the manner of their admission into the corporation shall be defined and regulated in the By-Laws of the corporation.

The initial member of the corporation is as follows:

Al Grieshaber, Jr.

ARTICLE VII - INCORPORATOR

The name and address of the incorporator of this corporation is:

Al Grieshaber, Jr.

300 N. Park Avenue
City Hall
Sanford, Florida 32771

ARTICLE VIII - ELECTION AND APPOINTMENT OF DIRECTORS

The manner in which directors are elected or appointed shall be defined and regulated in the By-Laws of the corporation.

ARTICLE IX - POWERS and DIRECTORS

The powers of this corporation shall be exercised, its property controlled and its affairs conducted by a Board of Directors. The number of directors of the corporation shall not be less than one (1) initially, with that number being determined in the future as indicated by the By-Laws of the corporation.

The first Board of Directors who shall serve until the first election, shall consist of the person whose name and address is as follows:

**President, Vice President,
Secretary, and Treasurer:**

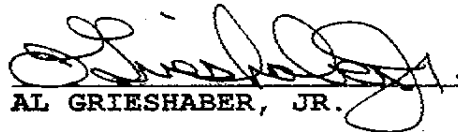
Al Grieshaber, Jr.: 300 North Park Avenue
 City Hall
 Sanford, Florida 32771

ARTICLE X

No person, firm or corporation shall ever receive any dividends or profits from the undertaking of this corporation and upon dissolution of this organization, all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations which are qualified for exemption under Section 501(c)(3) of the Internal Revenue Code, or to the Federal Government, or to a state or local government, for a public

purpose, none of the assets shall be distributed to any member, officer or trustee of this corporation. Notwithstanding any other provision of these articles, this corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provisions of any future United States Internal Revenue laws, or (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954, or any other corresponding provisions of any future United States Internal Revenue Law, and in addition, notwithstanding any other provisions of these articles, this corporation is formed exclusively for charitable and educational purposes.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 15th day of April, A.D., 2004.

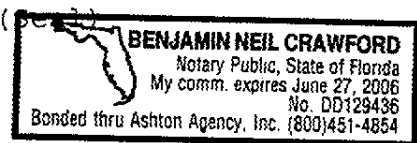

AL GRIESHABER, JR.

STATE OF FLORIDA)
COUNTY OF SEMINOLE)

The foregoing instrument was acknowledged before me by Al Grieshaber, Jr., who personally known to me, this 15th day of April A.D., 2004.


Notary Public
State of Florida

My Commission Expires:



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

SANFORD RIVERWALK FLORIDA, INC.

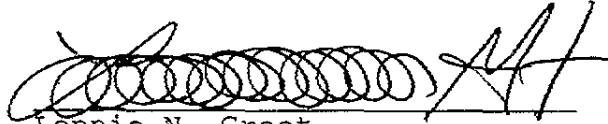
In pursuance to Section 48.091, *Florida Statutes*, the following is submitted in compliance with said Act:

FIRST: That SANFORD RIVERWALK FLORIDA, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 300 North Park Avenue, Sanford, Seminole County, Florida 32771 has named Lonnie N. Groot, located at 200 West First Street, Sanford, Florida 32771, County of Seminole, State of Florida, as its Registered Agent to accept service of process within this State.

SECOND: That SANFORD RIVERWALK FLORIDA, INC., may change its Registered Agent to accept service of process within this State in the future in accordance with the provisions of Florida law.

ACKNOWLEDGMENT

Having been named Registered Agent to accept service of process for the above entitled corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of State law relative to keeping open said office.


Lonnie N. Groot

Date: April 15, 2004

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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