

KARLA FOREMAN WRIGHT

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December 1, 1999

Department of State
Division of Corporations
409 E. gains Street
Tallahassee, Florida 32399

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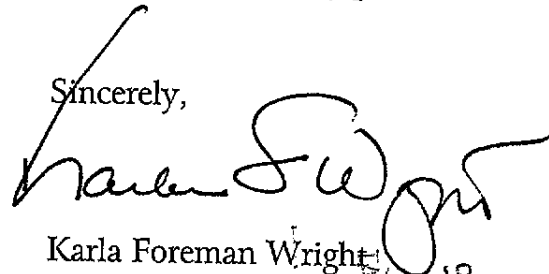
RE: Articles of Incorporation for:
Church Street Historic District, Inc.

Dear Sir or Madam:

Please find enclosed for filing Articles of Incorporation for a not-for-profit corporation to be named Church Street Historic District, Inc., together with a filing fee of \$78.75. Upon filing, please forward a certified copy of the Articles to me at the address listed above.

Thank you for your cooperation. Please let me know if there are any problems or questions.

Sincerely,


Karla Foreman Wright

KFW/gjn
Enclosures

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
CHURCH STREET HISTORIC DISTRICT, INC.

The undersigned, acting as the incorporator of a nonprofit corporation under Chapter 617, Florida Statutes, and Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, submits the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation is: Church Street Historic District, Inc.

ARTICLE II. ADDRESS

The mailing address and address of the corporation's principal office is:

750 East Church Street
Bartow, Florida 33830

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the Corporation will commence with the filing of these Articles of Incorporation with the Florida Department of State.

ARTICLE IV. NATURE OF CORPORATION

The Corporation shall be a corporation not for profit and shall have neither capital stock nor stockholders.

ARTICLE V. PURPOSES

The purposes of the Corporation are as follows:

- (a) To promote and advance historic preservation.
- (b) To engage in any activity or business permitted a not for profit corporation under the laws of the United States and Florida; provided, although it may have the authority under such laws to do certain things, the Corporation shall not be authorized to do anything that it would not be permitted to do under Section 501(c)(3) of the Internal Revenue Code, as amended, and remain an exempt corporation under said Section.

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TALLAHASSEE, FLORIDA

- (c) To exercise all of the corporate powers now or hereafter provided by the laws of the State of Florida to corporations not for profit, except to the extent that same would cause the Corporation to violate any of the provisions contained in Article VI.

ARTICLE VI. PROHIBITED ACTIVITIES

Notwithstanding any other provision of these Articles of Incorporation:

- 1) No substantial part of the activities of the Corporation shall ever be to carry on propaganda, or otherwise attempt to influence legislation, and the Corporation shall not participate or intervene in (including by publishing or distributing statements) any political campaign on behalf of any candidate for public office.
- 2) The Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any subsequent federal tax laws (the "Code"), or (ii) by a corporation, contributions to which are deductible under Section 170 (c)(1) or (2) of the Code.
- 3) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons; provided, however, 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 set forth in this Article.

ARTICLE VII. DURATION

The period of duration of the Corporation shall be perpetual.

ARTICLE VIII. BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a board of directors composed of not less than three (3) persons. The number of directors may be either increased or decreased from time to time, as provided in the bylaws; provided that in no event shall the number of directors be less than three. The directors named below shall serve until the first election of directors as provided in the bylaws and any vacancies in their number occurring before the first election shall be filled by the remaining directors. Thereafter, directors shall be elected in accordance with the bylaws. The names and street addresses of the initial directors are as follows:

<u>Name</u>	<u>Address</u>
Diane Alderman (President)	750 East Church Street Bartow, Florida 33830

Jan Jackson (Vice President)

690 East Church Street
Bartow, Florida 33830

Ana Benson (Treasurer)

510 North Oak Avenue
Bartow, Florida 33830

ARTICLE IX. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 750 East Church Street, Bartow, Florida 33830, and the name of the initial registered agent of the Corporation at that address is Diane Alderman.

ARTICLE X. INCORPORATOR

The name and street address of the incorporator are:

Name

Address

Diane Alderman

750 East Church Street
Bartow, Florida 33830

The incorporator of the Corporation assigns to the Corporation her rights under 617.02011, Florida Statutes, to constitute a corporation.

ARTICLE XI. MEMBERS

The authorized number and qualifications of members of the Corporation, if any, the different classes of membership, the property, voting, and other rights and privileges of members, their liability for dues or assessments and the method of collection thereof, shall be set forth in the Bylaws.

ARTICLE XII. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the members, if any; provided that (1) notice of the proposed action relating to these bylaws is included in the notice of the meeting or is waived in writing by a majority of the directors or members as appropriate; and (2) the board of directors may not amend or repeal any bylaw adopted by the members if the membership specifically provides that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE XIII. DISSOLUTION OF CORPORATION

Upon the dissolution of the Corporation, the remaining assets of the Corporation shall be

used to pay or discharge, or make adequate provision for the payment or discharge of, all liabilities and obligations of the corporation. Any then remaining assets shall be distributed to one or more organizations that at the time shall qualify as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future federal tax code.

ARTICLE XIV. AMENDMENTS

The Corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation, or any amendment thereto, in the manner prescribed by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 14th day of March, 1997, for the purpose of forming this corporation not for profit under the laws of the State of Florida.

Diane Alderman
Diane Alderman, Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE AND NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That Church Street Historic District, Inc., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 750 East Church Street, Bartow, Florida, State of Florida, has named Diane Alderman, as its agent to accept service of process within this state.

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ACKNOWLEDGMENT

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Business Corporation Act and Chapter 617, Florida Statutes, and am familiar with and accept the obligations of that position.

DATED this 29 day of November, 1999.

Diane Alderman
Diane Alderman, Registered Agent