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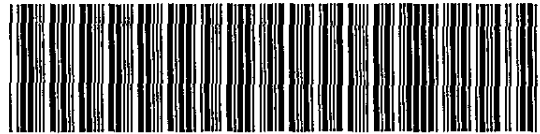
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05 MAR 18 PM 2:55

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T. Hampton MAR 25 2005

TRANSMITTAL LETTER

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

SUBJECT: MCINTOSH HISTORIC PRESERVATION TRUST, 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: JUNE GLASS
Name (Printed or typed)

P.O. Box 265
Address

MCINTOSH, FLORIDA 32664
City, State & Zip

352-591-2390
Daytime Telephone number

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

ARTICLES OF INCORPORATION
OF
McINTOSH HISTORIC PRESERVATION TRUST, INC.

Article 1 – Name and Principal Office

The name of this corporation is McIntosh Historic Preservation Trust, Inc. The place where this corporation shall be located and where it shall conduct its business and affairs shall be at the Civic Center, Ave. F, McIntosh, Florida, 32664, and/or any other place as may be deemed necessary by the Board of Directors.

Article 2 – Objects

The general nature of the objects and purposes proposed to be promoted, conducted and carried on by this corporation are:

- a) to foster and facilitate the preservation of the Town of McIntosh, Florida's historic structures and sites;
- b) to educate the community on the purpose and value of historic preservation;
- c) to conduct any activities allowed by law for the preservation and rehabilitation of historic structures with the community of McIntosh, Florida.
- d) to operate exclusively in any other manner for such purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, including private foundations and private operating foundations.
- e) to operate as a Florida not for profit corporation, pursuant to Florida Statutes Chapter 617.

Article 3 – Membership

Membership in this corporation shall consist of any persons who are committed to the preservation of McIntosh's historic resources. Persons shall become members in the manner set by the Bylaws.

Article 4- Term

This corporation shall have perpetual existence

Article 5 – Officers

The officers of this corporation, who shall manage and conduct the affairs thereof, shall be a President, President Elect, Secretary, Treasurer, and the immediate past President. The officers and directors of this corporation must be members of the corporation, and shall be chosen in the manner prescribed by the Bylaws, and shall hold office for the period specified in said Bylaws, or until their successors are duly chosen and qualified.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Article 6 – First Officers

The names of the officers who are to manage all of the affairs of this corporation until the first annual selection or until their successors shall have become duly chosen and qualified are as follows:

President:	June Glass P.O. Box 265 McIntosh, FL 32664
President Elect:	Christine Feaster P.O. Box 321 McIntosh, FL 32664
Secretary:	Jill Allen P.O. Box 463 McIntosh, FL 32664
Treasurer:	Linda Ellwod P.O. Box 664 McIntosh, FL 32664

Article 7 – Directors

There shall be ten directors of this corporation, including the five officers of the corporation, who shall automatically also be directors.

Article 8 – First Directors

The first directors of the corporation are listed below. Subsequently, directors shall be elected as provided in the Bylaws.

Susan Phillips	P.O. Box 137 McIntosh, FL 32664
Barbara Fellman	P.O. Box 677 McIntosh, FL 32664
Kendal Broad-Wright	P.O. Box 676 McIntosh, FL 32664
James Strange	P.O. Box 101 McIntosh, FL 32664
Judy Greenberg	P.O. Box 457 McIntosh, FL 32664
Ronald Crawford	P.O. Box 787 McIntosh, FL 32664

Article 9 – Bylaws

The Board of Directors is authorized to make, alter, amend and rescind the Bylaws of the corporation.

Article 10 – Amendment

These Articles of Incorporation may be amended in the manner provided by law.

Article 11 – Indebtedness

The highest amount of indebtedness to which the corporation may obligate itself shall be specified in the Bylaws.

Article 12 – Dissolution

Upon dissolution of this corporation all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations which have 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, and none of the assets will be distributed to any member, officer or trustee of this organization.

Article 13 – Indemnify Officers

a) The corporation shall indemnify its officers and directors against expenses (including attorney's fees), judgments, fines and amounts paid in settlement, actually and reasonably incurred by him or her in connection with any threatened, pending, or completed action, suit, or proceeding, whether civil or criminal, administrative or investigative, brought against such officer or director by reason of any action taken by such officers or directors, if such action was taken in good faith or in a manner he or she reasonably believed to be in good faith or in a manner he or she reasonably believed to be in or not opposed to the best interest of the corporation, and with respect to any criminal action or proceeding, if he or she had no reasonable cause to believe such conduct was unlawful.

b) Any indemnification hereunder shall be only on a determination by a majority of disinterested members of the Board of Directors that indemnification is proper in the particular circumstances because the party to be indemnified has met the applicable standard of conduct. The determination of any action, suit, or proceeding by judgment, order, settlement, conviction, upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the party did not meet the application standard of conduct.

c) The indemnification provided for herein shall continue as to any person who has ceased to be an officer or director, and shall inure to the benefit of the heirs, executors, and administrators of such person.

d) In addition to any indemnification provided for herein, the corporation shall have the power to make any other or further indemnification, except an indemnification against gross negligence or willful misconduct, under any resolution of agreement duly adopted by a majority of disinterested directors, or duly authorized by a majority of members of the Corporation.

e) The corporation shall have the power to purchase and maintain insurance on behalf of any person who is or was an officer or director of the Corporation, against any liability asserted against him or her and incurred by him or her in any such capacity, or

arising out of his or her status as such, whether or not the corporation would have authority to indemnify him or her against such liability under the provision of these Articles of Incorporation, or under law.

Article 14 – Initial Registered Agent and Office

The corporation names the following person as its registered agent to accept service of process within this state, and the following as its registered office:

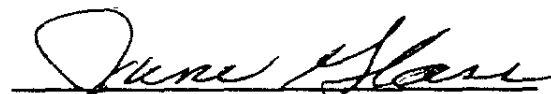
Danaya C. Wright
Professor of Law
5850 Ave. H
P.O. Box 676
McIntosh, Florida 32664
352-591-4852

ACKNOWLEDGEMENT: Having been named to accept service of process for the above named corporation, at the place designated herein, I hereby agree to act in this capacity and agree to comply with the provisions of the Florida Statutes relative to keeping open the registered office.



Danaya C. Wright,

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 16 day of March, 2005.



June Glass
P.O. Box 265
McIntosh, Florida 32664

STATE OF FLORIDA
County of Marion

BEFORE ME, a notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared June Glass, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 16 day of March, 2005.

Julia Musselman
Notary Public, State of Florida

My Commission Expires:
My Commission No:

