

NO6000008041

(Requestor's Name)

FIRM OF ROBINSON & ROBINSON, INC.
805 S. KIRKMAN ROAD STE. 203
ORLANDO, FL 32811

(City/State/Zip/Phone #)

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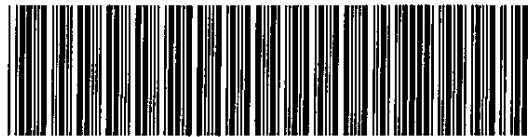
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

July 7, 2006

FIRM OF ROBINSON & ROBINSON, INC.
805 S. KIRKMAN RD., STE. 203
ORLANDO, FL 32811

SUBJECT: HERITAGE VILLAGE FOUNDATION, INC.
Ref. Number: W06000030185

700077837677
07/21/06--01066--001 **8.75

We have received your document for HERITAGE VILLAGE FOUNDATION, INC.
and your check(s) totaling \$61.25. However, the document has not been filed
and is being retained in this office for the following:

There is a balance due of \$8.75.

If you have any further questions concerning your document, please call (850)
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Carolyn Lewis
Document Specialist
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Letter Number: 506A00043962

ARTICLES OF INCORPORATION

OF

HERITAGE VILLAGE FOUNDATION, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The named corporation voluntary association and members of said organization do voluntarily associate themselves to form a nonprofit corporation under the laws of the State of Florida and do hereby certify:

ARTICLE I - NAME OF CORPORATION

The corporate name of the Organization shall be:

HERITAGE VILLAGE FOUNDATION, INC.

ARTICLE II - ADDRESS OF PRINCIPAL OFFICE

The principal office of said organization shall be located:

108 DOE RUN DRIVE

WINTER GARDEN, FL 34787

ARTICLE III PURPOSE

The primary purpose for which this corporation is formed is for charitable, educational, and historic preservation including , for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. The Corporation shall have the power to establish and maintain a facility for the purpose of providing and promoting Historic Preservation, to provide cultural education; to accept gifts and donations of money and property, real and personal, for the purpose of erecting and maintaining physical facilities and improvements to implement the above stated purposes of the corporation; to provide a staff and to provide compensation for those engaged in instruction, administration and performance in the arts as related to Historic Preservation and to provide a forum for Historic Preservation endeavor for the public benefit of the community. The Corporation shall also have such power and authority as are allowed and grant to Corporations not-for-profit under the laws of the State of Florida, and the United States of America.

SECTION B. - THE FURTHER PURPOSE

The organization is exclusively for charitable, educational, and/or Historic preservation purposes under section 501C(3) of the Internal Revenue Code.

No part of the net earning of the organization shall inure the benefit of , or distribute to its members, trustees, officers, or other persons except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and make

payments and distributions in furtherance of the purpose clause hereof. No substantial part of the activities of the organization shall not carry on propaganda, otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding and other provision of this document, the organization shall not carry on any other activities not to be carried on (a) by an organization exempt from federal income tax under section 501C(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal revenue Code, or corresponding section of any further federal tax code.

Under the dissolution of the organization, assets shall be distributed for one or more exempt purpose, within the meaning of section 501C(3) of the Internal Revenue code, or corresponding section of any future federal tax code, or shall be distributed to federal government, or to state or local government, for a public purpose.

ARTICLE IV - QUALIFYING MEMBERS

Anyone shall qualify as member of this corporation and will be admitted when he or she is accepted by membership guidelines set forth regulating membership found in the Official Manual of the Foundation.

ARTICLE V - CIVIL STRUCTURE

The civil officers of the corporation shall be President, Vice President, Secretary, Treasurer, and such other officers as the corporation shall establish.

- A. The President shall preside at all meetings and shall make an annual report of the status and condition of the corporation to this Board of Directors. The President shall sign all certificates, contracts, deeds and other instruments of the corporation. During the absence or disability of the President, the Vice President shall exercise all the powers and discharge all the duties of the President.
- B. The Secretary shall keep the minutes of all meetings; shall have charge of the seal and corporate books and shall make such reports and perform such duties of the secretary in his/her absence, or disability, or as directed by the corporation.
- C. The Treasurer shall have custody of all monies and securities of the corporation and shall keep regular books of account. He shall disburse the funds of the corporation in payment of the just demands against the accounting of all his transactions as Treasurer of the financial condition of the corporation. The assistant Treasurer shall perform duties of the treasurer in his absence, disability or as directed by the corporation.
- D. The officers of the corporation shall hold offices until their successors are duly elected and qualified.
- E. The Board of Directors shall meet at least once each year, but special meetings may be called if and when the same may become necessary. Directors who shall be given the title of Trustees shall be decided upon in an annual meeting of the organization in January. Elections shall be by secret ballot subject to the approval of the President before such election is confirmed. If a vacancy occurs in the Board of Trustees, the remaining Trustees shall submit to President, for approval, the name of some person to fill out the unexpired term until the next annual meeting. The names and addresses of persons who are to act in the capacity of Directors until the selection of their successors and who shall be given the title of Trustees are:

NAME		TITLE
DEBRA A. WILLIAMS	108 DOE RUN DRIVE	President

WINTER GARDEN, FL 34787

SHARON FLETCHER JONES 13495 FALCON POINTE DRIVE
ORLANDO, FLORIDA 32837

Vice-President

KAYE J. POWELL 160 OAKGROVE ROAD
WINTER PARK FLORIDA 32789

Secretary/Treasurer

Bylaws of the Corporation may be made, altered, or rescinded by the members of the Corporation at any regular meeting with a majority of the membership present and 2/3 vote of the members present.

ARTICLE VII - AMENDMENTS

These Articles of incorporation may be amended upon 2/3 vote of the majority of the membership. Proposed amendments shall have been presented in writing prior to the date of the meeting at which the proposed amendment is to be acted upon

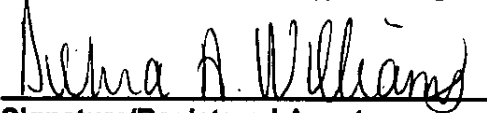
SECTION B - AMENDMENT EFFECTIVENESS QUALIFICATION

Amendments to the Articles of Incorporation, when approved by a 2/3 vote of the members present and voting as provided in Section I, must also be forwarded to the Florida Secretary of States Office and filed before the same shall become effective.

ARTICLE VIII - REGISTERED AGENT

DEBRA A. WILLIAMS
108 DOE RUN DRIVE
WINTER GARDEN, FL 34787

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate. I hereby accept the appointment as the 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/Registered Agent

29 JUN 06

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06 JUL 31 AM 8:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE X - THE INCORPORATOR

DEBRA A. WILLIAMS
108 DOE RUN DRIVE
WINTER GARDEN, FL 34787

Debra A. Williams
Signature/Incorporator

6-29-06
29 JUN 06