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LAW OFFICES OF

DAVID W. WILCOX

308 THIRTEENTH STREET WEST
BRADENTON, FLORIDA 34205

TELEPHONE: (941) 746-2136

October 5, 1998

MAILING ADDRESS:

P. O. Box 711

BRADENTON, FLORIDA 34206

TELECOPIER: (941) 747-2108

Secretary of State
Division of Corporation
409 East Gaines Street
Tallahassee, Florida 32314

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

RE: CITIZENS FOR A BETTER BRADENTON, INC.

Dear Sir or Madame:

Enclosed please find the original and a copy of Articles of Incorporation for the above referenced corporation along with a check in the amount of \$70.00 to cover the filing fees. Please file the articles and return a stamped copy to me.

Thank you for your cooperation in this matter. Please call with any questions.

Very truly yours,

David W. Wilcox

DWW: bbw

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DIVISION OF CORPORATIONS
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DIVISION OF CORPORATIONS
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**ARTICLES OF INCORPORATION
OF
CITIZENS FOR A BETTER BRADENTON, INC.**

ARTICLE ONE - NAME

The name of this corporation is **CITIZENS FOR A BETTER BRADENTON, INC.**

ARTICLE TWO - STATEMENT OF CORPORATION NATURE

This is a not for profit corporation organized to promote better government in the community by educational, civic and political action.

ARTICLE THREE - TERM

This corporation shall have a perpetual existence.

ARTICLE FOUR - MEMBERSHIP

A. **TRUSTEES AS MEMBERSHIP.** The sole class of members of this corporation shall be its trustees unless changed pursuant to the bylaws.

B. **RIGHTS AND LIABILITIES OF MEMBERS.** The members of this corporation shall have no right, title or interest whatsoever in its income, property, or assets, nor shall any portion of such income, property, or assets be distributed to any member on the dissolution or winding up of this corporation. Members of this corporation shall not be personally liable for the debts, liabilities or obligations of the corporation, and shall not be subject to any assessments.

ARTICLE FIVE - INCORPORATOR

The name and address of the incorporator of the corporation is:_____

DAVID W. WILCOX, Esquire

**ARTICLE SIX - LOCATION OF PRINCIPAL OFFICE
AND IDENTIFICATION OF REGISTERED AGENT**

A. The county in the State of Florida where the initial principal office for the transaction of the business of this corporation is to be located in the County of Manatee at 308 13th Street, Bradenton, Florida 34205. The mailing address of the corporation is P.O. Box 711, Bradenton Florida 34206.

B. The name and address of this corporation's registered agent is **DAVID W. WILCOX, Esquire**, 308 13th Street West, Bradenton, Florida 34205.

ARTICLE SEVEN - MANAGEMENT OF CORPORATE AFFAIRS

A. **BOARD OF TRUSTEES.** The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of trustees. The number of trustees of this corporation shall be three, provided however, that such number may be changed in accordance with the bylaws of the organization.

B. **ANNUAL MEETINGS.** Annual meetings shall be held in Manatee County, Florida on the first Monday in May of each year unless a different place and time shall be set by a majority vote of the trustees.

Any action required or permitted to be taken by the Board of Trustees under any provision of law may be taken without a meeting, if a majority of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by a vote of the trustees. Any certificate or other document filed under any provision of law which related to action so taken shall state that the action was taken by written consent of the board of trustees

ARTICLE TEN - DISTRIBUTION OF ASSETS

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a not for profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax law.

ARTICLE ELEVEN - AMENDMENT OF ARTICLES

Amendments to these articles of incorporation may be made by the vote of a majority of a quorum of members of the corporation at a meeting called for that purpose, or as otherwise provided in the bylaws.

NOW THEREFORE, I, the undersigned, being the incorporator of this corporation, for the purpose of forming this not for profit charitable corporation under the laws of Florida, have executed these Articles of Incorporation on the date indicated below.

DAVID W. WILCOX

without a meeting and that the articles of incorporation of this corporation authorize the trustee to so act. Such a statement shall be prima facie evidence of such authority.

C. **INITIAL BOARD OF TRUSTEES.** The initial Board of Trustees of the corporation shall be:

DAVID W. WILCOX	MIKE CARTER	GARRETT T. BARNES
308 13th St. W.	1227 9th Ave.	3119 Manatee Ave. W
Bradenton, FL 34205	Bradenton, FL 34205	Bradenton, FL 34205

D. **CORPORATE OFFICERS.** The board of trustees may elect such officers as the bylaws of this corporation may authorize.

ARTICLE EIGHT - BYLAWS

Subject to the limitations contained in the bylaws, and any limitations set forth in the Not for Profit Corporation Act concerning corporate action that must be authorized or approved by the members of the corporation, bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of trustees or by following the procedure set forth in the bylaws.

ARTICLE NINE - DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

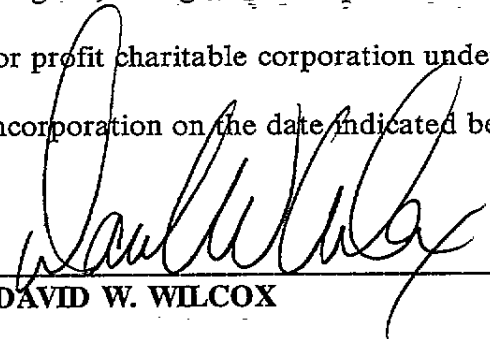
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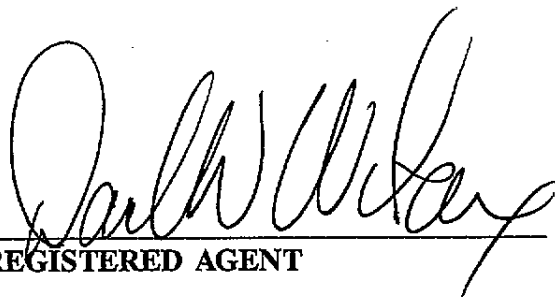


DAVID W. WILCOX

**ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT**

Having been named to accept service of process for the above stated corporation, at the place designated in the corporation's Articles of Incorporation, I hereby acknowledge and accept the appointment and agree to act in this capacity, and I further agree to comply with all the provisions of all statutes relative to the proper and complete performance of my duties.

DATED: October 5, 1998.


REGISTERED AGENT

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