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February 20, 1996

LETTER TO STATE  
2.27-86

FILED  
96 MAR -1 PM 2:15  
DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

Department of State  
Corporate Records Division  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Bayside Bridge Plaza Merchant's Association, Inc.

Dear Sir/Madam:

Enclosed are the following:

1. Articles of Incorporation for the above-referenced entity.
2. Acceptance by Registered Agent and Registered Office.
3. Check in the amount of \$70.00 to cover filing fees.

800001729808  
-03/01/96--01091--008  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Enclosed you will also find a photocopy of the Articles. Please return the copy to me with the filing date stamped on it.

Very truly yours,

*Kristopher E. Fernandez*  
Kristopher E. Fernandez

Enclosures

F. CHESSEY MAR 5 1996

ARTICLES OF INCORPORATION

OF

BAYSIDE BRIDGE PLAZA MERCHANTS ASSOCIATION, INC.

The undersigned, acting as incorporator of a corporation pursuant to chapter 617, Florida Statutes, adopt the following Articles of Incorporation:

1. NAME

The name of the Corporation is:

DATE 2-27-96 Bayside Bridge Plaza Merchant's Association, Inc.

2. TERM OF EXISTENCE

The date when the corporate existence shall commence shall be February 27, 1996, and the Corporation shall have perpetual existence thereafter.

3. PURPOSE

The purpose for which the Corporation is organized is to transact any and all business for which a corporation may be incorporated under the "Florida Not For Profit Corporation Act", Florida Statutes 617.01011, et seq., including, but not limited to the following: increasing public awareness of the Bayside Bridge Plaza through member advertising; sponsoring events that will bring potential new customers to Bayside Bridge Plaza; promoting goodwill, patronage and communication with other merchants at Bayside Bridge Plaza; and addressing the owner and property manager of Bayside Bridge Plaza from a unified stance when dealing issues affecting Bayside Bridge Plaza.

4. APPOINTMENT/ELECTION OF DIRECTORS

The method of appointing and/or electing members of the board of directors shall be as stated in the bylaws of the Corporation.

5. BOARD OF DIRECTORS

The initial Board of Directors shall have three members whose names and addresses are as follows:

Tony Luckie, 1530 D-1 McMullen Booth Rd., Clearwater, FL 34619  
Bruce Oosse, 1520 McMullen Booth Rd., Clearwater, FL 34619  
Jerry Stevens, 1550 F-3 McMullen Booth Rd., Clearwater, FL 34619

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The number of directors may be raised or lowered by amendment of the bylaws of the Corporation, but shall in no case be less than three.

6. LIMITATIONS OF CORPORATE POWERS

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes.

6. REGISTER AGENT AND OFFICE  
PRINCIPAL OFFICE AND ADDRESS

The registered agent of the Corporation shall be Kristopher E. Fernandez, Esquire.

The registered office address shall be 307 S. Boulevard, Suite D, Tampa, Florida 33606.

The principal place of business will be Bayside Bridge Plaza, 1530 D-1, McMullen Booth Road, Clearwater, Florida 34619. The mailing address of the Corporation shall be Bayside Bridge Merchant's Association, c/o Tony Luckle, 1530 D-1, McMullen Booth Road, Clearwater, Florida, 34619.

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7. INCORPORATOR

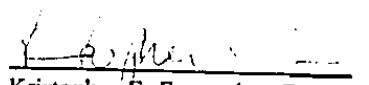
The incorporator of this Corporation is Kristopher E. Fernandez, whose address is 307 S. Boulevard, Suite D, Tampa, Florida 33606.

2PK In witness thereof, the undersigned Incorporator has executed these Article of Incorporation this day of February, 1996.

  
\_\_\_\_\_  
Kristopher E. Fernandez

ACCEPTANCE BY REGISTERED AGENT AND REGISTERED OFFICE

Having been named Registered Agent and designated to accept service of process for Bayside Bridge Merchant's Association, Inc., at 307 S. Boulevard, Suite D, Tampa, Florida 33606, I hereby agree to act in this capacity. I further agree to comply with all the provisions of all the statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations provided for in Section 607.325, Florida Statutes.

  
\_\_\_\_\_  
Kristopher E. Fernandez, Esquire  
Registered Agent