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TALLAHASSEE, FLORIDA

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**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Winter Springs Town  
Center Merchants

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

☒ Art of Inc. File

☐ LTD Partnership File

☐ Foreign Corp. File

☐ L.C. File

☐ Fictitious Name File

☐ Trade/Service Mark

☐ Merger File

☐ Art. of Amend. File

☐ RA Resignation

☐ Dissolution / Withdrawal

☐ Annual Report / Reinstatement

☒ Cert. Copy

☐ Photo Copy

☐ Certificate of Good Standing

☐ Certificate of Status

☐ Certificate of Fictitious Name

☐ Corp Record Search

☐ Officer Search

☐ Fictitious Search

☐ Fictitious Owner Search

☐ Vehicle Search

☐ Driving Record

☐ UCC 1 or 3 File

☐ UCC 11 Search

☐ UCC 11 Retrieval

☐ Courier

**STATE OF FLORIDA**

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**NOT FOR PROFIT CORPORATION 06 JUN 26 PM 1:51  
ARTICLES OF INCORPORATION  
OF**

**WINTER SPRINGS TOWN CENTER MERCHANTS ASSOCIATION, INC.**

Executed by the undersigned, as the incorporator, for the purpose of forming a not for profit corporation under Florida Statutes Chapter 617, the "Florida Not for Profit Corporation Act":

**ARTICLE I**

The name of this Corporation is the:

**WINTER SPRINGS TOWN CENTER MERCHANTS ASSOCIATION, INC.**

**ARTICLE II**

The date of commencement of the existence of the Corporation shall be upon the filing of these Articles, and the duration of the Corporation shall be perpetual.

**ARTICLE III**

The principal place of business of the Corporation is 160 Tuskawilla Road, Winter Springs, Florida 32708, and the mailing address of the Corporation is: 211 Nandina Terrace, Winter Springs, Florida 32708.

The Corporation may from time to time change the principal office or mailing address of the Corporation or may designate such other offices and places of business as it deems necessary to carry out its purposes.

**ARTICLE IV**

This Corporation is organized for the purpose of promoting the businesses of the merchants located at the Winter Springs Town Center, advising local government on matters affecting the merchants at Winter Springs Town Center and providing a forum through which the merchants/tenants of the center may address issues effecting the operation of the center and the businesses of the merchants.

**ARTICLE V**

The corporation shall have members. The members' qualification, and other matters pertaining to members shall be as provided in the bylaws.

## ARTICLE VI

The management of the Corporation shall be carried out by a Board of Directors consisting of at least three but not more than seven members. The directors of the Corporation shall be vested with the power to adopt, amend or repeal bylaws, appoint, empower and terminate officers, enter into contracts, indemnify officers and agents, delegate executive authority, or to dissolve the Corporation. The initial Board of Directors consisting of those persons name below, shall serve for a period of one year from the date of commencement of the Corporation. Thereafter members of the Board shall be elected for annual terms by a majority of the members, or for such terms as provided in the bylaws of the Corporation. Board members may be removed by majority vote of the remaining directors at any duly convened meeting of the directors. Removal maybe with or without cause.

The initial directors of the Corporation and their addresses are:

Richard Brown c/o 160 Tuskawilla Road, Winter Springs, Florida 32708  
Mark McLeod c/o 160 Tuskawilla Road, Winter Springs, Florida 32708  
Marc Brashear c/o 160 Tuskawilla Road, Winter Springs, Florida 32708

To the extent permitted by law, no director, officer, or member of the Corporation shall be personally liable for any debts, liabilities, or obligations of the Corporation.

## ARTICLE VII

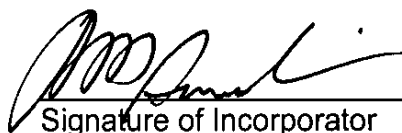
The address of the initial Registered Office of the Corporation and the name of the initial Registered Agent at that address are:

Michael D. Sonnenschein  
Stein, Sonnenschein, Hochman & Peppler  
1420 Alafaya Trail, Suite 101  
Oviedo, FL 32765

## ARTICLE VIII

The name and address of the Incorporator are:

Michael D. Sonnenschein 1420 Alafaya Trail, Suite 101, Oviedo, Florida 32765



Signature of Incorporator

June 16, 2006  
Date

Name: Michael D. Sonnenschein

Address: 1420 Alafaya Trail, Suite 101, Oviedo, Florida 32765

Acceptance of Appointment as Registered Agent

Having been named as registered agent and to accept service of process for  
**WINTER SPRINGS TOWN CENTER MERCHANTS ASSOCIATION, INC.**

at the place designated in this certificate, I 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.



Signature of Registered Agent  
Michael D. Sonnenschein  
Stein, Sonnenschein, Hochman & Peppler  
1420 Alafaya Trail, Suite 101  
Oviedo, FL 32765

*June 16, 2006*

Date

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