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FLORIDA PROFIT/NON PROFIT CORPORATION LAKE COUNTRY CRUISERS CAR AND BIKE SHOWS, INC.

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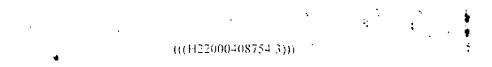
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ARTICLES OF INCORPORATION

OF

LAKE COUNTRY CRUISERS CAR AND BIKE SHOWS, INC.

The undersigned, acting as incorporators of a nonprofit corporation pursuant to Chapter 617 of the Florida Statutes, adopt the following articles of incorporation:

ARTICLE I - NAME OF COMPANY

The name of the corporation is LAKE COUNTRY CRUISERS CAR AND BIKE SHOWS, INC. (the "Company"). The street address, and the mailing address, of the principal office of the Company is 11 Pine Street, Lake Placid. Florida 33852.

ARTICLE IL - NOT-FOR-PROFIT

The Company is a not-for-profit corporation as defined in the Florida Not For Profit Corporation Act, set forth in Chapter 617 of the Florida Statutes. The Company is not formed for pecuniary profit. No part of the income or assets of the Company is distributable to or for the benefit of its members, directors, or officers, except to the extent permissible under law.

ARTICLE III - DURATION

The duration of the Company is perpetual unless dissolved according to law.

ARTICLE IV - PURPOSE

The Company is organized and shall be operated exclusively for the following purposes:

- (a) to host, coordinate sponsor, and put on car and bike shows in and around Central Florida.
- (b) to exercise all rights and powers conferred by the laws of the State of Florida, and specifically as provided in § 617.0302. Fla. Stat., on nonprofit corporations, including but not limited to the

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right and power to acquire by bequest, devise, gift, purchase, lease, or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate, or otherwise dispose of such property and the income, principal, and proceeds of such property, for any of the purposes set forth in these articles of incorporation; and

(c) to do such other things as are incidental to the purposes of the Company, or are necessary or desirable in order to accomplish them.

ARTICLE V - POWERS

The powers of the Company shall be as enumerated in the Florida Not For Profit Corporation Act (§ 617.0302, Fla. Stat.) and shall include, but not be limited to, the following:

- (a) to receive property by devise or bequest, subject to the laws regulating the transfer of property by will, and to otherwise acquire and hold all property, real or personal, including securities of other corporations:
- (b) to act as trustee under any trust incidental to the principal objects of the association, and to receive, hold, administer, and expend funds and property subject to a trust or trusts:
- (c) to convey, exchange, lease, mortgage, encumber, transfer on trust, or otherwise dispose of all property, real or personal;
- (d) to borrow money, contract debts, issue bonds, notes, and debentures, and secure the payment or performance of its obligations; and
- (e) to do all other acts necessary or expedient for the administration of the affairs and attainment of the purposes of the association.

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ARTICLE VI - LIMITATIONS

No part of the net earnings of the Company shall inure to the benefit of or be distributable to its members, directors or officers, but the Company shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth above.

ARTICLE VII - REGISTERED AGENT AND REGISTERED OFFICE

The street address of the initial registered office of the Company in the State of Florida is 11 Pine Street. Lake Placid, Florida 33852. The name of the registered agent of the Company at that address is James D. Richie.

ARTICLE VIII - MEMBERS

Membership shall be defined as provided in by the Bylaws.

ARTICLE IX - INITIAL OFFICERS AND/OR DIRECTORS

The names and address of the initial officers and directors of the Company are as follows:

_	- <u>NAME</u>	ADDRESS	TITLE	
	James D. Richie	11 Pine Street, Lake Placid, FL 33852	מיז	÷
	Ronald L. Ellerman	269 Cumquat Road NE, Lake Placid, FL 33852	VPD	0 i
	Kenneth Scott Teeters	79 Grandview Blvd, Lake Placid, FL 33852	STD	

ARTICLE X - INCORPORATOR

The name of the Incorporator is James D. Richie whose address is 11 Pine Street. Lake Placid, FL 33852.

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ARTICLE XI - AMENDMENT

Amendments of provisions contained in these articles of incorporation may be proposed by a resolution by the board of directors and presented in a quorum of the voting members for their vote.

Amendments may be adopted by a vote of at least two-thirds (2/3) of a quorum of the voting members of the Company.

ARTICLE XII - EFFECTIVE DATE

The effective date of these Articles of Incorporation, and the beginning of the existence of the Company, shall be the date of filing of these Articles of Incorporation with the Florida Department of State.

	The undersigned Incorporator has made and subscribed these Articles of Incorporation this	•
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day of	<u>. </u>	

Under penalties of perjury, I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

James D. Richie, Incorporator

STATEMENT OF ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above-stated Company at the place designated in the foregoing Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 617, Fla. Stat.

James-D. Richie