

LAW OFFICES
FISHBACK, DOMINICK, BENNETT, STEPTER,
ARDAMAN & BONUM
170 EAST WASHINGTON STREET
ORLANDO, FLORIDA 32801-2397

G. BEN FISHBACK 1953-1983

MARK F. ANLERS
A. KURT AND MAN
JOHN F. BENNETT
PHILIP F. BONUM
JULIAN R. DOMINICK
LISA A. ESPINOSA
MARK FLEMING F. FISHER
DAVID B. MCDONALD
CHARLES R. STEPTER, JR.

March 1, 1996

TELEPHONE (407) 425-2780
FAX (407) 425-2803

Secretary of State
Division of Corporations
P.O.B. 6327
Tallahassee, FL 32314

Ref: Friends of Lake Hiawassee, Inc.
Our File No.: F264-13433

Ladies/Gentlemen:

900001731539
-03/04/96--01125--002
****131.25 ****131.25

Enclosed please find this firm's check for \$131.25 for filing a new non-profit corporation and for receiving a certificate of good standing as well as certified copies of the articles of incorporation.

Please forward to us in the enclosed self-addressed, stamped envelope provided for your convenience.

Sincerely,
Mark F. Fisher
to be delivered

MARK F. FISHER

MFF/lb
Enclosure

MAR 6 1996 BSB

FILED
96 MAR -4 PM 1:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

96 MAR -4 PH 1:51

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

FRIENDS OF LAKE HIAWASSEE, INC.
A FLORIDA NON-PROFIT CORPORATION

ARTICLE 1. NAME The name of the Corporation is FRIENDS OF LAKE HIAWASSEE, INC.

ARTICLE 2. DURATION The duration of the Corporation is perpetual.

ARTICLE 3. PURPOSE The purpose of the Corporation is as follows:

A. This corporation is a not-for-profit corporation organized under chapter 617, Florida Statutes. It is not organized for the private gain of any person. The specific purpose of this Corporation is to promote and enhance the waters and ecology of that body of water in Orange County, Florida known as Lake Hiawasssee and its surrounding environment.

B. To exercise all rights and powers conferred by the laws of the State of Florida upon non-profit corporations.

C. Provided, however, that the corporation shall not engage in any action which is not permitted to be carried on by non-profit corporations under the Internal Revenue Code and no part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors, or officers; but the Corporation shall be authorized and empowered to pay reasonable compensation to these people for services rendered, and to make payments and distributions in furtherance of its stated purposes. Directors shall not be entitled to compensation for their service

as Directors, but may be reimbursed for actual expenses incurred, said reimbursement to be approved by majority vote of the Board of Directors.

ARTICLE 4. MEMBERS The Corporation shall have Voting Members, who shall be elected (and may be removed) by the Voting Members, and who shall have all the rights and privileges of members of the Corporation. The Bylaws may provide for Nonvoting Members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the Bylaws, but who shall not have the right to vote. The name and address of each initial Voting Member is as follows:

Pat Stewart	7213 Bay Club Way Orlando, FL 32835
Mike Leon	1135 Edgewood Ranch Road Orlando, FL 32835
Paul Phillips	1011 Edgewood Ranch Road Orlando, FL 32835
Tony Kostantinidis	6705 Fairway Cove Drive Orlando, FL 32835
Kathy Sturgess	7217 Bay Club Way Orlando, FL 32835

ARTICLE 5. INITIAL REGISTERED AGENT AND OFFICE The initial registered agent is Pat Stewart and the initial registered office is 2101 Bear Island Road, Lake Buena Vista, Florida.

ARTICLE 6. INITIAL BOARD OF DIRECTORS

This initial Board of Directors shall have five (5) members whose names and addresses are:

Pat Stewart	7213 Bay Club Way Orlando, FL 32835
Mike Leon	1135 Edgewood Ranch Road Orlando, FL 32835

Paul Phillips	1011 Edgewood Ranch Road Orlando, FL 32835
Kathy Sturgess	7217 Bay Club Way Orlando, FL 32835
Tony Kostantinidis	6705 Fairway Cove Drive Orlando, FL 32835

The Bylaws shall provide the method of election of all Directors, and the number of Directors may be raised or lowered by amendment of the bylaws but shall in no case be less than three.

ARTICLE 7. OFFICERS The officers of the Corporation shall consist of a President, Vice President, Secretary, and Treasurer. Other officers may be provided for in the Bylaws. Each Officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and in such manner as may be prescribed by the Bylaws. The name and address of each initial Officer of the Corporation is as follows:

President	Pat Stewart	7213 Bay Club Way Orlando, FL 32835
Vice-President	Mike Leon	1135 Edgewood Ranch Road Orlando, FL 32835
Treasurer	Paul Phillips	1011 Edgewood Ranch Road Orlando, FL 32835
Secretary	Kathy Sturgess	7217 Bay Club Way Orlando, FL 32835

ARTICLE 8. INCORPORATORS

The name and address of the incorporators of this corporation are:

Pat Stewart	7213 Bay Club Way Orlando, FL 32835
Mike Leon	1135 Edgewood Ranch Road Orlando, FL 32835
Paul Phillips	1011 Edgewood Ranch Road Orlando, FL 32835

Kathy Sturgess 7217 Bay Club Way
Orlando, FL 32835

Tony Kostantinidis 6705 Fairway Cove Drive
Orlando, FL 32835

ARTICLE 9. NONSTOCK BASIS The Corporation is organized (and shall be operated) on a nonstock basis within the meaning of the Florida Not For Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock, but may issue membership certificates if so provided in the bylaws.

ARTICLE 10. CORPORATE ADDRESS The street address of the Corporation's initial principal office is 7213 Bay Club Way, Orlando, FL 32835.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 28TH day of February, 1996.

Signatures of Incorporators:

Pat Stewart
Pat Stewart

Mike Leon
Mike Leon

Paul Phillips
Paul Phillips

Absent
Kathy Sturgess

Tony Kostantinidis
Tony Kostantinidis

STATE OF Florida
COUNTY OF Orange



JOANNE RHODES
MY COMMISSION # CC253273 EXPIRES
February 9, 1997
BONDED THIRD PARTY FIDELITY INSURANCE, INC.

The foregoing instrument was acknowledged before me this 28 day of FEB., 1996, by Pat Stewart, Mike Leon, Paul Phillips, Kathy Sturgess and Tony Kostantinidis, who are described as Incorporators, and who executed the foregoing Articles of

Incorporation, and acknowledged before me that they subscribed to such Articles of Incorporation for the purposes therein described.

Joanne Rhodes
(Signature of Notary Public - State Florida)

Joanne Rhodes
(Print, Type, or Stamp Commissioned Name of Notary Public)

Personally Known X OR Produced Identification X

Type of Identification Produced Driver's License

[Other Incorporators Acknowledgments]

ACCEPTANCE OF DUTIES OF REGISTERED AGENT

I HEREBY ACCEPT the designation, duties, and responsibilities as REGISTERED AGENT of FRIENDS OF LAKE HIAWASSEE, INC. A FLORIDA NON-PROFIT CORPORATION and agree to comply with all provisions of the Florida Statutes, and/or any other applicable laws related thereto.

Pat Stewart
PAT STEWART
Registered Agent

STATE OF Florida
COUNTY OF Orange

The foregoing instrument was acknowledged before me this 28 day of FEB., 1996, by Pat Stewart, described as the REGISTERED AGENT for FRIENDS OF LAKE HIAWASSEE, INC. A FLORIDA NON-PROFIT CORPORATION and who executed the foregoing designation as REGISTERED AGENT for the purposes therein expressed.



JOANNE RHODES
MY COMMISSION # 00250273 EXPIRES
February 9, 1997
BONDED THROUGH TROY FARM INSURANCE, INC.

Joanne Rhodes
(Signature of Notary Public - State Florida)

Joanne Rhodes
(Print, Type, or Stamp Commissioned Name of Notary Public)

Notary Public)

Personally Known X OR Produced Identification _____

Type of Identification Produced _____