

N97000006910
(SAMPLE LETTER OF TRANSMITTAL)

DATE

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 12 PM 1:04

Re: HISTORIC FLAGLER STATION, Inc.
(Name of Corporation)

600002358686--4
-12/01/97--01041--014
****122.50 ****122.50

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours.

[Signature]
(Individual's Name)

HISTORIC FLAGLER STATION INC
(Name of Corporation)

~~97-21983~~

MAILING ADDRESS OF CORPORATION		
P.O. Box 1673		
FT. LAUDERDALE - FL - 33302		
PHONE		
(954) 467-0007		
Area Code	Number	Ext.

12-12-97
12-3-97
655



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 4, 1997

HISTORIC FLAGLER STATION INC.

P. O. BOX 1673
FT. LAUDERDALE, FL 33302

SUBJECT: HISTORIC FLAGLER STATION, INC.
Ref. Number: W97000026953

We have received your document for HISTORIC FLAGLER STATION, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

Please return the original and one copy of 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 (850) 487-6995.

Wanda Sampson
Document Specialist

Letter Number: 697A00057087

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Did not receive our check
back, so you must have it.

Please expedite

HISTORIC FLAGLER STATION

P.O. Box 1673, Fort Lauderdale, Florida 33302

FILED
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DIVISION OF CORPORATIONS
97 DEC 12 PM 4:04

Corporate Bylaws And Articles of Incorporation For Historic
Flagler Station

ARTICLE I Name

The name of this corporation is Historic Flagler Station, Inc.
a corporation not for profit.

ARTICLE II Principal Office

The mailing address P.O. Box 1673, Ft. Lauderdale, Fla. 33302.

ARTICLE III Purpose

To preserve, restore and recreate a part of south Florida's
railroad and transportation history as it was during the pre-
depression era. The acquisition of antique vintage railway cars
and the loan from private individuals of antique automobiles, boats
and small aircraft will offer students and other south Floridians
the opportunity to experience a visit to a railroad town of the
1920s and 1930s complete with all its various modes of vehicular
transportation including a real antique street car running on its
own rails. Also, Historic Flagler Station, in part, will function
to help revive certain economically depressed areas within the city
limits of Ft. Lauderdale, Florida.

ARTICLE IV Qualification of Members

Anyone who shows an interest in the history of south Florida and/or
its early 20th Century transportation modes is eligible for
membership in Historic Flagler Station. Each applicant will be
assessed an annual membership fee to be decided by the original
board of directors.

ARTICLE V Initial Registered Office and Agent

The street address of the initial registered office of this
corporation is 3400 NE 12th Ave., Oakland Park, Florida 33334,
and the name of the initial registered agent of this corporation at
that address is Wm. J. Lunn. CPA, a Florida Corporation.

ARTICLE IX Officers

The legal affairs of the corporation shall be managed by the officers who shall be elected at the annual meeting each year to serve the ensuing year. The officers of the corporation shall serve until their respective successors in office are elected and duly qualified.

ARTICLE X Revenue

No part of the net earnings of the corporation shall inure to the benefit of or be distributed to its members, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered, in furtherance of the purposes set forth in ARTICLE III hereof. The corporation shall not in any way, directly or indirectly, carry on propaganda or otherwise attempt to influence legislation, or participate or intervene in any political campaign on behalf of any candidate for public office, by publishing or distributing statements or otherwise. Notwithstanding any other provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) 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), or (b) by a corporation, contributions to which are deductible under Section 501 (c) (2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Revenue law).

ARTICLE XI Dissolution

Upon the dissolution of the corporation, the board of directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of the assets of the corporation exclusively for the purpose of the corporation in such manner, or to such organization or organizations existing and operated exclusively for charitable, educational, religious, historic preservation, or scientific purposes as shall at the time qualify as an exempt organization or 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), as the board of directors shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organization, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VI

The name and address of the incorporator signing these articles is:
Richard A. Winer, President, Flying "W," Inc. P.O. Box 1673,
Ft. Lauderdale, Fla. 33302, a Florida Corporation.

ARTICLE VII

Initial Board of Directors

This corporation shall have seven (7) directors constituting the initial board of directors. That number may be increased or decreased from time to time by the bylaws, but in no event shall there be less than five (5) members. The names and addresses of the initial board of directors of this corporation are:

Richard Winer, Chairman
P.O. Box 1673
Ft. Lauderdale, Fla. 33302

Richard Winer
Donald A. Whatley

Don Whatley

Seth Bramson

Jos. Guerrero

Fred Baar

James Woodworth

Seth Bramson
Jos. Guerrero
Fred Baar
James Woodworth

ARTICLE VIII Board of Directors Elections

The board of directors shall be elected by the general membership at each annual meeting of the members. It will be carried out in such a manner as that about half the board shall be elected every other year.

IN WITNESS WHEREOF, the undersigned incorporator has executed
these articles of incorporation on the date of signing.

[Signature], Secretary

Nov. 13, 1997

WILLIAM J. LUNN
Certified Public Accountant

3400 NE 12th Avenue
Oakland Park, Florida 33334

Phone 561-5866
Fax 561-8002

December 07, 1997

Florida Department of State
Annual Reports Filing
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Dear Sirs,

This letter will authorize Historic Flagler Station, Inc. to use my name and address as their Registered Agent, I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

Sincerely,



William J. Lunn, CPA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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