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Albert C. Eaton
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Orlando, Florida 32803

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December 14, 1998

Secretary of State
Division of Corporations
ATTENTION: Domestic Charter
Post Office Box 6327
Tallahassee, Florida 32314

Re: Articles of Incorporation
THE ORLANDO SCOTTISH HERITAGE
GROUP, INC.

Dear Sir:

Enclosed are original and one copy of the Articles as above captioned, and our check in the amount of \$122.50, representing:

Filing Fee	\$35.00
Resident Agent Designation	\$35.00
Certified Copy	\$52.50

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-12/17/98--01112--005
****122.50 *****78.75

When the Articles have been processed, we would appreciate the return of the certified copy to our attention.

Thank you for your consideration in this matter.

Sincerely,



Albert C. Eaton

ACE/as
Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. REGISTER DEC 21 1998

ARTICLES OF INCORPORATION OF
THE ORLANDO SCOTTISH HERITAGE GROUP, INC.
A FLORIDA NOT FOR PROFIT CORPORATION

The undersigned persons, acting as incorporators of a corporation not for profit under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is THE ORLANDO SCOTTISH HERITAGE GROUP, INC.

ARTICLE II

The principal place of business and the mailing address of this corporation shall be: 1410 N. Westmoreland Drive, Orlando, Florida 32804.

ARTICLE III

The corporation shall have perpetual duration.

ARTICLE IV

The corporation is a not for profit corporation. The specific purposes(s) for which the corporation is organized is (are):

To operate for the advancement of charity and education and for other charitable purposes, by the distribution of its funds for such purposes, and particularly to:

(a) Promote, perpetuate and encourage Scottish traditions and heritage in the Central Florida area;

(b) Educate, acquaint and disseminate information to the general public, by all available means, of the important contributions of Scots and those of Scots' descent, to the economic, scientific, cultural, military, and public life in the United States of America and the State of Florida;

(c) Provide educational information and material to the Public and Private school systems, service clubs and other organizations by providing speakers, lecturers, visual learning aids, demonstrations of Scottish dance, art and music; articles for the news media, and books and pamphlets;

(d) Actively seek to bring to the Central Florida area events and performances of a Scottish nature, such as: military and civilian bagpipe bands, other musicians, dancers and other entertainers.

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TALLAHASSEE, FLORIDA

ARTICLE V

Anything in these articles of incorporation to the contrary notwithstanding, the purpose or purposes for which this corporation is organized are limited to those that will qualify it as an exempt organization under Internal Revenue Code Section 501(c)(3), including, for such purposes, the making of distributions to organizations that qualify as tax-exempt organizations under such code.

This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation. This corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

No part of the net earnings, properties or assets of this corporation, on dissolution or otherwise, shall inure to the benefit of any private person or individual or any member or director of this corporation. On liquidation or dissolution, all properties and assets of this corporation remaining after paying or providing for all debts and obligations shall be distributed and paid over to such fund, foundation or corporation organized and operated for charitable or religious purposes as the board of directors shall determine, and as shall at the time qualify as a tax-exempt organization under Internal Revenue Code Section 501(c)(3), or as the same may be amended.

ARTICLE VI

The corporation shall have a membership distinct from the board of directors. The authorized number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, the voting, and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof, shall be as regulated in the bylaws.

ARTICLE VII

The street address of the initial registered office of the corporation is 1002 Ohanlon Court, City of Oviedo, County of Seminole, State of Florida. The name of its initial registered agent at such address is Anyah L. Cook.

ARTICLE VIII

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a board of directors. The number of directors of the corporation shall be not less than five (5); provided, however, that such number may be increased by a bylaw duly adopted pursuant to the bylaws of this corporation.

The method of election and term of office of the directors shall be as stated in the bylaws.

Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting, if all the members 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 unanimous vote of the directors. Any certificate or other document filed under any provision of law that relates to action so taken shall state that the action was taken by unanimous written consent of the board of directors without a meeting and that the articles of incorporation and bylaws of this corporation authorize the directors to so act. Such a statement shall be prima facie evidence of such authority.

ARTICLE IX

The name and address of each incorporator are:

JEANNIE L. GORDON	1410 N. Westmoreland Drive Orlando, FL 32804
ANYAH L. COOK	1002 Ohanlon Court Oviedo, FL 32765
RAE L. FELDMAN	2021 Tangerine Street Orlando, FL 32803
O. JEANETTE LOVE	923 W. Princeton Street Orlando, FL 32804
DENNIS BARR	11 Okalpi Lane Orlando, FL 32825

ARTICLE X

Subject to the limitations contained in the bylaws and any limitations set forth in the Florida Not For Profit Corporation Act described above, concerning corporate action that must be authorized or approved by the members of the corporation, the 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 directors or by following the procedure set forth therefor in the bylaws.

ARTICLE XI

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.

ARTICLE XII

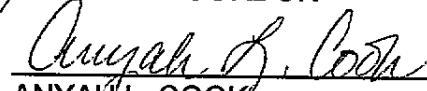
Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a not for profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes 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 laws.

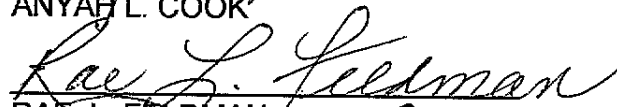
ARTICLE XIII


Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of at least two-thirds of a quorum of members of the corporation.

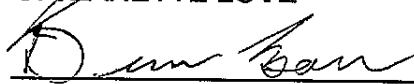
We, the undersigned, being the incorporators of this corporation, for the purpose of forming this not for profit charitable corporation under the Laws of Florida have executed these articles of incorporation on the 12th day of DECEMBER, 1998.


JEANNIE L. GORDON


ANYAH L. COOK


RAE L. FELDMAN

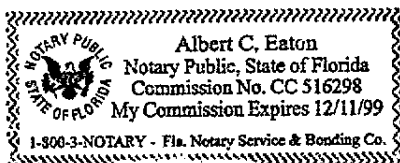

O. JEANETTE LOVE

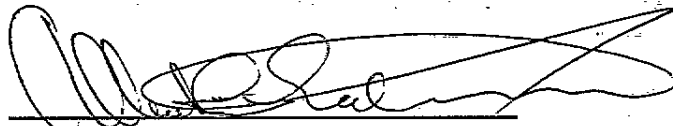

DENNIS BARR

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, this day personally appeared JEANNIE L. GORDON, who is personally known to me or who produced N/A as identification, who, having been first duly sworn, according to law, deposed and stated that she is the incorporator/subscriber described in the above and foregoing Articles of Incorporation, that she has read the same, that all facts and matters contained therein are true and correct, and he has executed the same for the purposes therein expressed.

SUBSCRIBED and sworn to before me this 12th day of December, 1998.




Notary Public

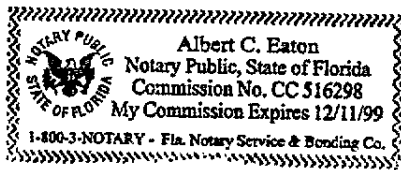
ALBERT C. EATON
Printed Name


My Commission Expires:

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, this day personally appeared ANYAH L. COOK, who is personally known to me or who produced N/A as identification, who, having been first duly sworn, according to law, deposed and stated that she is the incorporator/subscriber described in the above and foregoing Articles of Incorporation, that she has read the same, that all facts and matters contained therein are true and correct, and he has executed the same for the purposes therein expressed.

SUBSCRIBED and sworn to before me this 12th day of December, 1998.



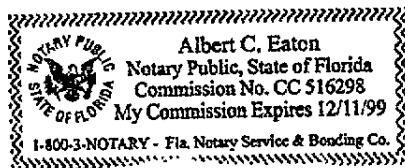

Notary Public
ALBERT C. EATON
Printed Name

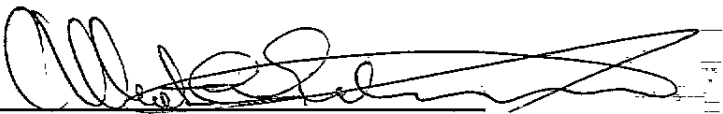
My Commission Expires:

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, this day personally appeared RAE L. FELDMAN, who is personally known to me or who produced N/A as identification, who, having been first duly sworn, according to law, depose and stated that she is the incorporator/subscriber described in the above and foregoing Articles of Incorporation, that she has read the same, that all facts and matters contained therein are true and correct, and he has executed the same for the purposes therein expressed.

SUBSCRIBED and sworn to before me this 12th day of
DECEMBER, 1998.




Notary Public
ALBERT C. EATON
Printed Name

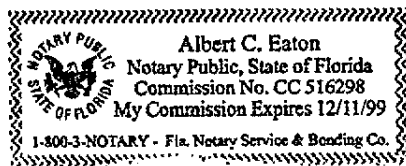
My Commission Expires:

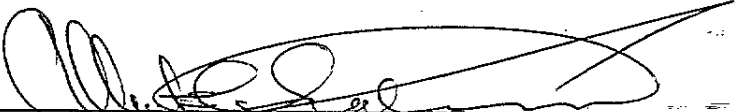
STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, this day personally appeared O. JEANETTE LOVE, who is personally known to me or who produced N/A as identification, who, having been first duly sworn, according to law, depose and stated that she is the incorporator/subscriber described in the above and foregoing Articles of Incorporation, that she has read the same, that all facts and

matters contained therein are true and correct, and he has executed the same for the purposes therein expressed.

SUBSCRIBED and sworn to before me this 12th day of DECEMBER, 1998.



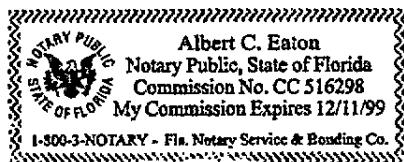

Notary Public
ALBERT C. EATON
Printed Name

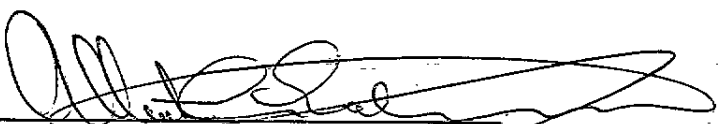
My Commission Expires:

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, this day personally appeared DENNIS BARR, who is personally known to me or who produced N/A as identification, who, having been first duly sworn, according to law, deposed and stated that he is the incorporator/subscriber described in the above and foregoing Articles of Incorporation, that he has read the same, that all facts and matters contained therein are true and correct, and he has executed the same for the purposes therein expressed.

SUBSCRIBED and sworn to before me this 12th day of DECEMBER, 1998.





Notary Public
ALBERT C. EATON
Printed Name

My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

I HEREBY ACCEPT the designation of initial Registered Agent of THE ORLANDO SCOTTISH HERITAGE GROUP, INC., and that I am familiar with the obligations of that position.



ANYAH L. COOK
1002 Ohanlon Court
Oviedo, FL 32765N

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TALLAHASSEE, FLORIDA