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March 15, 2005

Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

Re: Filing of Corporation

Martin A. Redata

Dear Sir:

Please find enclosed an original and a copy of articles of incorporation to be filed with your office, along with \$78.75 filing fee. Please file the articles of incorporation with your office.

Thank you for your cooperation in this matter.

Very truly yours,

Martin A. Pedata

ARTICLES OF INCORPORATION OF DELAND BREAKFAST ROTARY CLUB, INC. A CORPORATION NOT-FOR-PROFIT

We the undersigned subscribers to these Articles of Incorporation, being natural persons competent to contract, hereby form a corporation not for profit under the laws of the State of Florida governing the same.

ARTICLE I Name

The name of the corporation shall be DeLand Breakfast Rotary Club, Inc.

ARTICLE II Existence

This corporation shall have perpetual existence.

ARTICLE III Purpose

The general nature and object and purpose of this corporation shall be to encourage and foster the ideal of service, as a basis of worthy enterprise and, in particular, to encourage and foster:

- a. The development of acquaintances and opportunity for service;
- b. High ethical standards in business and profession; the recognition of the worthiness of all useful occupations, and the dignifying by each Rotarian of his occupation as an opportunity to serve society;
- c. The application of the ideal of service by every Rotarian to his personal, business and professional life;
- d. The service of the community through the four avenues of service of Rotary;
- e. The advancement of international understanding, good will and peace through a world fellowship of business and professional men united in te ideal of service.

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- f. To serve as a not-for profit corporation for the facilitation of a foundation under 501C-3 of the Internal Revenue Code and to have and admit members in accordance with the By-Laws of the corporation;
- g. The foregoing shall be construed as objectives and it is hereby expressly provided that the foregoing enumeration of specific objectives shall not be held to limit or restrict in any manner the powers and objectives of this corporation, and this corporation shall have the right to engage in and carry out other business and objectives not specifically prohibited by law.

ARTICLE IV Membership

The rules and guidelines regarding membership in DeLand Breakfast Rotary Club shall be established by the By-Laws of the corporation.

ARTICLE V Initial Capital

The amount of capital with which this corporation shall begin business shall be no less that Five Hundred Dollars (\$500.00).

ARTICLE VI Location of Business Office, Registered Office and Registered Agent

The office of this corporation shall be located at 408 East Rich Avenue, DeLand, Florida 32724, and its mailing address shall be the same. The registered office of this corporation shall be the same and the Registered Agent of the corporation shall William G. Bailey.

ARTICLE VII Directors

This corporation shall have fourteen directors initially, and there shall never be more than twenty-four directors. The following are the names and addresses of the initial directors:

Richard Rintz- 39 Lyon Drive, DeLand, Florida 32724
Thomas Bechtol- P.O. Box 4682, DeLand, Florida 32721
James D. Houck- 3699 Cross Branch Road, DeLand, Florida 32724
W. Ben Flowers- 1800 Mercer's Fernery Road, DeLand, Florida 32724
William G. Bailey- 408 East Rich Avenue, DeLand, Florida 327208
Cecil Jones- 527 West Wisconsin Avenue, DeLand, Florida 32720
Joanna Moyer- Tymber Cove, DeLand, Florida 32724
Matthew Greeson- 1220 East University Avenue, DeLand, Florida 32724
Ernst Matheus- 1785 Pine Street, DeLand, Florida 32724
Stephen Alldredge- 573 Green's Dairy Road, DeLand, Florida 32724
Frederick T. Kaiser- 1506 Rockwell Heights Drive, DeLand, Florida 32724
Ernie Peterson- 650 Old Tree Line Trail, DeLand, Florida 32724
William E. Holler, III- 2121 Hontoon Road, DeLand, Florida 32720

ARTICLE VIII Amendments to Articles

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders, by written consent, manifest their intentions that a certain amendment to these Articles of Incorporation be made.

(SEAL)

STATE OF FLORIDA

COUNTY OF VOLUSIA

BEFORE ME, personally appeared, WILLIAM BAILEY, who is personally known to me or who produced FL. Drivers License, as identification, to me well known to be the person described herein and who executed the foregoing Articles of Incorporation and he acknowledge before me that he signed sealed and acknowledged the same at the time, place and in the manner and for the uses and purposes as therein set forth and contained.

WITNESS my hand and official seal this 15th day of March

Molissa A. Bruno

My Commission DD173442

NOTARY PURPLIC State of Florida

408 East Rich Avenue DeLand, Florida 32724

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT AND REGISTERED OFFICE

I, the undersigned person, having been named as registered agent and to accept service of process for the above corporation at the place designated in this statement, hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

WILLIAM BAILEY
Dated 3-15-05