

CPA

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American Institute of
Certified Public Accountants

Florida Institute of
Certified Public Accountants

J.P. SPILLANE, Certified Public Accountant

12788 W. Forest Hill Blvd., Suite 2005

Wellington, FL 33414

Office (561) 790-1488

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July 29, 1998

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*****70.00 *****70.00

Secretary of State
Corporation Records Bureau
Department of State
P. O. Box 6327
Tallahassee, FL 32314

To Whom It May Concern:

Please see enclosed original and copy of Articles of Incorporation
for Western Communities Tourism Alliance, Inc.

Also please see enclosed check in the amount of \$70.00 to cover the
costs of incorporation fees of said corporation.

If there are any questions regarding this corporation, please call
the number listed.

Thank You.

Sincerely,



J. P. Spillane, C. P. A.

JPS:wsk

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98 AUG 10 PM 2:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. SMITH AUG 12 1998

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
WESTERN COMMUNITIES TOURISM ALLIANCE, INC.
(a corporation not for profit)

The undersigned, acting as incorporators of a corporation not for profit pursuant to Chapter 617, Florida Statutes, adopt the following Articles of Incorporation of such corporation:

ARTICLE I

The name of this corporation shall be WESTERN COMMUNITIES TOURISM ALLIANCE, INC. The mailing address of this corporation shall be 425 W. Canal Street North, Belle Glade, FL 33430.

ARTICLE II

The principal office of the corporation for the transaction of business is to be: 425 W. Canal Street North, Belle Glade, FL 33430.

ARTICLE III

The existence of this corporation shall be perpetual.

ARTICLE IV

This corporation is formed for the purposes of promoting, fostering, and enhancing tourism throughout Western Palm Beach County in the State of Florida, and to bring to this area the economic and social benefits of such increased tourism.

ARTICLE V

This corporation is organized pursuant to the General Non-Profit Corporation Laws of the State of Florida.

ARTICLE VI

The Board of Directors shall be composed of the Palms West Chamber of Commerce, The Glades Community Development Corporation, Belle Glade Chamber of Commerce, the Pahokee Chamber of Commerce, City of Belle Glade, City of Pahokee, City of South Bay, Village of Wellington, Village of Royal Palm Beach, Palm Beach County Economic Development Office, Tourist Development Council, Agricultural Economic Service, and Palm Beach County Planning, Building & Zoning. The names and addresses of each initial director of the Corporation are as follows:

Chair: Palms West Chamber of Commerce
P. O. Box 1062
Loxahatchee, FL 33470
Contact: Vivian Palmer

Vice Chair: Pahokee Chamber of Commerce
115 E. Main Street
Pahokee, FL 33476
Contact: Alice Thompson

Secretary: Belle Glade Chamber of Commerce
540 S. Main Street
Belle Glade, FL 33430
Contact: Danielle Penuel

Treasurer: City of Pahokee
171 N. Lake Avenue
Pahokee, FL 33476
Contact: Ken Schenck

Other Directors: Glades Community Development Corporation
425 West Canal Street North
Belle Glade, FL 33430
Contact: Autrie Moore-Williams

City of Belle Glade
110 N. E. Avenue E
Belle Glade, FL 33430
Contact: Sue Teets

City of South Bay
335 S. W. 2nd Avenue
South Bay, FL 33493
Contact: Michael Jackson

Village of Wellington
14000 Greenbriar Blvd.
Wellington, FL 33414
Contact: Kathy Foster

Village of Royal Palm Beach
1050 Royal Palm Beach Blvd.
Royal Palm Beach, FL 33411
Contact: Carmela Starace

Palm Beach County
Agricultural Economic Development Program
Co-Op Extension Service
559 North Military Trail
West Palm Beach, FL 33415
Contact: Art Kirstein

Palm Beach County
Economic Development Office
301 N. Olive Avenue, 10th Floor
West Palm Beach, FL 33401
Contact: Mike Tarlitz

Palm Beach County Planning, Zoning & Building
100 Australian Blvd.
Planning Dept.
West Palm Beach, FL 33406
Contact: Vicki Silver

Palm Beach County
Tourist Development Council
1555 Palm Beach Lakes Blvd., Suite 414
West Palm Beach, FL 33401
Contact: J. Charles Lehmann

ARTICLE VII

The street address of the initial Registered Office of the Corporation is 425 W. Canal Street North, Belle Glade, FL 33430, and the name of its initial Registered Agent at that address is Deborah Thatcher.

ARTICLE VIII

The Corporation may have members. The authorized number of members of the Corporation, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability to dues or assessments and the method of collection thereof, shall be set forth in the bylaws.

ARTICLE IX

This corporation does not contemplate the distribution of gains, profits or dividends to the members thereof, and is organized for non-profit purposes; no part of any net earnings or assets thereof shall insure to the benefit of any members or any other individual.

ARTICLE X

In the event of dissolution of this corporation, after paying or adequately providing for the debts or obligations of this corporation, the directors, or persons in charge of liquidation, shall grant, convey, assign and transfer the remaining assets of this corporation unto:

1. A state, a territory, a possession of the United States, or any political subdivision of any of the foregoing; or to the United States or the District of Columbia, to be used exclusively for public purposes.

2. A corporation, trust or community check, fund or foundation:

a. Created or organized in the United States or in any possession thereof, or under the law of the United States, any state or territory, the District of Columbia, or any possession of the United States;

b. Organized and operated exclusively for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to animals;

c. No part of the net earnings of which inures to the benefit of any private shareholder or individual; and

d. No substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.

The assets transferred to any organization listed above shall be used within the United States, or any of its possessions, exclusively for the purpose specified in subparagraph (b).

No such organization listed above shall qualify for distribution unless such organization shall be an organization, association, fund or foundation organized and operated exclusively for charitable, religious, scientific or educational purposes which is a tax-exempt, non-profit corporation under the United States Internal Revenue Code, and which is recognized as such by the United States Bureau of Internal Revenue.

If the corporation holds any assets in trust at the time of dissolution thereof, such assets shall be disposed of in such manner as may be directed by decree of the Superior Court in the county in which the dissolved corporation had its principal office, upon petition thereof by the Attorney General, or any person concerned in the liquidation.

ARTICLE XI

The power to adopt, alter, amend or repeal by-laws shall be vested in the board of directors.

ARTICLE XII

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them.

ARTICLE XIII

The name and address of the incorporator is:


Deborah Thatcher
425 W. Canal Street North
Belle Glade, FL 33430

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this 29th day of July, 1998.

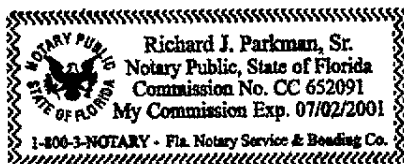

Deborah Thatcher, Incorporator

ACCEPTANCE BY REGISTERED AGENT

IN WITNESS WHEREOF, the undersigned hereby accepts the appointment as Registered Agent of Western Communities Tourism Alliance, Inc., which is contained in the foregoing Articles of Incorporation, this 29th day of July, 1998.


Deborah Thatcher, Registered
Agent

Sworn to and subscribed before me this 29th day of July, 1998, by Deborah Thatcher, who is personally known to me or who produced a _____ as identification.



(Seal)


Notary Public, State of Florida

Richard J. Parkman, Sr.

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98 AUG 10 PM 2:23
SECRETARY OF STATE
ALLAHASSEE, FLORIDA