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WEAVER AND MCLENDON

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TALLAHASSEE, FLORIDA

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FLORIDA NON-PROFIT CORPORATION

Lake Wales Murals & Enhancement, Inc.

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**ARTICLES OF INCORPORATION
OF
LAKE WALES MURALS & ENHANCEMENT, INC.
(A Corporation not for Profit)**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation not for profit under the laws of the State of Florida.

I. NAME

The name of the Corporation is **LAKE WALES MURALS & ENHANCEMENT, INC.**

II. PURPOSES AND POWERS

The purposes of the Corporation shall be:

A. To improve the general quality of life in and to provide opportunity for civic, social and community improvement.

B. To co-operate and co-ordinate with other charitable, for profit, non-profit, civic and governmental entities for the beautification and betterment in Lake Wales, Florida.

C. To educate and inform local citizens, their churches and their civic and social organizations of the existence and purposes of this corporation and to serve as a resource to the greater Lake Wales, Florida, community in matters concerning and promoting civic pride through murals and artistic beautification.

D. To receive, maintain and accept, as assets of the corporation, any property, whether real, personal or mixed, by way of gift, bequest, devise or purchase, from any person, firm trust or corporation, to be held, administered and disposed of in accordance with and pursuant to the provisions of these Articles of Incorporation; but no gift, bequest, devise or purchase of any such property shall be received or made and accepted if it is conditioned or limited in such manner as shall require the disposition of income or principal to any organization other than a "charitable organization" or for any purpose other than "charitable purposes" within the respective meanings of such quoted terms as defined herein, or which would jeopardize the Federal Income Tax exemption of this corporation pursuant to § 501(c)(3) of the Internal Revenue Code of 1986, as now in force or acts in amendment thereof or substitution therefor.

Instrument Preparer:
James M. Weaver, FBN 212792
WEAVER & MCCLENDON, PA
240 Park Avenue
Post Office Box 466
Lake Wales, FL 33859-0466
863/676-6000

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III. DEFINITIONS

In these Articles of Incorporation and in any amendments to it:

A. The terms "charitable organizations" or "charitable organization" shall mean corporations, or other entities formed under United States law, and operated exclusively for charitable purposes, no part of the net earnings of which inures or is payable to or for the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation, and which do not participate in, or intervene (including the publishing or distributing of statements) in any political campaign on behalf of any candidate for public office. The organizations described in this Article shall be such only as are entitled to exemption from income tax under § 501(c)(3) of the Internal Revenue Code of 1986, or acts in amendments thereof or substitution therefor.

B. The term "charitable purposes" shall be limited to only religious, charitable, scientific, literary or educational purposes as defined in § 501(c)(3) of the Internal Revenue Code of 1986, or as amended.

IV. MEMBERSHIP

The qualifications for members and the manner of their admission are provided for in the Bylaws of the corporation.

V. TERM OF EXISTENCE

The corporation is to exist perpetually.

VI. STREET ADDRESS

The street address of the corporation is 101 East Park Avenue, Lake Wales, FL 33853, and the mailing address of the corporation is Post Office Box 481, Lake Wales, FL 33859-0481. The Registered Agent is **CLIFFORD L. TONJES**, and his address is 1001 Campbell Avenue, Lake Wales, FL 33853. The Board of Directors may, from time to time, move the principal office to any other address in Florida and may establish branch offices in other locations.

VII. DIRECTORS

The Board of Directors shall exclusively manage the affairs of the corporation and shall consist of no less than three (3) members and no more than twenty-one (21) members. The Board shall be elected at the Annual meeting of the Board of Directors. The initial Board of Directors shall consist of the following persons with their addresses shown:

NAME/ADDRESS

CLIFFORD L. TONJES
1001 Campbell Avenue
Lake Wales, FL 33853

KIMBERLY SULLINS
819 Brentwood Drive
Lake Wales, FL 33853

CATHY FRIEDLANDER
3401 Friedlander Road
Lake Wales, FL 33898

CAROLYN HULL
1119 North Lakeshore Boulevard
Lake Wales, FL 33853

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BUNNY PARTHENAIS
2300 North Scenic Highway #90
Lake Wales, FL 33898

GERALD BENEDICT
455 South 4th Street
Lake Wales, FL 33853

TONY OTTE
919 Campbell Avenue
Lake Wales, FL 33853

VIII. OFFICERS

The affairs of the corporation are to be set by the Board of Directors and carried out by a president, a vice president, a secretary, a treasurer and such other officers as the Board of Directors determines. The Board of Directors will elect officers at least annually. The names and offices of the persons who are to serve as officers until the first election of officers are:

NAME	OFFICE
CLIFFORD L. TONJES	President
GERALD BENEDICT	Vice President
KIMBERLY SULLINS	Secretary
CATHY FRIEDLANDER	Treasurer

IX. INCORPORATORS

The name and street address of the subscriber to these Articles of Incorporation are **CLIFFORD L. TONJES**, 1001 Campbell Avenue, Lake Wales, FL 33853.

X. AMENDMENTS TO ARTICLES AND BY-LAWS

The Board of Directors shall have the power to adopt, alter, and rescind the Articles of Incorporation and the Bylaws by a two-thirds (2/3) vote of its members.

XI. NONPROFIT CHARACTER

A. In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future Internal Revenue Code, or to the federal, state, or local government for exclusive public purpose.

B. 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 1986 or the corresponding provision of any future United States Internal Revenue Law or (b) a corporation contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986 or any other corresponding provision of any future United States Internal Revenue Law.

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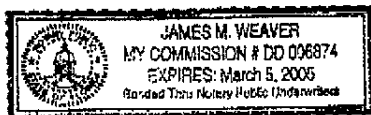
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GIVEN by the undersigned subscriber on August 31, 2004.


CLIFFORD L. TONJES, Incorporator

ACKNOWLEDGMENT

The foregoing instrument was acknowledged before me in Polk County, Florida, on August 31, 2004, by CLIFFORD L. TONJES, personally known to me.




Notary Public

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REGISTERED AGENT CERTIFICATE

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

LAKE WALES MURALS & ENHANCEMENT, INC., desiring to organize and incorporate
under Florida law with its principal office and its registered office as indicated in the Articles of
Incorporation, has named **CLIFFORD L. TONJES** as its agent to accept service of process
within this State in compliance with Fla. Stat. § 48.091.

ACKNOWLEDGMENT

Having been named to accept service of process for the above Corporation at the place
designated in this certificate, I hereby agree to act in this capacity and agree to keep the office
open in compliance with Fla. Stat. § 48.091.


CLIFFORD L. TONJES, Registered Agent

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TALLAHASSEE, FLORIDA

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