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SWAINE AND HARRIS

ATTORNEYS AT LAW, P. A.

BERT J. HARRIS, III J. MICHAEL SWAINE JOHN K. MCCLURE ALISON B. COPLEY WILLIAM J. NIELANDER

PLRASE REPLY TO: LAKE PLACED OFFICE [2] SERRING OFFICE [3] 486 BOUTH COMMERCE AVENUE SEDIUNO, PL 08870 (941) 088-1849 FAX: (941) 471-0006

RIE INTERLARE BOULEVARD LAKE PLACID, PL 88652 (941) 460-8011 PAX: (941) 460-6999

March 13, 1996

State of Florida Department of State Corporate Division 409 E. Gainen Street Tallahssee, Florida 32301

300001745903 -03/18/96--01010--002 ****122.50 ****122.50

Re: USS LAKE CHAMPLAIN ASSOCIATION, INC.

Gentlemen:

Enclosed is an original and one copy of the Articles of Incorporation for the above corporation. Please file the original in your offices and certify and return one copy to me.

I am enclosing my client's check in the amount of \$122.50, covering:

Filing fee Certificate designating	\$	35.00	HASS	æ 15	F
registered agent Certified copy	\$ \$	35.00 52.50		2	ED
Check enclosed	\$	122.50	ORIDA	8: 55	

If you have any questions, please do not hesitate to call.

Bert J. Harris, III

3-20-96

BJH/dw enclosures - as stated

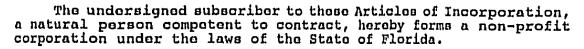
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ARTICLE OF INCORPORATION

OF

USS LAKE CHAMPLAIN ASSOCIATION, INC.

(A Non-Profit Corporation)



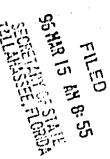
ARTICLE I. NAME

The name of this corporation is: USS LAKE CHAMPLAIN ASSOCIATION, INC.

ARTICLE II. PURPOSES AND POWERS

The purposes and powers of the corporation are:

- (a) To form a veterans association.
- (b) To own, rent, lease, operate and maintain sufficient real and personal property to carry out the purposes hereinabove expressed.
- (c) To receive donations, gifts, or bequests of money or other property, and to accept the same, subject to such conditions or trusts as may be attached thereto, and to obligate itself to perform and execute, and to perform and execute, any and all such conditions or trusts.
- (d) To contract debts and to borrow money, to issue, sell and pledge bonds, debentures, notes and other evidences of indebtedness.
- (e) To do everything necessary, proper, advisable, or convenient for the accomplishment of the purposes or powers set forth in this article, and to do all other things incidental thereto or connected therewith, which are not forbidden by law or these articles or incorporation.
- (f) To carry out any of the purposes or powers set forth in this article in any state, territory, district, or possession of the United States of America, or in any foreign country, to the extent that such purposes are not forbidden by the law of such place.
- (g) The purposes or powers set forth in this article are not in limitation of the general powers conferred by non-profit corporation law of Florida.



ARTICLE III. MEMBERS

Momborship shall be open to all persons interested in the work of the corporation and who have been approved by the Board of Directors and who have paid the established dues.

ARTICLE IV. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V. ADDRESS

The street address of the corporation in the State of Florida is 108 Grenada Street, Northeast, Lake Placid, Florida 33852. The Board of Directors may from time to time move the principal office to any other address in Florida, and may establish branch offices in such other place or places as may be designated by the Board of Directors.

ARTICLE VI. OFFICERS

The affairs of the corporation are to be managed by a president, a vice-president, a secretary, and a treasurer, and such other officers as may be provided in the by-laws, who shall be elected at the annual meeting of the members of USS LAKE CHAMPLAIN ASSOCIATION, INC. Officers who are to serve until the first election of officers are:

NAME

OFFICE

George F. Resko

President

Richard C. Grinnell

Vice-President

Phillip E. Nazek, Sr.

Secretary

Charles E. McCann

Treasurer

ARTICLE VII. DIRECTORS

The corporation shall be managed by a board of not less than three directors. Directors who are to serve until the first election of directors are:

George F. Resko

President

Richard C. Grinnell

Vice-President

Phillip E. Nazek, Sr.

Secretary

Charles E. McCann

Treasurer

The manner in which the directors are to be elected or appointed shall be provided in the by-laws of the corporation.

ARTICLE VIII. SUBSCRIBERS

The names and street addresses of each subscriber to these articles of incorporation are:

NΛ	MР
1161	

ADDRESS

Goorgo F.	Rosko	108	Gronada	Stroot,	Northeast
		Lake	Placid.	Florida	a 33852

Richard C. Grinnell Cayuga Lake Mobile Park

Box D-6

Moravia, NY 13118-9402

Phillip E. Nazek, Sr. 851 Bunn Hill Road Vestal, NY 13850-5435

Charles E. McCann 26 Overlook Drive Atkinson, NH 03811-2721

The subscriber of these articles of incorporation hereby assigns to this corporation his rights under Section 617, Florida Statutes, to constitute a corporation.

ARTICLE IX. AMENDMENT OF ARTICLES OF INCORPORATION AND BY-LAWS

This corporation reserves the right to amend, alter, change or repeal any provision contained in these articles of incorporation or in the by-Laws in the manner now or hereafter prescribed by law. Each amendment and the initial by-laws must be approved by a majority of the members entitled to vote thereon.

ARTICLE XI. NON-PROFIT CHARACTER

This corporation is one which does not contemplate pecuniary gain or profit to the members, directors or officers. Upon dissolution of the corporation all corporate assets remaining after payment of all liabilities shall be distributed to charitable, religious, scientific, literary or educational organizations.

ARTICLE XII. REGISTERED OFFICE AND REGISTERED AGENT

The corporation hereby designates as its registered office 108 Grenada Street, Northeast, Lake Placid, Florida 33852, and its registered agent, GEORGE F. RESKO, who is located at the same address for service of process.

IN WITNESS WHEREOF, I, the fundorsigned subscriber, have hereunte set my hand and seal this day of February, 1996, for the purpose of forming this non-profit corporation under the laws of the State of Florida, and I hereby make and file in the office of the Secretary of State of the State of Florida, those Articles of Incorporation, and certify that the facts herein stated are true.

GEORGE F. RESKO

STATE OF FLORIDA COUNTY OF HIGHLANDS

of February, 1996, by GEORGE F. RESKO, who is personally known to me or who produced his _______as identification.

"OFFICIAL SEAL"
Dovra Winters
My Commission Expires 4/20/93
Commission #CC 357490

Notary Public, State of Florida at Large

(affix notarial seal)

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Registered/Agent

95 HAR 15 MM 8: 55 SECRETARY OF STAIL TALLAHASSEE FLOOR