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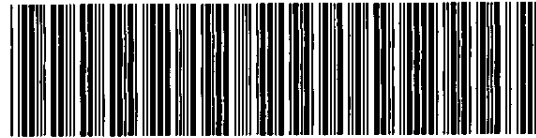
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DIVISION OF CORPORATIONS
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TALLAHASSEE, FLORIDA

J. Shivers JAN 08 2009

CAPITAL CONNECTION, INC.

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

CAPFA CAPITAL
CORP. 2009 A

Signature _____

Requested by: Seth

Date 1/7/09

Time 11:00

Name _____

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 _____

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ARTICLES OF INCORPORATION

of

CAPFA CAPITAL CORP. 2009A

(A Corporation Not For Profit)

PREAMBLE

Pursuant to the Florida Not For Profit Corporation Act, the undersigned incorporator hereby forms a corporation not for profit and files with the Secretary of State of the State of Florida these Articles of Incorporation of CAPFA CAPITAL CORP. 2009A, a corporation not for profit formed under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation is CAPFA CAPITAL CORP. 2009A

ARTICLE II

PRINCIPAL OFFICE

The principal office of this corporation shall be located at 99 Riverside Drive, Moore Haven, Florida 33471.

ARTICLE III

PURPOSE

The purpose of this corporation is to serve as an Instrumentality of the City of Moore Haven, Florida, under and pursuant to Ordinance No. 214 enacted by the City on September 23, 1993, as amended by Ordinance No. 245 enacted by the City on May 26, 1998, as further amended from time to time, and to further other public municipal purposes enumerated in the By-Laws of this corporation; and to that end to adopt and establish By-Laws, and make all rules and regulations deemed necessary for the management of its affairs, in accordance with law and not inconsistent with these Articles of Incorporation, to take, manage, hold, mortgage, lease and dispose of the property, real and personal, of said corporation, to acquire and convey title to such property, to defend title to such property, and to manage, invest and spend funds entrusted to it for such purposes.

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ARTICLE IV

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office of this corporation shall be located at 4810 Arapahoe Avenue, Jacksonville, Florida 32210 and the initial registered agent of this corporation at that address is William L. Zvara.

ARTICLE V

INITIAL BOARD OF DIRECTORS

The Board of Directors of this corporation shall be composed of the governing body of the City of Moore Haven, Florida acting ex-officio as the Board of Directors, and shall have five (5) Directors initially. The method of election of the Board of Directors shall be regulated, and the Board of Directors may be increased or decreased from time to time, as provided in the By-Laws, provided that there shall never be less than the minimum number of Directors as required by law. The name and street address of each initial Director of this corporation who shall serve until a successor is duly elected and qualified is:

Name:	Address:
John R. Ahern	385 Avenue L Moore Haven, Florida 33471
Dave McGee	300 Railroad Avenue Moore Haven, Florida 33471
Harry H. Ogletree	242 Avenue K Moore Haven, Florida 33471
Michael Brantley	911 Thatcher Boulevard Moore Haven, Florida 33471
Brett Whidden	657 Avenue O Moore Haven, Florida 33471

ARTICLE VI

QUALIFICATION OF MEMBERS

The sole member of this corporation shall be the governing body of the City of Moore Haven, Florida, as shall be regulated by the By-Laws.

ARTICLE VII

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VIII

MANAGEMENT

The affairs of this corporation shall be managed by the Board of Directors in accordance with the By-Laws. The officers of this corporation shall be a president, one or more vice president, a secretary, a treasurer, and such other officers as may be provided in the By-Laws. The officers shall be elected or appointed at least annually by the Board of Directors in accordance with the By-Laws.

ARTICLE IX

BY-LAWS

The Board of Directors may provide such By-Laws for the conduct of its business and carrying out of its purposes as may be necessary from time to time. The By-Laws may be amended, restated, altered or rescinded by a majority vote of the Board of Directors present at any regular meeting or any special meeting called for that purpose at which a quorum is present.

ARTICLE X

AMENDMENTS

These Articles of Incorporation may be amended at any meeting of the Board of Directors called for the purpose of considering amendments to the Articles of Incorporation, and such amendments shall become effective upon a majority vote of the Directors present at any regular or special meeting at which a quorum is present.

ARTICLE XI

NOT FOR PROFIT STATUS

(A) This corporation is organized exclusively for public municipal purposes as established in the Ordinance described in the purpose clause hereof, including the making of distributions for any public municipal purpose to the City of Moore Haven, Florida, its capital projects finance authority or organizations that qualify as a public agency under such Ordinance and which are exempt from federal income tax under section 115 of the Internal Revenue Code, or corresponding section of any future federal tax code. (B) No part of the net earnings of this corporation shall inure to the benefit of, or be distributed

to, its directors, officers, or other private persons, except that this corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make distributions for public municipal purposes as described herein. (C) Upon the dissolution of this corporation, all assets of this corporation remaining after payment of all costs and expenses of such dissolution shall be distributed to the City of Moore Haven, Florida, for any public municipal purpose.

ARTICLE XII

INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation is:

Name:

Address:

William L. Zvara

4810 Arapahoe Avenue
Jacksonville, Florida 32210

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 6th day of January, 2009.

Wm. L. Zvara

William L. Zvara

STATE OF FLORIDA

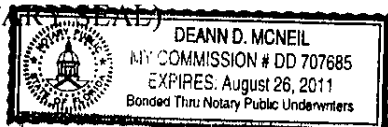
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 6th day of January, 2009 by William L. Zvara as incorporator.

 Personally known, OR

✓ Produced identification; Type of identification produced FLDL

(NOTARY SEAL)



Deann D. McNeil
NOTARY PUBLIC

CERTIFICATE OF REGISTERED AGENT

The undersigned, William L. Zvara, having been named registered agent and designated to accept service of process for CAPFA CAPITAL CORP. 2009A, at the registered office for said corporation at 4810 Arapahoe Avenue, Jacksonville, Florida 32210, is familiar with and hereby accepts the appointment as registered agent for said corporation, and hereby accepts the obligations of that position, all pursuant to Section 617.0501, Florida Statutes.

January 6TH, 2009

Wm. L. Zvara

William L. Zvara

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