

N96000000999

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

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 FIRM _____
 ADDRESS _____

 PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

REQUEST TAKEN CONFIRMED APPROVED
 DATE _____
 TIME 12:00 CK No. _____
 BY _____

WALK-IN 2/26 12:00
 Will Pick Up

RE: The Fall Hotel No. 52345

96 FEB 26 AM 11:25

SECRETARY OF STATE DISBURSED
 TALLAHASSEE, FLORIDA

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☒ Art. of Inc. Filing
 Corp. Record Search
 Ltd. Partnership Filing
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 C U S - 000001723700
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 *****70.00 *****70.00
 Name Reservation
 Annual Report/Reinstatement
 Reg. Agent Service
 Document Filing
 Corporate Kit
 Vehicle Search
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 UCC 1 or 3 Filing
 UCC 11 Search
 UCC 11 Retrieval
 File No.'s, Copies
 Courier Service
 Shipping/Handling
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 Top Priority
 Express Mail Prep.
 FAX () pgs.
 SUBTOTALS

FEE.....
 DISBURSED.....
 SURCHARGE.....
 TAX on corporate supplies.....
 SUBTOTAL.....
 PREPAID.....
 BALANCE DUE.....
 \$

RECEIVED
 95 FEB 26 AM 10:07
 DIVISION OF CORPORATION

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

FILED

96 FEB 26 AM 11:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
THE POLK HOTEL, INC.**

BY THESE ARTICLES OF INCORPORATION the incorporators form a corporation not for profit under Chapter 617 Florida Statutes.

ARTICLE I - NAME

The name of this Corporation is THE POLK HOTEL, INC., and the street address of its principal office is 814 Hinson Avenue, Haines City, Florida, 33844 and the mailing address is P. O. Box 277, Haines City, Florida 33845.

ARTICLE II - PURPOSE

The purpose for which this Corporation is organized is exclusively religious, charitable, scientific, literary, and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue Law, to acquire, own, operate, renovate, lease, mortgage and preserve, THE POLK HOTEL, a building of historic significance, which has been officially listed in the National Register of Historic Places effective the seventeenth day of March, 1994 by the National Park Service, Department of the Interior, Washington, D.C. and perform such other acts and purposes

permitted by law and have corporate powers permitted by Section 617.0302 Florida Statutes or Amendments thereto, as limited within the scope of Section 501 (c)(3) of the code.

ARTICLE III - MEMBERS

(a) The members of this Corporation shall be persons or other legal entities that are interested in preserving THE POLK HOTEL, as a Historic Property.

(b) Members of this Corporation shall be admitted to membership by submission of membership application and upon satisfactory proof of interest in the preservation of historic properties in general and THE POLK HOTEL in particular.

(c) This Corporation shall issue no stock. No part of the net earnings of this Corporation shall inure to the benefit of or be distributable to its members, 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 payments and distributions in furtherance of the purposes set forth in this article. No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation. This corporation shall not participate or intervene in any political campaign on behalf of any candidate for public office, including the publishing or distribution of statements. Notwithstanding any other provision of these articles, this 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)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law, upon the dissolution of this corporation, the board of directors shall dispose of all of the assets of this corporation exclusively for the purposes of this corporation in the manner, or to the organization or organizations that are organized and operated exclusively for charitable, educational, religious or scientific purposes and that shall at the time qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law, after paying or making provisions for the payment of all liabilities of this corporation. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county where the principal office of this corporation is then located, exclusively for such purposes or to such organizations as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IV - DURATION

The Corporation shall have a perpetual existence.

ARTICLE V - SUBSCRIBERS

The names and residences of the subscribers are:

ROBERT C. NETTLETON	1849 Peninsular Drive Haines City, Florida 33844
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ARTICLE VI - OFFICERS

(a) The affairs of this Corporation shall be managed by officers elected by the board of directors at its annual meeting. The officers shall serve until the next annual meeting of the board of directors unless removed earlier in accordance with the bylaws.

(b) The names of the officers who shall serve until the election at the organizational meeting after these articles are approved are:

President
Vice President
Secretary
Treasurer

ROBERT C. NETTLETON
TO BE APPOINTED BY DIRECTORS
TO BE APPOINTED BY DIRECTORS
TO BE APPOINTED BY DIRECTORS

ARTICLE VII - DIRECTORS

(a) This Corporation shall have a board of directors of three (3) directors initially. The number of directors and the method of election shall be prescribed in the bylaws from time to time.

(b) Directors shall be elected or appointed in the manner and for the terms provided in the Bylaws and Terms may be staggered.

(c) Vacancies in the board of directors shall be filled by the directors remaining in office even though they do not constitute a quorum of the board of directors.

ARTICLE VIII - BYLAWS

The bylaws of the corporation shall be adopted by the board of directors.

ARTICLE IX - AMENDMENTS

An Amendment to these articles may be proposed by the board of directors or a member. Amendments shall be adopted by the board of directors by the affirmative vote of at least three fourths of the directors present and voting at a meeting at which a quorum is present.

ARTICLE X - RESIDENT AGENT

The initial resident agent for this Corporation is Robert C. Nettleton and initial resident office is located at 30 North Sixth Street, Haines City, Florida, 33844.

ARTICLE XI - MEMBERS MEETINGS

No act of the members shall be valid unless taken at a meeting of members after notice as prescribed in the bylaws.

DATED on February 23, 1996.



ROBERT C. NETTLETON, INCORPORATOR
1849 Peninsular Drive

Haines City, Florida 33844

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me on
February 23, 1996 by Robert C. Nettleton who is personally
known to me or who has produced _____ as
identification.

Jo Ann D. Burnett

Jo Ann D. Burnett

Notary Public

My Commission Expires on:



JO ANN D. BURNETT
MY COMMISSION # CC384399 EXPIRES
July 20, 1999
PROVIDED THROUGH TROY FARM INSURANCE, INC.

FILED

ACCEPTANCE OF RESIDENT AGENT

96 FEB 26 AM 11:25

HAVING BEEN NAMED as resident agent for this Corporation
at the office designated in the foregoing articles of incorporation,
the undersigned accepts the designation.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA


