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TRANSMITTAL LETTER

VIA U.S. MAIL

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314 VIA COURIER

Secretary of State of Florida Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399



SUBJECT:

DR. PHILLIPS PRESERVATION ASSOCIATION, INC.

(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for: \$78.75.

<u>x</u> Filing Fee (\$35.00)

<u>x</u> Designation of Registered Agent (\$35.00)

__ Certified Copy (ADDITIONAL COPY REQUIRED) (\$52.50)

x Certificate of Status (\$8.75)

FROM:

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Name: James A. Dozier, Paralegal Address: 28 West Central Boulevard, Fourth Floor City, State & Zip: Orlando, Florida 32801 Daytime Telephone number: (407) 425-2684

F. C: NOV 2 6 1999

ARTICLES OF INCORPORATION of DR. PHILLIPS PRESERVATION ASSOCIATION, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation shall be:

DR. PHILLIPS PRESERVATION ASSOCIATION, INC.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

8025 Banyon Blvd. Orlando, Florida 32819

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

ARTICLE IV. PURPOSES

- a. The purposes for which the corporation is organized are exclusively charitable and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.
- b. Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.
- c. Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue

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Code of 1986, or corresponding section of any future federal tax code, or shall be distributed to the federal, state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes.

ARTICLE V. INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Beverly Boyer 8025 Banyon Blvd. Orlando, Florida 32819

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall have six (6) directors initially. The number of directors may be increased from time to time, as provided in the bylaws, but shall never be less than three (3). The name and street address of the directors are:

Beverly Boyer 8025 Banyon Blvd. Orlando, Florida 32819

Paul McGarigal Clubhouse Estates 5333 Greenside Court Orlando, Florida 32819

Kathy Mullenix Bay Lakes at Granada 8030 Calabria Court Orlando, Florida 32836

Bob Freeman 2629 Stanton Hall Court Windermere, Florida 34786

Manny Regateiro
Bay Vista
9540 Bay Vista Estates Blvd.
Orlando, Florida 32819

Bethany Prendergast 7600 Milano Drive Orlando, Florida 32835

ARTICLE VIII. MANNER OF ELECTION OF DIRECTORS

The number of directors shall be the number of directors elected from time to time, but shall never be less than three. The directors need not be Members of this corporation. Directors shall be elected by the Members at the annual meeting of Members, and shall serve until the next succeeding annual meeting, and until their successors have been elected and qualified.

ARTICLE IX. INCORPORATOR

The name and address of the incorporator are:

Beverly Boyer 8025 Banyon Blvd. Orlando, Florida 32819

The incorporator of the corporation assigns to this corporation his rights to constitute a nonprofit corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator.

ARTICLE X. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors.

ARTICLE XI. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law. Thereafter, every amendment shall be approved by the board of directors.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this day of July 1999.

Beverly Boyer, Incorporator

Date

REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Beverly Boyer Registered Agent

Date

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