

CAPITAL CONNECTION, INC.

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

N 980000006756
The Historic Village of
Dunnellon, Inc.

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-11/30/98-01062-017
*****78.75 *****78.75

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

☒ 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 _____

____ UCC 11 Retrieval _____

____ Courier _____

98 NOV 30 PM 2:52
FILED
TALLAHASSEE FLORIDA
SECRETARY OF STATE

98 NOV 30 PM 12:47
RECEIVED
DIVISION OF CORPORATIONS

NOV 30 1998
FILE

**ARTICLES OF INCORPORATION
FOR
THE HISTORIC VILLAGE OF DUNNELLON, INC.
A Corporation Not For Profit**

FILED
98 NOV 30 PM 2:52
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

ARTICLE ONE - NAME & ADDRESS

The name of this corporation shall be: The Historic Village of Dunnellon, Inc.
The principal place of business is: 20799 Walnut Street, Dunnellon, Florida 34431
The mailing address of this corporation is: 20799 Walnut Street, Dunnellon, Florida 34431

ARTICLE TWO - PURPOSE

This corporation is organized exclusively for not-for-profit purposes, including preserving the unique community traditions, appearance and architecture of Historic Dunnellon, and for any other charitable, educational, philanthropic, and social purpose not for pecuniary gain as permitted under the laws of the State of Florida and the United States of America.

ARTICLE THREE - BASIS

This corporation shall be organized on a non-stock basis pursuant to Chapter 617, Florida Statutes.

ARTICLE FOUR - MEMBERS

The corporation shall have voting members, who shall have all of the rights and privileges of members of the corporation as set forth in these articles and in the bylaws of the corporation.

Membership shall be open to all persons, regardless of race, creed, color, national origin, age, sex, familial relationship or disability who are registered members of the corporation.

ARTICLE FIVE - BOARD OF DIRECTORS

The powers of the corporation shall be exercised, its properties controlled, and its affairs conducted by the Board of Directors. The number and manner of electing directors shall be as set forth in the bylaws, and may be either increased or decreased from time to time by amendment of the by-laws of the corporation in a manner provided by law, but shall never be less than three (3), at least one of whom must be unrelated to the other two by blood or marriage. The qualifications, time for electing or appointing, terms of office, manner of removal, and duties of the officers and directors shall be set forth in the bylaws. The initial directors shall be:

Nancy Myers, Robert Martin and Robin Wilkins of Dunnellon, Florida

ARTICLE SIX - INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE SEVEN - BY-LAWS

The members of the Board of Directors of the corporation shall adopt at its first meeting bylaws for the conduct of the corporation's business and the carrying out of its purposes. Such bylaws may be amended or repealed, in whole or in part, in the manner set forth by the bylaws at any regular or special meeting called for that purpose, or if not therein set forth, the by written consent of the members in the same number or percentage as provided for amendment by meeting.

ARTICLE EIGHT - LIMITATIONS

No part of the net earnings of this corporation shall inure to the benefit of or be distributable to its members, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of the corporation. The other provision in these Articles, notwithstanding, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c) of the Internal Revenue Code or (b) by corporations receiving contributions which are deductible under Section 170(c)(2) of the Internal Revenue Code. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise provided in Section 501(h) of the Internal Revenue Code), and the corporation shall not participate in, or intervene in any political campaign on behalf of any candidate for public office (including the publishing or distribution of statements).

ARTICLE NINE - DISSOLUTION

Upon dissolution or final liquidation of the corporation, the Board of directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, transfer all of the assets of the corporation exclusively to an organization exempt under Section 501(c) of the Internal Revenue Code. Any such assets not so disposed of for any reason shall be disposed of by a court having jurisdiction over the subject matter in the county in which the principal office of the corporation is then located, exclusively for charitable, educational, literary or scientific purposes, or to such organization or organizations as said court may determine, which are organized and operated exclusively for such purposes.

ARTICLE TEN - AMENDMENTS

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments thereto, and any rights conferred upon the members are

subject to this reservation. Amendments may be adopted by vote of not less than two-thirds of the members entitled to vote at any regular or special meeting called for that purpose.

ARTICLE ELEVEN - REGISTERED AGENT

The name of the initial registered agent is: William A. Post, Attorney at Law

The initial registered office of this corporation is: 20702 W. Pennsylvania Avenue
Dunnellon, Florida 34431

ARTICLE TWELVE - INCORPORATORS

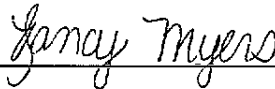
The names and addresses of the Incorporators of these Articles are:

Nancy Myers, 20799 Walnut Street, Dunnellon, Florida 34431

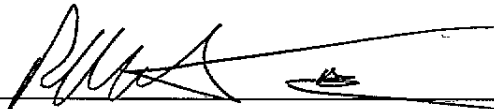
Robert F. Martin, III, 20607 W. Penn. Av. Dunnellon, Florida 34431

Robbin Wilkinson, 20744 W. Penn. Av. Dunnellon, Florida 34431

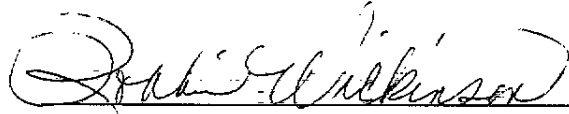
IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 25th day of November, 1998.



Nancy Myers, Incorporator



Robert Martin, Incorporator



Robbin Wilkinson, Incorporator

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT AND REGISTERED OFFICE**

Pursuant to the provisions of §607.0501, or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent and registered office of the corporation in the State of Florida.

1. The name of the corporation is:
The Historic Village of Dunnellon, Inc.
2. The name and street address of the registered agent and office is:
William A. Post, Attorney at Law
20702 W Pennsylvania Avenue,
Dunnellon, FL 34431

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dated: 25th day of November, 1998

By: Nancy Myers
Nancy Myers, its chairperson

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated I HEREBY ACCEPT THE APPOINTMENT as registered agent AND AGREE TO ACT in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Registered Agent

Dated: 25th day of November, 1998

William A Post
William A. Post, Attorney at Law
20702 W. Pennsylvania Avenue
Dunnellon, FL 34431