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FLORIDA PROFIT/NON PROFIT CORPORATION

THE LAKELAND ROTARY CLUB, INC.

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August 31, 2009

FLORIDA DEPARTMENT OF STATE
Division of Corporations

GRAY ROBINSON, P.A.

SUBJECT: THE LAKE LAND ROTARY CLUB, INC.
REF: W09000039183

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

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Ruby Dunlap
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ARTICLES OF INCORPORATION

OF

THE LAKELAND ROTARY CLUB, INC.

The undersigned, subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a not-for-profit corporation under the laws of the State of Florida.

ARTICLE I.
NAME

The complete legal name of this corporation shall be THE LAKELAND ROTARY CLUB, INC. (hereinafter called the "Corporation").

ARTICLE II.
PRINCIPAL OFFICE AND MAILING ADDRESS

The physical address of the principal office of the Corporation is One Lake Morton Drive, Lakeland, Florida 33801 and the mailing address of the Corporation is Post Office Box 2171, Lakeland, Florida 33806.

ARTICLE III.
DURATION

The term of existence of the Corporation is perpetual. The corporate existence shall commence with the signing of these Articles of Incorporation.

ARTICLE IV.
PURPOSE

The Corporation has not been formed for pecuniary profit or financial gain, and no part of the assets, income or profits of the Corporation are distributable to, or inures to the benefit of, its directors or officers; provided however, reasonable compensation as set by the Board of Directors may be paid for services rendered to or for the Corporation. No substantial part of the activities of the Corporation shall involve lobbying, or otherwise attempting, to influence

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TALLAHASSEE, FLORIDA

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legislation, and the Corporation shall not participate in, or intervene in any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(4) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

This Corporation is organized and is to operate exclusively not for profit for service projects by its members to the greater community and such other purposes as the Board of Directors shall deem appropriate and which is lawful under the Florida Not For Profit Corporation Act.

For such purposes, and operating without profit, and in the manner stated, the Corporation shall have the power to:

- A. Engage in any and all activities which may be deemed necessary or appropriate for the proper and successful attainment of the objects and purposes for which this Corporation was created.
- B. Encourage and foster the ideal of service as a basis of worthy enterprise.
- C. Provided further, that:
 - 1. Assets or property held in trust for the Corporation or by the Corporation for its corporate purposes as herein stated shall be segregated and identified as being so held, and shall not be held without disclosure of the fiduciary capacity in which they are held.
 - 2. The Corporation shall not engage in any transaction prohibited by Section 503(c) of the United States Internal Revenue Code as now enacted or as it may hereafter be amended.

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3. The Corporation shall not apply accumulation of income in any manner which may subject it to denial of exemption as provided in Section 504 of the United States Internal Code as now enacted, or as it may hereafter be amended.
4. In the event of the dissolution of this Corporation, any assets of said Corporation then remaining shall be distributed to such organizations as shall qualify under Section 501(c)(4) of the Internal Revenue Code of 1986, as amended.

**ARTICLE V.
BYLAWS**

Except as otherwise provided therein, the Bylaws of this Corporation shall be made, altered and rescinded by a two-thirds (2/3rd) majority vote of the Board of Directors voting at any regular Board of Directors meeting or at a special meeting called for that purpose.

**ARTICLE VI.
BOARD OF DIRECTORS**

The affairs of this Corporation shall be managed by a Board of not less than eight (8) voting Directors and no more than eight (8) voting Directors and by such other officers of the Corporation as the Corporation may hereafter see fit to name and designate. The number of Directors may be increased or decreased from time to time by the Bylaws of the Corporation, but shall never be less than eight (8) voting members or more than eight (8) voting members. The present Board of Directors shall consist of eight (8) Directors hereinafter named:

<u>Name</u>	<u>Address</u>
Jon Boring	P.O. Box 2171 Lakeland, Florida 33806
Thomas Conger	P.O. Box 2171 Lakeland, Florida 33806
Dale Dreyer	P.O. Box 2171 Lakeland, Florida 33806
Lori Martini	P.O. Box 2171 Lakeland, Florida 33806

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Keith DeLoach

P.O. Box 2171
Lakeland, Florida 33806

Patricia Hendler

P.O. Box 2171
Lakeland, Florida 33806

Jack Lowman

P.O. Box 2171
Lakeland, Florida 33806

Deborah Vinson

P.O. Box 2171
Lakeland, Florida 33806

The method of election of Directors shall be set forth in the Bylaws.

ARTICLE VII.
MEMBERSHIP

The authorized number and qualifications of the members of the Corporation, the manner of their admission, the different classes of membership, if any, the property, voting and other rights, privileges and responsibilities of members shall be set forth in the Bylaws.

ARTICLE VIII.
INITIAL REGISTERED OFFICE AND AGENT

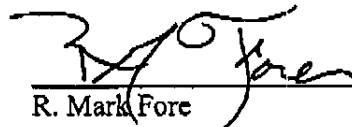
The physical address of the initial registered office of the Corporation is One Lake Morton Drive, Lakeland, Florida 33801 and the name of the Corporation's initial registered agent at that address is R. Mark Fore.

ARTICLE IX.
AMENDMENTS

Any amendments to these Articles of Incorporation shall be adopted in the manner set forth in the Bylaws.

IN WITNESS WHEREOF, the undersigned subscriber of the Corporation has executed these Articles of Incorporation this 28 day of August 2009.

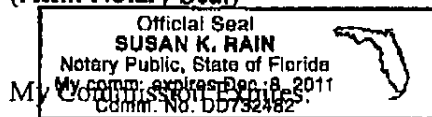
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R. Mark Fore

STATE OF FLORIDA
COUNTY OF POLK

THE FOREGOING INSTRUMENT was acknowledged before me this 28th day of August, 2009, by R. Mark Fore as subscriber of THE LAKELAND ROTARY CLUB, INC., who is personally known to me or who has produced a Florida driver's license as identification, and who did not take an oath.

(Affix Notary Seal)

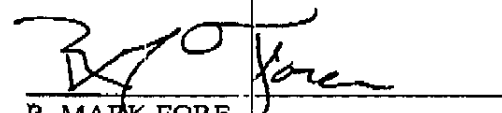



NOTARY PUBLIC

SUSAN K. RAIN
(Type or Print Name of Notary)

ACCEPTANCE BY REGISTERED AGENT

The undersigned, being the person appointed in the foregoing Articles of Incorporation as the Registered Agent for THE ROTARY CLUB OF LAKELAND, INC., hereby accepts such appointment this 28 day of August, 2009.


R. MARK FORE

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