

1201 HAYS STREET  
FAIR HARBOR, FL 32101  
904-222-1111  
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000-342-8006

N 96000004730



ACCOUNT NO. : 072100000032

REFERENCE : 051129 131156A

AUTHORIZATION :

*Patricia Pyzdek*

COST LIMIT : \$ 70.00

ORDER DATE : August 12, 1996

ORDER TIME : 4:54 PM

ORDER NO. : 051129

300001920709

CUSTOMER NO: 131156A

CUSTOMER: Barry N. Brumer, Esq  
BARRY N. BRUMER, ESQ

Suite 230  
5725 Major Boulevard  
Orlando, FL 32819

DOMESTIC FILING

NAME: NEW SMYRNA BEACH HOTEL AND  
MOTEL ASSOCIATION, INC.

EFFECTIVE DATE: \_

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap

EXAMINER'S INITIALS:

2295.  
W96-16974  
534.524.632

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 AUG 13 AM 10:00

RECEIVED  
96 AUG 13 PM 2:29  
DIVISION OF CORPORATION



RECEIVED  
96 SEP 11 PM 1:17  
DIVISION OF CORPORATIONS  
September 3, 1996

FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 AUG 13 AM 10:01

**RESUBMIT**

Please give original  
submission date as file date.

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: NEW SMYRNA BEACH HOTEL AND MOTEL ASSOCIATION, INC.  
Ref. Number: W96000016974

We have received your document for NEW SMYRNA BEACH HOTEL AND MOTEL ASSOCIATION, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

Please accept our apology for failing to mention this in our previous letter.

A Non-Profit corporation cannot have shares of stock nor can it have stock holders.

The purpose contained in your articles of incorporation should be more specific. Please correct your articles to reflect the specific purpose for which the corporation is being organized.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 696A00041267



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 AUG 13 AM 10:01

August 14, 1996

**RESUBMIT**

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

Please give original  
submission date as file date

SUBJECT: NEW SMYRNA BEACH HOTEL AND MOTEL ASSOCIATION, INC.  
Ref. Number: W96000016974

We have received your document for NEW SMYRNA BEACH HOTEL AND MOTEL ASSOCIATION, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 796A00038660

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96 SEP -3 PM 1:28  
DIVISION OF CORPORATIONS

## ARTICLES OF INCORPORATION

The undersigned, acting as Incorporator of a Corporation pursuant to Chapter 617, Florida Statutes, adopt(s) the following Articles of Incorporation of such corporation:

### ARTICLE I - NAME AND PLACE OF BUSINESS

The name of the Corporation shall be:

NEW SMYRNA BEACH HOTEL and MOTEL ASSOCIATION, INC.

The principal place of business of this Corporation shall be:

115 Canal Street New Smyrna Beach, FL 32168

### ARTICLE II - TERM OF EXISTENCE

The period of the duration of this Corporation is perpetual unless dissolved according to law.

### ARTICLE III - NATURE OF BUSINESS

The Corporation may engage in any activity or not for profit business permitted under the laws of the United States of America and of this State, except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, fraternal benefits society, state fair or exposition. The initial purpose will be to further the interests of the members, which are tourist related establishments.

### ARTICLE IV - CAPITAL STOCK

This Corporation will have no shares of common stock.

### ARTICLE V - INITIAL CAPITAL

The amount of capital with which this Corporation will begin business is \$0 as it is to be a not for profit Corporation.

### ARTICLE VI - DIRECTORS

This Corporation shall have five directors initially. The number of directors may be increased or diminished from time to time by the Bylaws adopted by the stockholders, but shall never be less than three.

### ARTICLE VII - INITIAL DIRECTORS

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SECRETARY OF STATE  
CORPORATIONS  
56 AUG 13 AM 10:01

The name and address of the members of the first Board of Directors is:

NAME: Martin Willis  
ADDRESS: 1401 S. Atlantic Ave. New Smyrna Beach, FL 32169

NAME: Edward Ruby  
ADDRESS: 1210 S. Riverside Dr. New Smyrna Beach, FL 32168

NAME: Peggy Wolfseidt  
ADDRESS: 115 Washington St. New Smyrna Beach, FL 32168

NAME: David McBride  
ADDRESS: 421 S. Atlantic Ave. New Smyrna Beach, FL 32169

NAME: Jean R. Padgett  
ADDRESS: 425 S. Atlantic Ave. New Smyrna Beach, FL 32169

#### ARTICLE VIII - OFFICERS

The name and address of each officer of this Corporation, and their offices in the Corporation are:

NAME: Martin Willis  
ADDRESS: 1401 S. Atlantic Ave. New Smyrna Beach, FL 32169  
OFFICE: Chairman

NAME: Edward Ruby  
ADDRESS: 1210 S. Riverside Dr. New Smyrna Beach, FL 32168  
OFFICE: Vice-Chairman

NAME: Peggy Wolfseidt  
ADDRESS: 115 Washington St. New Smyrna Beach, FL 32168  
OFFICE: Secretary

NAME: David McBride  
ADDRESS: 421 S. Atlantic Ave. New Smyrna Beach, FL 32169  
OFFICE: Treasurer

#### ARTICLE IX - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved by a majority of the Board of Directors at a Board of Directors. All of the Directors shall sign a written statement manifesting their intention on a certain amendment to these Articles of Incorporation.

#### ARTICLE X - INCORPORATOR

The incorporator of these Articles of Incorporation is Barry N. Brumer, Esquire, 101 Yelkca Terrace, Suite B, Edgewater, FL 32132.

ARTICLE XI - REGISTERED AGENT

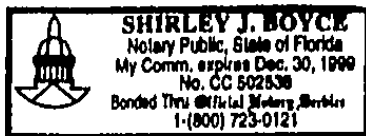
The initial registered agent, for notices and service of process, is Barry N. Brumer, Esquire, 101 Yolkca Terrace, Suite B, Edgewater, FL 32132.

Barry N. Brumer  
Barry N. Brumer, Esquire

STATE OF FLORIDA  
COUNTY OF VOLUSIA

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments and administer oaths, personally appeared Barry N. Brumer, Esquire, to me known to be the person described as the incorporator in and who executed the foregoing Articles of Incorporation and he acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State aforesaid this 5<sup>th</sup> day of September, 1996.



Shirley J. Boyce  
Notary Public  
State of Florida at Large  
My Commission Expires:

ACCEPTANCE BY RESIDENT AGENT

Barry N. Brumer, Esquire, does hereby accept his appointment as registered agent for NEW SMYRNA BEACH HOTEL and MOTEL ASSOCIATION, INC.

Barry N. Brumer  
Barry N. Brumer, Esquire

The above instrument was sworn to and subscribed before me this 5<sup>th</sup> day of September, 1996.



Shirley J. Boyce  
Notary Public  
State of Florida at Large  
My Commission Expires:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
AUG 13 AM 10:01