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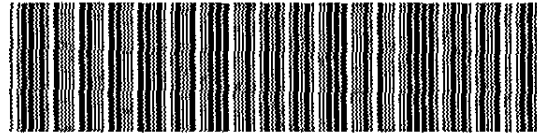
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## COVER LETTER

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

SUBJECT: CENTRAL FLORIDA HERITAGE FOUNDATION, 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: THOMAS E. COOK  
Name (Printed or typed)

401 E. ROBINSON ST. #303  
Address

ORLANDO FL 32801  
City, State & Zip

407. 426. 8222  
Daytime Telephone number

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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

January 10, 2007

THOMAS E. COOK  
401 E. ROBINSON ST #303  
ORLANDO, FL 32801

SUBJECT: CENTRAL FLORIDA HERITAGE FOUNDATION, INC.  
Ref. Number: W07000001390

We have received your document for CENTRAL FLORIDA HERITAGE FOUNDATION, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6962.

Valerie Herring  
Document Specialist  
New Filing Section

Letter Number: 207A00002095

**ARTICLES OF INCORPORATION  
OF  
CENTRAL FLORIDA HERITAGE FOUNDATION, INC.**

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DIVISION OF CORPORATIONS

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A Florida Not For Profit Corporation

The undersigned, for the purpose of forming a corporation not for profit under the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I -- NAME

The name of the Corporation shall be Central Florida Heritage Foundation, Inc.

ARTICLE II -- DURATION

The corporation shall have perpetual existence, commencing on February 1, 2007.

ARTICLE III -- ADDRESS

The mailing and principal office of the corporation is 401 E. Robinson Street #303 Orlando, FL 32801.

ARTICLE IV -- CORPORATE PURPOSES

The primary purpose of the corporation shall be to research, organize, and preserve the diverse history of Central Florida, and to make it accessible to the general public by developing a modern, searchable, digital archive. It is an appropriate goal of the corporation to support other individuals or corporations in their efforts to aid in such work. The subordinate purposes of the corporation may include special projects for the purpose of promoting the history of Central Florida.

In pursuing the foregoing purposes, the Corporation shall do and perform such acts as may be necessary or appropriate to carry out the foregoing purposes of the Corporation and shall exercise any of the powers granted to not-for-profit corporations under the laws of the State of Florida.

#### ARTICLE V -- LIMITATIONS

The Corporation shall neither have nor issue any stock. The corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office. The property of the corporation is irrevocably dedicated for the purposes specified in the Article hereof entitled "Corporate Purposes." No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its Members, Directors, or Officers, or other private persons, but the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes specified in the Article hereof entitled "Corporate Purposes." The Corporation shall not carry on any activity not permitted to be carried on by: (i) a corporation exempt from Federal income tax under Section 501(c)(3) or 501(c)(4), or both, of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any United States Internal Revenue law); or (ii) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any United States Internal Revenue law).

#### ARTICLE VI -- DISSOLUTION

Upon the dissolution of the Corporation, no Member, Director, Officer, or private person, corporate or individual, or other private interest shall be entitled to any distribution of its remaining funds and other property. The balance of such funds and property shall, after payment of all debts and liabilities of the Corporation be distributed to an organization operated exclusively for charitable purposes and which has qualified under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any United States Internal Revenue law), as shall be provided by the Board of Directors.

#### ARTICLE VII -- DISTRIBUTION OF INCOME

The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any United States Internal Revenue law).

The Corporation shall not:

- (i) Engage in any act of Self Dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any United States Internal Revenue law); or
- (ii) Retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any United States Internal Revenue law); or

- (iii) Make any investments in such manner as to subject the Corporation to tax under Section 4944 of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any United States Internal Revenue law); or
- (iv) Make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any United States Internal Revenue law)

#### ARTICLE VIII -- INITIAL REGISTERED OFFICE AND RESIDENT AGENT

The street address of the initial registered office of the Corporation is 401 E. Robinson Street #303, Orlando, Florida 32801, and the name of its initial registered agent at that address is Susan J. Anastasio.

#### ARTICLE IX -- INCORPORATOR

The name of and address of the Incorporator of the corporation is Thomas E. Cook, 401 E. Robinson Street #303, Orlando, Florida 32801.

#### ARTICLE X -- MEMBERS

The qualifications for Members of the Corporation and the manner of their admission shall be as regulated by the Bylaws of the corporation.

#### ARTICLE XI -- INITIAL BOARD OF DIRECTORS

The management of the corporation shall be vested in its Board of Directors, and the election of Directors shall be as provided in the Bylaws. There shall be three (3) initial Directors. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three (3). Directors of the corporation shall not be personally liable for the debts, liabilities, or obligations of the corporation, and shall not be subject to any assessments. The name, address, and class of each initial Director of the corporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>CLASS</u>
Thomas E. Cook	401 E. Robinson St. #303 Orlando, FL 32801	B
Susan J. Anastasio	401 E. Robinson St. #303 Orlando, FL 32801	B
Nancy L. Cook	2025 Redman Road Hamlin, NY 14464	A

The term of an initial Director in Class A shall expire on the date of the first annual meeting of the Directors or on such later date as their successors are elected and shall qualify. The term of an initial Director in Class B shall end on the date of the second annual meeting of the Directors or on such later date as their successors are elected and shall qualify.

#### ARTICLE XII -- BYLAWS

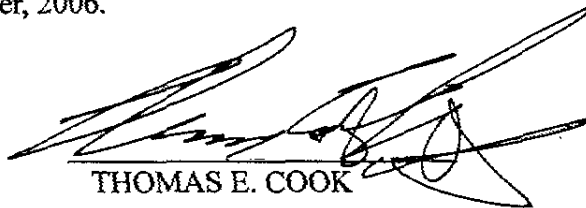
The Bylaws of the corporation shall be adopted by the Board of Directors, and may be altered, amended, replaced as provided therein.

#### ARTICLE XIII -- AMENDMENTS



The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them. Amendments to these Articles of Incorporation may be proposed by any Director and may be adopted by the affirmative vote of a majority of the Board of Directors.


IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 12 day of November, 2006.

  
THOMAS E. COOK

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 12<sup>th</sup> day of November, 2006, by  
Thomas E. Cook.

  
Notary Public, State of Florida

(AFFIX NOTARY SEAL)  
NOTARY PUBLIC-STATE OF FLORIDA  
 Caroline I. McCormick Mendyk  
Commission # DD396959  
Expires: MAR. 27, 2009  
Bonded Thru Atlantic Bonding Co., Inc.

Caroline I. McCormick Mendyk  
(Print, type, or stamp commissioned  
name of Notary Public)

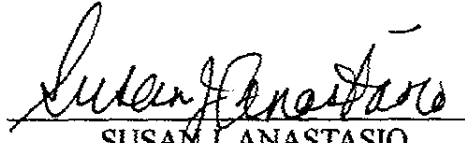
Personally known ☒ OR produced identification \_\_\_\_\_.

Type of identification produced: \_\_\_\_\_.

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent for the Central Florida  
Heritage Foundation, Inc., which is contained in the foregoing Articles of Incorporation.

DATED this 30 day of October, 2006.

  
SUSAN J. ANASTASIO  
Registered Agent

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