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July 2, 1998

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

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-08/03/98--01067--019
*****78.75 *****78.75

In Re: MainStreet Hamilton County

Dear Sirs:

Please find enclosed the Articles of Incorporation of MainStreet Hamilton County. Also enclosed is a check for \$78.50. This check should cover the fees involved in processing this into a non-profit incorporation.

Please forward the certificate directly to my office.

Thanking you for your cooperation, I am,

Sincerely,


Donald k. Rudser

DKR/can

Enclosure:

Dmc
8-7-95

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

MainStreet Hamilton County, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as the incorporator for the purpose of forming a not for profit corporation, pursuant to Chapter 617 of the Florida Statutes, adopts the following Article of Incorporation:

ARTICLE I

NAME

The name of the Corporation shall be MainStreet Hamilton County, Inc.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The principle office of the Corporation is located at 201 Northwest Hatley Street. The current mailing address of the Corporation is Post Office Box 1930 Jasper, Florida 32052.

ARTICLE III

PURPOSE

The purposes for which the corporation is organized are as follows:

A. To promote the historic preservation of and to maintain the historic of downtown's of the three towns in Hamilton County for the education and enjoyment of all residents of and visitors to Hamilton County.

B. To make available educational programs and activities to all residents of Hamilton County in and effort promote the history, culture, and architecture of downtown areas of the towns in Hamilton County.

C. To take remedial action to eliminate the physical, economic and social causes of

deterioration of downtown areas of the towns in Hamilton County.

D. To lessen the burdens of government by researching common community problems, generating restoration and renovation projects and assisting in economic activities which protect the public's investment in infrastructure.

E. To aid, work with and participate in the activities of other organizations, individuals and public and private entities located within and outside Hamilton County engaged in similar.

F. To acquire, own, purchase, lease, dispose of and deal with real and personal property and interests, wither absolutely or in trust therein and to apply gifts, grants, bequests, and devises and the proceeds thereof in furtherance of the purposes of the Corporation.

G. To do such things and to perform such acts to accomplish its purposes as the Board of Trustees may determine to be appropriate and as are not forbidden by Section 501 (c) (3) of the Code, with all the power conferred on nonprofit corporations under the laws of the State of Florida.

ARTICLE IV

TERM

Corporate existence shall commence upon filing these Articles of Incorporation with the Secretary of State and the term of the Corporation shall be perpetual.

ARTICLE V

POWERS

The Corporation shall have all of the common law and statutory powers of a corporation not for profit pursuant to the laws of the State of Florida that are not in conflict with the terms of these Articles; provided, however, that notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by an organization

exempt from federal income tax pursuant to Section 501 (c) (3) of the Internal Revenue Code of 1986, as amended, or in the corresponding provision of any future United States Internal Revenue Law.

ARTICLE VI

LIMITATIONS

The Corporation shall be operated exclusively for charitable, educational and scientific purposes as a nonprofit corporation. No individual trustee or member of the Corporation shall have any title to or interest in the corporate property of earnings in his or her individual or private capacity and an part of the net earnings of the corporation shall inure to the benefit of any director, trustee, officer, member, or any private shareholder or individual. No substantial part of the activities of the corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, nor shall the corporation participate in or intervene in any political campaign on behalf of (or in opposition to) any candidate for public office.

ARTICLE VII

MEMBERS

Qualifications for membership in the Corporation, the manner of members' admission and membership voting rights shall be provided for in the Bylaws of the Corporation.

ARTICLE VIII

TRUSTEES

(A) Powers. All corporate powers shall be exercised by or under the authority of, and the affairs of the Corporation shall be managed under the direction of, the Board of Trustees.

(B) Number. The number of trustees shall be determined from time to time in accordance with the Bylaws, but shall never be less than three trustees, and, in the absence of any such

determination, shall be three trustees.

(C) Election; Removal. Trustees shall be elected or removed in accordance with the procedure provided in the Bylaws.

(D) Initial Trustees. The names and addresses of the initial trustees to hold office until the first annual meeting of members and until their successors shall have been elected and qualified are as follows:

| <u>NAME</u> | <u>ADDRESS</u> |
|-------------------------------|--|
| William C. Fennell, President | Post Office Box 1574 Jasper, Florida 32052 |
| Bob Herrick, Vice President | 108 8 th Street SW Jasper, Florida 32052 |
| Susan Fennell, Secretary | Post Office Box 1574 Jasper, Florida 32052 |
| Ken M. Daniels | Post Office Box 1689 Jasper, Florida 32052 |

ARTICLE IX

REGISTERED AGENT AND OFFICE

The name of the initial registered agent of the Corporation and the street address of the initial registered office of the Corporation are as follows:

| <u>NAME</u> | <u>ADDRESS</u> |
|--------------------|---|
| William C. Fennell | 201 West Hatley Street Post Office Box 1574 Jasper, Florida 32052 |

ARTICLE X

INCORPORATOR

The name and street address of the person signing these Articles are as follows:

| <u>NAME</u> | <u>ADDRESS</u> |
|--------------------|--|
| William C. Fennell | Post Office Box 1574 Jasper, Florida 32052 |
| Bob Herrick | 108 8 th Street SW Jasper, Florida 32052 |
| Susan Fennell | Post Office Box 1574 Jasper, Florida 32052 |
| Ken M. Daniels | Post Office Box 1689 Jasper, Florida 32052 |

ARTICLE XI

BYLAWS

The Bylaws of the Corporation are to be made and adopted by the Board of Trustees and may be altered, amended, or rescinded by the Board of Trustees.

ARTICLE XII

AMENDMENT

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Trustees and Officers are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless more specific provisions for amendments are adopted by the Corporation pursuant to law.

ARTICLE XIII

DISSOLUTION

In the event of dissolution, the residual assets of the Corporation shall be turned over to one or more organizations which themselves are exempt from federal income tax as organizations described in Section 501 (c) (3) of the Internal Revenue Code of 1986, as amended or the corresponding provisions of any future United States Internal Revenue Law, or to the federal, state, or local government for exclusively public purposes.

ARTICLE XIII

NONSTOCK BASIS

This Corporation is organized on a nonstock basis. This Corporation shall not issue shares of stock.

IN WITNESSES WHEREOF, the undersigned has executed these Articles of Incorporation this 2 day of July, 1998.


William C. Fennell, President


Bob Herrick, Vice President


Susan Fennell, Secretary


Ken M. Daniels

STATE OF FLORIDA
COUNTY OF HAMILTON

BEFORE ME, the undersigned authority, authorized to take acknowledgments in the state and county set forth above, personally appeared **WILLIAM C. FENNELL, BOB HERRICK, SUSAN FENNELL, and KEN M. DANIELS**, known to me and known by me to be the persons who executed the foregoing Articles of Incorporation and they acknowledged before me that they executed these Articles of Incorporation.

IN WITNESSES WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 2nd day of July, 1998.



NOTARY PUBLIC

Melody McCoy (LS)

My Commission expires:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I HEREBY ACCEPT the appointment as the initial registered agent of, **MainStreet Hamilton County, Inc.**, as made in the foregoing Articles of Incorporation.

William C. Fennell
William C. Fennell, President

Dated this 2 day of July, 1998.