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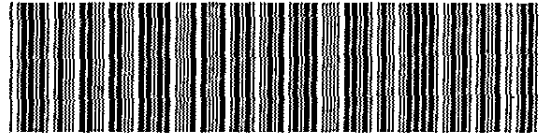
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DIVISION OF CORPORATIONS
04 MAY 27 PM 1:39

2005/5/27

JAMES H. REDDICK
ATTORNEY AT LAW
207 South Baylen Street
Pensacola, Florida 32501
850-465-0600
Fax 850-432-4394
JHRed@BellSouth.net

RESPOND TO:
Post Office Box 550
Gulf Breeze, Florida
32562-0550
850-932-7906

May 24, 2004

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

Re: Pensacola Model Railroad Club, Inc./Articles of Incorporation.

Gentlemen:

Please find enclosed the original and one copy of the Articles of Incorporation of the Pensacola Model Railroad Club, Inc., a nonprofit corporation. I have enclosed my firm check to you in the amount of \$78.75 to cover the costs of filing and one certified copy of the Articles.

Should you have any questions or comments, do not hesitate to call me at the above number.

Thanking you in advance for your assistance, and with kindest personal regards, I am

Sincerely,

James H. Reddick

cc: Jimmy Mashburn

JHR/si
Enclosures

**ARTICLES OF INCORPORATION
OF THE PENSACOLA MODEL RAILROAD CLUB, INC.,
A FLORIDA CORPORATION NOT FOR PROFIT**

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The undersigned incorporator, by these articles, forms a corporation not for profit under the laws of the State of Florida, and adopts the following articles of incorporation.

ARTICLE I. NAME

The name of this corporation is THE PENSACOLA MODEL RAILROAD CLUB, INC. For convenience, the corporation shall be referred to in this instrument as the "association," and these articles of incorporation as the "articles," and the bylaws of the association as the "bylaws."

ARTICLE II. TERM OF EXISTENCE

The association shall have perpetual existence.

ARTICLE III. PURPOSE

This association is organized for the purpose of providing a legal entity for the operation of The Pensacola Model Railroad Club, Inc., an association of individuals with a common interest in the promotion and perpetuation of the art of model railroad building and exhibition.

ARTICLE IV. MEMBERS

The Qualification of members and the manner of their admission shall be as regulated by the bylaws.

**ARTICLE V. INITIAL REGISTERED OFFICE
AND REGISTERED AGENT**

The street address of the principle office and the initial registered office of this corporation is: 10157 Huntsman Path, Pensacola Florida 32514; and the name of the initial registered agent of this corporation at that address is:

John Hudson
10157 Huntsman Path
Pensacola, FL 32514

ARTICLE VI. FIRST BOARD OF DIRECTORS

There shall be four (4) members of the *initial* Board of Directors of the corporation. The Board of Directors of the corporation shall be elected and/or appointed in accordance with the corporation's by-laws. The names and addresses of the persons who are to serve as directors until the first election thereof are as follows:

1. David Ramirez.....1212 Bartram Lane
Pensacola FL. 32507
2. John Hudson.....10157 Huntsman Path
Pensacola, FL 32514
3. Ed Duke.....10035 Hummingbird Blvd.
Pensacola FL 32514
4. Jack Rowles.....1818 Kings Way Ct.
Cantonment, FL 32533

ARTICLE VII. INCORPORATOR

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

J. H. REDDICK
207 South Baylen Street
Pensacola, FL 32501


IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, the undersigned, being the incorporator of this association, has executed these Articles of Incorporation this 14 day of ~~April~~ ^{May} 2004.


J. H. Reddick/Incorporator

STATE OF FLORIDA
COUNTY OF ESCAMBIA

BEFORE ME, the undersigned authority, personally appeared J. H. Reddick, who is personally known to me, who executed the foregoing and who did so freely and voluntarily for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunder set my hand and my official seal, at Pensacola, in the county and state, this 14th day of ~~April~~ may 2004.



Notary Public, State of Florida



ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for corporation, at the place designated in these articles, I agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

MAY 14, 2004

Signature: _____

John K. Hudson
John Hudson (Registered Agent)

Dated: _____

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