N9900005721

ATTORNEYS AT LAW 200 Brevard Avenue Cocoa, Florida 32922

Lealand L. Lovering L. Alexander Vance Troy R. Lotane

September 7, 1999

Telephone: (407) 636-4861 Facsimile: (407) 636-4865

Corporate Records Bureau Division of Corporations Department of State P.O. Box 6327 Tallahassee, FL 32301 100002982111--2 -09/09/99--01029--012 ****122.50 ******78.75

RE:

DOWNTOWN COCOA PROPERTY OWNERS ASSOCIATION, INC.

NOT FOR PROFIT CORPORATION

Dear Sirs:

Enclosed herewith please find the Articles of Incorporation on the above captioned corporation, DOWNTOWN COCOA PROPERTY OWNERS ASSOCIATION, INC., for filing with your office along with a duplicate copy for certification and our check in the amount of \$122.50 to cover the following:

| Filing Fees\$ | 35.00 |
|------------------------------|--------|
| Certified copy of Articles | 52.50 |
| Registered Agent Designation | 35.00 |
| · | 122.50 |

We would appreciate it if you would return a certified copy of the Articles to this office. Thank you for your assistance in this matter. If you have any further questions, please do not hesitate to contact me.

GAY GAY

UTHORIZATION BY PHONE TO

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OC. EXAM

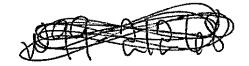
LAV/cam Enclosures EFFECTIVE DATE 9-7-99 Yours very truly,

L. Alexander Vance

L. ALEXANDER VANCE

99 SEP-9 AM 9: 24
SECHLARY OF STATE
ALLAMASSEE, FLORIDA

cam/corporat/corp.ltr





FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

September 15, 1999

L. ALEXANDER VANCE LOVERING & VANCE 200 BREVARD AVENUE COCOA, FL 32922 SEP & 0 1999

SUBJECT: DOWNTOWN COCOA PROPERTY OWNERS ASSOCIATION, INC.

Ref. Number: W99000021268

We have received your document for DOWNTOWN COCOA PROPERTY OWNERS ASSOCIATION, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

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) 487-6933.

Teresa Brown Corporate Specialist

Letter Number: 299A00045504

LOVERING, VANCE & LOTANE ATTORNEYS AT LAW

ATTORNEYS AT LAW 200 Brevard Avenue Cocoa, Florida 32922

Lealand L. Lovering L. Alexander Vance Troy R. Lotane Telephone: (407) 636-4861 Facsimile: (407) 636-4865

September 21, 1999

Corporate Records Bureau Division of Corporations Department of State P.O. Box 6327 Tallahassee, FL 32301

Re:

Downtown Cocoa Property Owners Association, Inc.

Ref. Number: W99000021268 Letter Number: 299A00045504

Dear Sir/Madam:

Pursuant to your letter dated September 15, 1999, enclosed herewith please find an original and copy of the Articles of Incorporation with specific purpose for which the corporation is being organized.

Kindly return to this office a Certified copy of the Articles and Registered Agent at your earliest opportunity.

Thank you for your courtesy and cooperation in this matter.

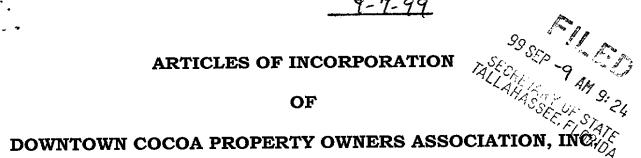
Yours very truly

L. ALEXANDER VANCE

TROY R. LOTANE

LAV/TRL/cam Enclosures

ARTICLES OF INCORPORATION



The undersigned incorporator, for the purpose of forming a corporation under the Florida Not For Profit Corporation Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation shall be: DOWNTOWN COCOA PROPERTY OWNERS ASSOCIATION, INC.

ARTICLE II – PURPOSE(S)

The general nature of the business to be transacted by this corporation shall be and is as follows:

To conduct, carry on, operate and engage in the business of community development and enrichment by making recommendations to the cocoa City Council, other councils, and other associations. The main purpose of the corporation is to enhance the beauty, tourism and related areas effecting The Historic Downtown Cocoa Area. In addition, to conduct any acts allowed by State and Federal Law.

ARTICLE III –PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 258 Brevard Avenue, Cocoa, Florida 32922.

ARTICLE IV - DATE OF COMMENCEMENT

This corporation is to have perpetual existence, and shall commence existence on September 7, 1999, as is authorized by Florida Statute 607.167.

ARTICLE V -DIRECTORS

The number of Directors shall be not less than three but no more than five (5). The method of election of the directors is as stated in the bylaws.

ARTICLE VI - INITIAL REGISTERED AGENT AND STREET ADDRESS

The initial registered agent of this corporation shall be Troy R. Lotane, Esquire and the registered office shall be 200 Brevard Avenue, Cocoa, Florida 32922.

ARTICLE VII - INCORPORATOR(S)

The name and post office address of the first Board of Directors and Officers, who, subject to the provisions of the Articles of Incorporation and the By-Laws of the corporation and the first year of the corporation's existence, or until their successors are elected and have qualified are:

Harrison P. Vanderslice 258 Brevard Avenue Cocoa, FL 32922 Director, President

Roger Sevigny 258 Brevard Avenue Cocoa, FL 32922 Director, Vice President

Mike DeChristopher 258 Brevard Avenue Cocoa, FL 32922 Director, Secretary

Charles McClure 258 Brevard Avenue Cocoa, FL 32922 Director, Treasurer

ARTICLE VIII - POWERS AND ORIGINAL SUBSCRIBERS

The corporation may, in its By-Laws, confer powers upon its Board of Directors or Officers, in addition to the foregoing and in addition to the powers authorized and expressly conferred by statute.

The corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute.

HARRISON VANDERSLICE

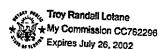
ROGER SEVIGNY

Mike DeCHRISTOPHER

CHARLES McCLURE

STATE OF FLORIDA) COUNTY OF BREVARD)

(SEAL)



Notary Public

State of Florida at Large

My Commission Expires:

DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING AGENT UPON WHO PROCESS MAY BE SERVED

In pursuant of Chapter 49.091, <u>Florida Statutes</u>, the following is submitted, in compliance with this Act:

FIRST: That DOWNTOWN COCOA PROPERTY OWNERS ASSOCIATION, INC. desires to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at 258 Brevard Avenue, Cocoa, FL 32922, has named TROY R. LOTANE, ESQUIRE, whose address is 200 Brevard Avenue, Cocoa, FL 32922 as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

TROÝ Ř. LOTANE, ESQUIRE

Resident Agent

99 SEP AM 9: 24
SECRLIARY OF STATE
SECRLIARY OF STATE