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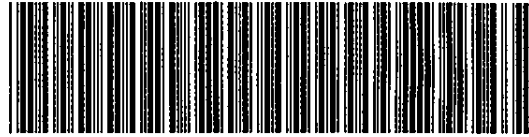
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W14000016005



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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
14 MAR 24 AM 9:33

3/28/14

## COVER LETTER

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

FLORIDA HERITAGE RAIL, INC.

SUBJECT: \_\_\_\_\_  
(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**

PAMELA AVELLINO

FROM: \_\_\_\_\_  
Name (Printed or typed)

4 OCEAN TRACE ROAD UNIT 111

\_\_\_\_\_  
Address

ST. AUGUSTINE, FL 32080

\_\_\_\_\_  
City, State & Zip

386-972-9242

\_\_\_\_\_  
Daytime Telephone number

PAMELAAVELLINO@YAHOO.COM

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

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

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DIVISION OF CORPORATIONS  
14 MAR 24 AM 9:33



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

March 12, 2014

PAMELA AVELLINO  
4 OCEAN TRACE ROAD  
UNIT 111  
ST. AUGUSTINE, FL 32080

SUBJECT: FLORIDA HERITAGE RAIL, INC.  
Ref. Number: W14000016005

RECEIVED  
14 MAR 24 AM 10:07  
DEPT. OF STATE  
TALLAHASSEE, FLORIDA

We have received your document for FLORIDA HERITAGE RAIL, 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):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

The title(s) in the officer/director field(s) is/are not acceptable. Please refer to the following link for acceptable officer/director title information.  
<http://www.sunbiz.org/titledef.html>.

Please return the corrected 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) 245-6052.

Claretha Golden  
Regulatory Specialist II  
New Filing Section

Letter Number: 514A00005422

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DIVISION OF CORPORATIONS  
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**ARTICLES OF INCORPORATION**  
In compliance with Chapter 617, F.S., (Not for Profit)

**ARTICLE I    NAME**                      **FLORIDA HERITAGE RAIL, INC**

The name of the corporation shall be: \_\_\_\_\_

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DIVISION OF CORPORATIONS

14 MAR 24 AM 9:33

**ARTICLE II    PRINCIPAL OFFICE**

Principal street address:

**7 AVILES STREET SUITE 1504**

**ST. AUGUSTINE, FL 32084**

Mailing address, if different is:

**4 OCEAN TRACE ROAD UNIT 111**

**ST. AUGUSTINE, FL 32080**

**ARTICLE III    PURPOSE**

**A MEMBERS ORGINIZATION TO PRESERVE FLORIDA'S**

The purpose for which the corporation is organized is:

**HISTORIC RAILROAD ARTIFACTS, INCLUDING BUT NOT LIMITED TO LOCOMOTIVES,**

**RAILROAD PASSENGER CARS, FREIGHT CARS, HISTORIC RAIL RELATED STRUTURES IN A**

**WAY THAT THEY CAN BE ENJOYED BY FLORIDA'S RESIDENTS AND VISITORS. ALSO,**

**A PLACE FOR THE TRAINING OF FUTURE GENERATION TO KEEP THE CRAFT ALIVE AND**

**FOR THE ABILITY TO ENTER INTO BUSINESS CONTRACTS AND OWN PROPERTY**

**THE BOARD**

**ARTICLE IV    MANNER OF ELECTION**    The manner in which the directors are elected and appointed: \_\_\_\_\_  
**OF DIRECTORS WILL BE APPOINTED AS IS STATED IN THE BYLAWS.**

**ARTICLE V    INITIAL OFFICERS AND/OR DIRECTORS**

Name and Title: **MARK FRAZIER, P**  
Address: **4 OCEAN TRACE ROAD UNIT 111**  
**ST. AUGUSTINE, FL 32080**

Name and Title: **PAMELA AVELLINO, VSAR**  
Address: **4 OCEAN TRACE ROAD UNIT 111**  
**ST. AUGUSTINE, FL 32080**

Name and Title: **MITCHELL MUSSER, AV**  
Address: **4 OCEAN TRACE ROAD UNIT 111**  
**ST. AUGUSTINE, FL 32080**

Name and Title: **ROBERT VAN NEST, TB**  
Address: **1751 FOREST BLVD.**  
**JACKSONVILLE, FL 32246**

Name and Title: **GARY BENSMAN, CO**  
Address: **101 LYNDA LANE**  
**ROSSVILLE, GA 30741**

Name and Title: **FRANK WELSH, O**  
Address: **16 SPIVEYS COURT**  
**ORMOND BEACH, FL 32174**

Name and Title: JOEY GANNON, O  
Address: 4412 RICHMOND PARK CT  
JACKSONVILLE, FL 32224

Name and Title: JAY BOGGS, O  
Address: 3289 COUNTRY OAKS CT  
ORANGE PARK, FL 32065

Name and Title: BRUCE MERWIN, O  
Address: 120 LAQUINTA PLACE  
ST. AUGUSTINE, FL 32084

Name and Title: \_\_\_\_\_  
Address: \_\_\_\_\_  
\_\_\_\_\_

**ARTICLE VI REGISTERED AGENT**

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Name: PAMELA AVELLINO  
Address: 4 OCEAN TRACE ROAD UNIT 111  
ST. AUGUSTINE, FL 32080

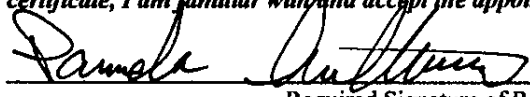
**ARTICLE VII INCORPORATOR**

The name and address of the Incorporator is:

Name: PAMELA AVELLINO  
Address: 4 OCEAN TRACE ROAD UNTIL  
111  
ST. AUGUSTINE, FL 32080

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RECORDS  
14 MAR 24 AM 9:33

*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity*

  
Required Signature of Registered Agent

3/21/2014

Date

*I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.*

  
Required Signature of Incorporator

3/21/2014

Date