

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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UPPER CAPTIVA
Road Commission, Inc.

- ☒ Art of Inc. File _____
☐ LTD Partnership File _____
☐ Foreign Corp. File _____
☐ L.C. File _____
☐ Fictitious Name File _____
☐ Trade/Service Mark _____
☐ Merger File _____
☐ Art. of Amend. File _____
☐ RA Resignation _____
☐ Dissolution / Withdrawal _____
☐ Annual Report / Reinstatement _____
☒ Cert. Copy _____
☐ Photo Copy _____
☐ Certificate of Good Standing _____
☐ Certificate of Status _____
☐ Certificate of Fictitious Name _____
☐ Corp Record Search _____
☐ Officer Search _____
☐ Fictitious Search _____
☐ Fictitious Owner Search _____
☐ Vehicle Search _____
☐ Driving Record _____
☐ UCC 1 or 3 File _____
☐ UCC 11 Search _____
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☐ Courier _____

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Signature _____

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ARTICLES OF INCORPORATION

OF

UPPER CAPTIVA ROAD COMMISSION, INC.

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The undersigned incorporator hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a not for profit corporation in accordance with the laws of the State of Florida (Chapter 617, Florida Statutes).

ARTICLE I

Name

The name of this Corporation shall be:

UPPER CAPTIVA ROAD COMMISSION, INC.

ARTICLE II

Principal Office and Mailing Address

The address of the principal office and the mailing address of this Corporation shall be:

A. Street Address:

351 6th Avenue West
Bradenton, Florida 34205

B. Mailing Address:

P. O. Box 631
Pineland, FL 33945

ARTICLE III

Purposes

The general nature of the activities to be conducted by this Corporation, and the objects or purposes of this Corporation, shall be as follows:

(a) To maintain the private roadways on Upper Captiva Island, Florida; to collect and solicit funds from residents and other interested persons for use in connection with such purposes; and, all other purposes allowed by law, and to that end, to hold any property, real or personal, tangible or intangible, or any undivided interest in such property, without limitation as to amount or value; to take and hold by bequest, devise, gift, grant, purchase, lease or otherwise, any such property, or any undivided interest in such property, without limitation as to amount or value;

to sell, borrow, mortgage, pledge, convey or otherwise dispose of any such property and to invest, reinvest or deal with the principal or the income thereof in such a manner as will best promote the purposes of the Corporation without limitation, except such limitations as may be contained in the instrument under which such property is received, these Articles of Incorporation, the Bylaws of the Corporation, or any applicable laws; and to do any other act or thing incidental to or connected with the foregoing purposes or an advancement thereof, but not for the pecuniary profit or financial gain of its directors, officers or members of any private individual.

(b) No part of the net earnings of the Corporation shall inure to the benefit of any member, director, or officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no member, director or officer of the Corporation, or any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

ARTICLE IV

Existence of Corporation

This corporation shall exist in perpetuity.

ARTICLE V

Registered Office and Registered Agent

The initial registered office of this Corporation shall be located at 1206 Manatee Avenue West, Bradenton, Florida 34205, and the initial registered agent of this Corporation at such office shall be G. JOSEPH. HARRISON. This Corporation shall have the right to change such registered office and such registered agent from time to time, as provided by law.

ARTICLE VI

Members

This Corporation shall have one class of members. The number, method for selection, qualification, rights and duties of members shall be as provided in the bylaws of this Corporation.

ARTICLE VII

Board of Directors

All powers of this Corporation shall be exercised by, or under the authority of, and the affairs of this Corporation shall be managed under the direction of, the Board of Directors, subject to all applicable laws. The number, method for selection, qualification, rights and duties of the trustees shall be provided in the bylaws.

ARTICLE VIII

Initial Board of Directors

The initial Board of Directors of the Corporation shall consist of three (3) members, such members to hold office until their successors have been duly elected and qualified. The name and street address of each initial director are:

<u>Name</u>	<u>Address</u>
LOUIS E. EDMONDSON, SR.	351 6 th Avenue West Bradenton, Florida 34205
DON PAETZNICK	Box 496, 4550 Panama Shell Drive Bokelia, Florida 33922
DON THURMAN	c/o P. O. Box 631 Pineland, Florida 33945

ARTICLE IX

The name and street address of the incorporator making these Articles of Incorporation are:

G. JOSEPH HARRISON	1206 Manatee Avenue West Bradenton, Florida 34205
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ARTICLE X

BYLAWS

The power to adopt the bylaws of this Corporation, to alter, amend or repeal the bylaws, or to adopt new bylaws, shall be vested in the Board of Directors of this Corporation; provided, however, that any bylaw or amendment thereto as adopted by the Board of Directors may be altered, amended or repealed by vote of the members entitled to vote thereon, or a new bylaw in lieu thereof may be adopted by the members, and the members may prescribe in any bylaw made by them that such bylaw shall not be altered, amended or repealed by the Board of Directors.

ARTICLE XI

Amendment of Articles of Incorporation

This Corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the members herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles for the

uses and purposes therein stated.

G. Joseph Harrison
G. JOSEPH HARRISON, Incorporator

STATE OF FLORIDA
COUNTY OF MANATEE

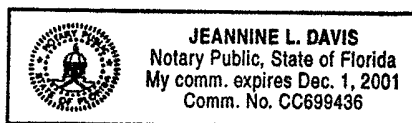
I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared G. JOSEPH HARRISON, to me known to be the person described in and who executed the foregoing Articles of Incorporation and that she acknowledged before me that she executed the same. I relied upon the following form of identification of the above named person:

☒ who is personally known to me,
☐ who produced _____ as identification.

WITNESS my hand and official seal in the County and State last aforesaid this 18th
day of March, 1998.

Jeannine L. Davis
Signature
Jeannine L. Davis
Printed Name
Notary Public-State of Florida
Commission No. _____

My Commission Expires:



ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, G. JOSEPH HARRISON, having been named as registered agent to accept service of process for the above-named Corporation, at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of that position.

DATED this 18 day of March 1998.


G. JOSEPH HARRISON

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