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COVER LETTER

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

SUBJECT:	: Team Volusia Economic Development Corporation						
	(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)						
		is					
Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for:							
⋉ \$70.	.00	\$78.75	\$78.75	□ \$87.50			
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FROM: G. Larry Sims, Esquire

386-253-1111

Daytime Telephone number

lsims@doranlaw.com

E-mail address: (to be used for future annual report notification)

Daytona Beach, Florida 32114 City, State & Zip

Name (Printed or typed)

1020 West International Speedway Boulevard
Address

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

29 July 2010

Department of State Division of Corporations 2661 West Executive Center Circle Clifton Building Tallahassee, Florida 32301

RE: Team Volusia Economic Development Corporation

Dear Division of Corporations:

I, George Mirabal, did file Articles of Dissolution of Team Volusia Economic Development Corporation, voluntarily dissolving the corporation and I further state that I will not revoke the voluntary filing of the Articles of Dissolution of Team Volusia Economic Development Corporation and release the name Team Volusia Economic Development Corporation to be filed by another entity.

Very truly yours,

George Mirabal

George Mirabal

10 JUL 27 PH 4: 15

ARTICLES OF INCORPORATION OF

SECRETARY OF STATE TALLAHASSEE FLORIDA

TEAM VOLUSIA ECONOMIC DEVELOPMENT CORPORATION

The undersigned, desiring to form a corporation not for profit under the laws of the State of Florida and pursuant to Chapter 617 of the Florida Statutes do hereby associate ourselves together and declare and agree as follows:

ARTICLE I – <u>Name:</u> The name of said corporation shall be the TEAM VOLUSIA ECONOMIC DEVELOPMENT CORPORATION (the "Corporation").

ARTICLE II – <u>Purpose:</u> The purpose for which the Corporation is organized is to promote and foster economic development in the Metro Daytona and Volusia County, Florida, metropolitan areas.

ARTICLE III – <u>Powers:</u> The Corporation shall have all the powers are now or may hereafter be granted to a corporation not for profit.

ARTICLE IV – <u>Duration</u>: The duration of the Corporation shall be perpetual.

ARTICLE V – <u>Membership</u>: The Corporation shall have members who may also be known as investors. Any person, corporation, association, partnership or estate shall be entitled to a membership if the qualifications set forth in the By-Laws are met. Those meeting the official qualifications shall be admitted upon approval by the Board of Directors pursuant to the By-Laws.

ARTICLE VI – <u>Incorporators</u>: The name and residences of the incorporators subscribing to these Articles are:

Name
Address

G. Larry Sims
1020 West International Speedway Boulevard
Daytona Beach, Florida 32114

ARTICLE VII – Office and Resident Agent:

- 7.1. The principal place of business of the Corporation shall be at 126 East Orange Avenue, Daytona Beach, Florida 32114.
- 7.2. The initial registered office of the Corporation is 1020 West International Speedway Boulevard, Daytona Beach, Florida 32114, and the name of the initial registered agent at that office is G. Larry Sims.
 - 7.3. The office or resident agent may be changed by the Board of Directors.

ARTICLE VIII - Management:

- <u>8.1.</u> All corporate powers shall be exercised by or under the authority of, and the affairs of the Corporation shall be managed under the direction of the Board of Directors of the Corporation.
- 8.2. The officers of the Corporation shall consist of a Chairman of the Board, a Vice Chairman, a Secretary or Treasurer, and the immediate past Chairman of the board, each of whom shall be elected by the Board of Directors in the manner and at the times set out in the By-Laws. The other officers and assistant officers and agents as may be deemed necessary may be elected or appointed by the Board of Directors from time to time. Any two or more offices may be held by the same person. The duties of the officers of the corporation shall be prescribed in the By-Laws.

ARTICLE IX – Directors:

- 9.1. The Board of Directors of the Corporation shall have at least nine (9) Directors. The method of election of the Board of Directors shall be stated in the By-Laws. The number of Directors may be either increased or diminished as set forth in the By-Laws but shall never be less than nine (9).
- 9.2. The Board of Directors membership shall be divided into nine (9) classes, dependent upon their investment in the Corporation and the entities they represent. The Directors shall be elected or appointed, dependent on Director Class, in the manner and at the times provided in the By-Laws.
- ARTICLE X <u>By-Laws</u>: The By-Laws of the Corporation are to be made, altered, or rescinded by the Board of Directors of the Corporation. Members comprising ten percent (10%) of the membership may petition that the Board make, alter or rescind a By-Law.
- ARTICLE XI <u>Audit:</u> An audit of the financial records of the Corporation shall be conducted annually at the close of the fiscal year by a firm of certified public accountants engaged by the Board of Directors.

ARTICLE XII – <u>Amendments to Articles:</u> These Articles of Incorporation may be amended by the Act of the members of the Corporation. Such amendments may be proposed and adopted in the manner provided in the By-Laws of the Corporation and in accordance with Chapter 617 of the Florida Statutes.

Executed by the Incorporator on July 26, 2010.

Signature of Incorporator:

G: Larry Sims

10 JUL 27 PH 4: 15

Acceptance of Registered Agent: The undersigned hereby accepts the appointment as Registered Agent pursuant to the provisions of F.S. 617.0501(3). The undersigned is familiar with and accepts the obligations of registered agent as described in the Florida Statutes as of this date, July 26, 2010.

Signature of Registered Agent:

G. Larry Sims

