

W. SCOTT CALLAHAN D. PAUL DIETRICH II MARK F. FISHER MICHAEL T. SHERIDAN ATTORNEYS AND COUNSELORS AT LAW

37 N. ORANGE AVENUE (32801) SUITE 200 POST OFFICE BOX 3388 ORLANDO, FLORIDA 32802-3388 TELEPHONE (407) 425-2571 TELECOPIER (407) 425-0827 E-MAIL: STUMPLAW@IAG.NET

October 28, 1998

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

> -TransAction, Inc. RE:

Dear Sir/Madame:

Central Harida Citegens for Rublic Iransportation, mc.

Enclosed please find Articles of Incorporation, along with Acceptance of Duties of Registered Agent regarding the above referenced Not-For-Profit Corporation for filing with your office. I have also enclosed a check in the amount of \$78.75 for the cost of filing and the cost of a certified copy of the Articles of Incorporation. I have enclosed a self-addressed stamped envelope for your convenience in returning the certified copy.

If you have any questions or need additional information, please do not hesitate to contact me.

Sincerely,

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PHILIP D. STOREY

J. QUINN WINDHAM

JOHN R. STUMP

Debbie Higbie-Stevens Legal Assistant

DHS Enc:



B. REGISTER NOV 1 B 1998



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

November 9, 1998

DEBBIE HIGBIE-STEVENS, LEGAL ASSISTANT PO BOX 3388 ORLANDO, FL 32802-3388

SUBJECT: TRANSACTION, INC. Ref. Number: W98000025285

We have received your document for TRANSACTION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

The purpose contained in your articles of incorporation should be more specific. Please correct your articles to reflect the specific purpose for which the corporation is being organized.

Article VII states there will be 3 director(s), whereas NONE is/are listed.

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) 487-6919.

Beth Register Corporate Specialist Supervisor

Letter Number: 698A00054326

ARTICLES OF INCORPORATION

98 NOV 18 PM 12: 17 SECRETARY OF STATE ALLAHASSEE, FLORIDA

OF

Central Florida Citizens for Public Transportation, Inc.

The undersigned, acting as Incorporator pursuant to Chapter 617 of the Florida Statutes, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of this Corporation is Central Florida Citizens for Public Transportation, Inc.

ARTICLE II, DURATION

The period of its duration is perpetual, beginning from the date these Articles are filed with the State of Florida, Secretary of State.

ARTICLE III. PURPOSE

The general purpose of the business to be transacted by this Not For Profit Corporation is to engage in any activity or business permitted, not for pecuniary profit, under the laws of the United States and the State of Florida, and to effectuate such purposes it may act in any capacity including as an agent or attorney-in-fact for any person or entity. The specific purpose of Central Florida Citizens for Public Transportation, Inc. is to educate the general public about the benefits of public transportation and mass transit; to provide information about transportation alternatives and to provide funding for fact finding on transportation related issues.

ARTICLE IV. MEMBERSHIP

The Board of Directors of this Not For Profit Corporation may provide for membership in the by-laws of Central Florida Citizens for Public Transportation, Inc..

ARTICLE V. INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS OF CORPORATION

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The street address of the initial principal office of this Not For Profit Corporation is 37 N. Orange Ave., Suite 200, Orlando, Florida 32801 and the initial mailing address is 37 N. Orange Ave., Suite 200, Orlando, Florida 32801.

ARTICLE VI. INITIAL REGISTERED AGENT OF CORPORATION AND ADDRESS OF REGISTERED AGENT

The name of the initial registered agent Mark F. Fisher and the address of this initial Registered Agent is 37 N. Orange Ave., Suite 200, Orlando, Florida 32801.

ARTICLE VII. BOARD OF DIRECTORS

This Not For Profit Corporation will have three (3) director(s). The number of directors may either be increased or from time to time by the Bylaws but will never be less than three (3). The directors shall be elected at an organizational meeting called by the incorporator within 45 days after the filing of these Articles of Incorporation with the Secretary of the State of Florida. The manner and method of election of Directors shall be set forth in the By-laws of the Corporation.

ARTICLE VIII. INCORPORATOR

The name and address of the person signing these Articles as Incorporator is:

Mark F. Fisher, 725 Clifford Drive, Orlando, Florida 32804

ARTICLE IX. BYLAWS

The power to adopt, alter, amend or repeal By-laws will be vested in the Board of

Directors.

ARTICLE X. MANAGEMENT BY DIRECTORS

All corporate powers will be exercised by or under the authority of, and the business affairs of this Not For Profit Corporation will be managed under the direction of the Directors of

this Corporation, unless otherwise provided by the By-laws of the Corporation.

DATED: November 16, 1998.
Jan Vis 1
Incorporator

STATE OF FLORIDA COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this λ_{e} day of November 1998, by Mark F. Fisher, who is described as Incorporator, and who executed the foregoing Articles of Incorporation, and acknowledged before me that he/she subscribed to such Articles of Incorporation for the purposes therein described.

DEBORAH HIGBIE-STEVENS MY COMMISSION # CC 716409	(Signature of Notary Public) State Florida)
EXPIRES: February 12, 2002 Bonded Thru Notary Public Underwriters	(Print, Type, or Stamp Commissioned Name of Notary Public)
Personally Known 💙 OR	Produced Identification
Type of Identification Produce	d

ACCEPTANCE OF DUTIES OF REGISTERED AGENT

I HEREBY ACCEPT the designation, duties, and responsibilities as REGISTERED AGENT of Central Florida Citizens for Public Transportation, Inc., and agree to comply with all provisions of the Florida Statutes, and/or any other applicable laws related thereto.

Registered Agent

STATE OF FLORIDA COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this <u>///</u> day of November 1998, by Mark Fisher described as the REGISTERED AGENT for Central Florida Citizens for Public Transportation, Inc., and who executed the foregoing designation as REGISTERED AGENT for the purposes therein expressed.

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DEBORAH HIGBIE-STEVENS MY COMMISSION # CC 716409 EXPIRES: February 12, 2002	(Signature of Notary Public - State Florida)
Bonded Thru Notary Public Underwriters	(Print, Type, or Stamp Commissioned Name of Notary Public)
Personally Known	OR Produced Identification
Type of Identification Pro	duced

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