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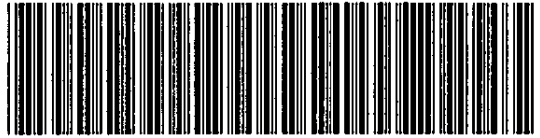
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

[Handwritten signature]
1-9-08

PETERSON & MYERS, P.A.

ATTORNEYS AT LAW • SINCE 1948

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(863) 294-3360
FAX (863) 299-5498

P.O. Box 24628
LAKELAND, FLORIDA 33802-4628

HERITAGE PLAZA
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FAX (863) 682-8031

www.PetersonMyers.com

LAKE WALES
(863) 676-7611 OR (863) 683-8942
FAX (863) 676-0643

January 7, 2008

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, Florida 32314

Re: Polk County Bar Association, Inc.
Our Reference #: LAK16L-1

Dear Sir/Madam:

Enclosed herewith for filing please find the original and one copy of Articles of Incorporation with the certificate designating resident agent attached. A check in the amount of \$78.75 is also enclosed for filing fees in this regard.

It would be appreciated if you would file this corporation immediately and furnish me with a certified copy of the Articles of Incorporation and your certificate of filing same to our Lakeland office.

Thank you for your attention and consideration.

Sincerely yours,



Jonn D. Hoppe

JDH/mes
Enclosures

J. HARDIN PETERSON, SR.
(1894-1978)

MICHAEL W. CREWS
(1941-1991)

M. DAVID ALEXANDER, III
JOHN B. ALLEN
PHILIP O. ALLEN
BRENDA L. APPLIEDORN
KEVIN A. ASHLEY
JACK P. BRANDON
JOSHUA K. BROWN
PHILIP H. BUSH

DEBRA L. CLINE
CLINTON A. CURTIS
JACOB C. DYKXHOORN
DAVID G. FISHER
MICHAEL T. GALLAHER
JOHN R. GRIFFITH
DAVID E. GRISHAM
JONN D. HOPPE

DENNIS P. JOHNSON
TIMOTHY E. KILEY
KEVIN C. KNOWLTON
ALEXANDER F. KOSKEY, III
DOUGLAS A. LOCKWOOD, III
BRIAN K. MATHIS
WILLIAM M. MIDYETTE, III
CORNEAL B. MYERS

E. BLAKE PAUL
ROBERT E. PUTERBAUGH
THOMAS B. PUTNAM, JR.
DEBORAH A. RUSTER
STEPHEN R. SENN
ANDREA TEVES SMITH
KEITH H. WADSWORTH
THEODORE W. WEEKS, IV

KERRY M. WILSON
RYAN W. ZIKA
THOMAS E. BAYNES, JR.
OF COUNSEL



**ARTICLES OF INCORPORATION
OF
POLK COUNTY BAR ASSOCIATION, INC.
(A FLORIDA CORPORATION NOT FOR PROFIT)**

FILED

2008 JAN -9 P 4: 28

SECRETARY OF STATE
TAMARA J. BROWN

The undersigned acknowledges and files in the office of the Secretary of State of Florida, for the purposes of forming a corporation not for profit in accordance with the laws of the State of Florida, these Articles of Incorporation.

**ARTICLE I
NAME**

The name of this corporation is POLK COUNTY BAR ASSOCIATION, INC. (the "Association")

**ARTICLE II
PRINCIPAL OFFICE AND ADDRESS**

The address of the initial principal office of the Association is 225 E. Lemon Street, Suite 300, Lakeland, Florida 33801, and its mailing address is P.O. Box 2883, Lakeland, Florida 33806.

**ARTICLE III
MEMBERS**

Any lawyer having his or her law offices in Polk County, Florida, who is a member of the Florida Bar in this state in good standing, may become an active voting member of the Association upon application and payment of dues, and compliance with all other provisions for membership as provided in the By-Laws.

**ARTICLE IV
NOT FOR PROFIT**

The Association is organized as a not for profit corporation under Chapter 617, Florida Statutes.

**ARTICLE V
PURPOSE**

The purpose for which the Association is organized is to undertake any lawful matter and to participate in any lawful activity which promotes the general interest and welfare of the legal profession in Polk County, Florida. In furtherance of that purpose, this Association may participate on behalf of its members in legislative and governmental affairs, community and public relations activities, liaison activities with the Florida Bar Association and with the American Bar Association, and may participate in any other matters which may be of general interest to the legal profession in Polk County, Florida. This Association shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office. This Association shall not have as an object, purpose, or function, nor shall it have the power, to engage in any activity respecting its members' individual practices. All activity in violation of this provision is expressly prohibited and shall not be binding on the members of this Association.

ARTICLE VI
DURATION

The Association shall commence existence on the filing of these Articles of Incorporation, and shall have perpetual duration.

ARTICLE VII
INCORPORATOR

The name and address of the incorporators are:

<u>NAME:</u>	<u>ADDRESS:</u>
Jonn D. Hoppe	P.O. Box 24628 Lakeland, Florida 33802
C. Richard Nail	P.O. Box 3 Lakeland, Florida 33802
Samuel G. Crosby	P.O. Box 8169 Lakeland, Florida 33802

ARTICLE VIII
REGISTERED OFFICER AND AGENT

The initial registered office of the Association shall be located at 225 E. Lemon Street, Suite 300, Lakeland, Florida 33801. The initial registered agent at the address shall be Jonn D. Hoppe.

ARTICLE IX
DIRECTORS

A. The property, affairs, business, and operation of the Association shall be managed and governed by a Board of Directors, composed of three (3) individuals. The Board of Directors shall carry out the purposes, missions, and objectives of the Association in compliance with these Articles of Incorporation and the bylaws of the Association.

B. The following individuals shall constitute the initial Board of Directors, and shall serve until the first election of the Board of Directors at the first regular annual meeting of the Board of Directors:

<u>NAME</u>	<u>ADDRESS</u>
Jonn D. Hoppe	P.O. Box 24628 Lakeland, Florida 33802
C. Richard Nail	P.O. Box 3 Lakeland, Florida 33802

Samuel G. Crosby

P.O. Box 8169
Lakeland, Florida 33802

C. The qualifications required for members of the Board of Directors and the manner of their election or removal shall be as set forth in the bylaws of the Association.


ARTICLE X
ADOPTION AND AMENDMENT TO THE BYLAWS

The Board of Directors of the Association shall adopt bylaws for the Association and may from time to time modify, amend, alter, or repeal the same by affirmative vote of two-thirds (2/3) of the total voting members of the Board of Directors who are present at a duly held meeting of the Board of Directors, provided a majority of voting members of the Board of Directors are present at such meeting.

ARTICLE XI
AMENDMENTS TO ARTICLES OF INCORPORATION

The Board of Directors of the Association may modify, amend, alter, or repeal any provision of these Articles of Incorporation by affirmative vote of two-thirds (2/3) of the total voting members of the Board of Directors who are present at a duly held meeting of the Board of Directors, provided a majority of voting members of the Board of Directors are present at such meeting.

IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these Articles of Incorporation this 26 day of November, 2007.


John D. Hoppe, Incorporator


C. Richard Nail, Incorporator

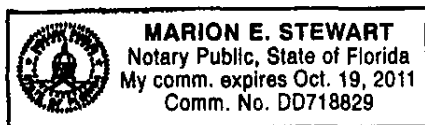

Samuel G. Crosby, Incorporator

STATE OF FLORIDA
COUNTY OF POLK

The foregoing Articles of Incorporation were acknowledged before me this 26 day of November, 2007, by Jonn D. Hoppe, who [☒] is personally known to me or who [] has produced _____ as identification.

WITNESS my hand and official seal this _____ day of _____, 2007, at Lakeland, Florida.

(NOTARIAL SEAL)



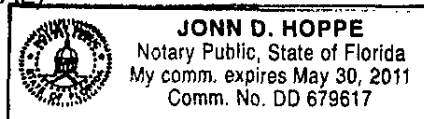
Marion E. Stewart
Notary Public
State of Florida at Large
My Commission Expires:

STATE OF FLORIDA
COUNTY OF POLK

The foregoing Articles of Incorporation were acknowledged before me this 15 day of November, 2007, by C. Richard Nail, who [☒] is personally known to me or who [] has produced _____ as identification.

WITNESS my hand and official seal this 15 day of November, 2007, at Lakeland, Florida.

(NOTARIAL SEAL)



J. Hoppe
Notary Public
State of Florida at Large
My Commission Expires:

STATE OF FLORIDA
COUNTY OF POLK

November
3.4. December, 2007, by Samuel G. Crosby, who [☒] is personally known to me or who [] has produced _____ as identification.

WITNESS my hand and official seal this 26th day of November, 2007, at Lakeland, Florida. 3.4.

(NOTARIAL SEAL)



Linda Horde
Commission # DD620079
Expires December 5, 2010
Bonded Troy Fair Insurance, Inc. 800-365-7019

Linda Horde
Notary Public
State of Florida at Large
My Commission Expires:

To: The Department of State
Tallahassee, Florida 32304

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA
AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 617.0151 of the Florida Not For Profit Corporation Act, the following is submitted:

POLK COUNTY BAR ASSOCIATION, INC., with its place of business at 225 E. Lemon Street, Suite 300, Lakeland, Florida 33801, has named Jonn D. Hoppe, located at 225 E. Lemon Street, Suite 300, Lakeland, Florida 33801, as its agent to accept service of process within Florida.

Having been named to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the duties and obligations of Chapter 617 of the Florida Not For Profit Corporation Act.

Dated this 26 day of November, 2007.


Jonn D. Hoppe
Registered Agent

FILED
2008 JAN -9 P 4: 28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA