

P05000/27574

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

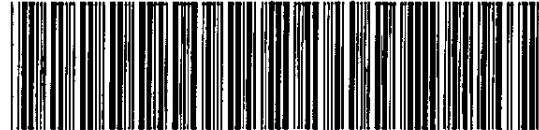
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



000059013350

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2005 SEP 15 P 2:32

FILED

09/15/05--0014--33 \*\*122.50

D. WHITE SEP 16 2005

**FILED**

2005 SEP 15 P 2:32

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

RE: HISTORIC DOWNTOWN WINTER GARDEN MERCHANTS GUILD, INC..

Enclosed is an original and one (1) copy of the articles of incorporation and my check for \$122.50.

FROM: HISTORIC DOWNTOWN WINTER GARDEN MERCHANTS GUILD, INC.  
140 W. Plant Street  
Winter Garden, FL 34787  
  
Telephone: (407) 656-4666

FEES: 35.00 - Filing Fee  
35.00 - Designation of Registered Agent  
52.50 - Certified Copy

\$ 122.50

PLEASE RETURN CERTIFIED COPY TO MAILING ADDRESS:

Tina Aldrich  
141 W. Plant Street  
Winter Garden, FL 34787

**FILED**

ARTICLES OF INCORPORATION

2005 SEP 15 P 2:32

OF

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

HISTORIC DOWNTOWN WINTER GARDEN MERCHANTS GUILD, INC.

The undersigned subscriber of these Articles of Incorporation, the natural persons to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation shall be HISTORIC DOWNTOWN WINTER GARDEN MERCHANTS GUILD, INC.

ARTICLE II. ADDRESS

The mailing address of this corporation shall be 140 W. Plant Street, Winter Garden, FL 34787.

ARTICLE III. DURATION

This corporation shall exist perpetually or until such time as it may be dissolved in accordance with existing laws.

ARTICLE IV. PURPOSE

This corporation is to engage in all lawful businesses, including all powers necessary or convenient to effect its purposes as a business support organization.

---

#### ARTICLE V. CAPITAL STOCK

This corporation is authorized to issue ONE HUNDRED (100) shares of ONE AND NO/100 DOLLARS (\$1.00) par value common stock.

#### ARTICLE VI. VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common stock of the corporation.

#### ARTICLE VII. INCORPORATORS

The name and address of the person signing these Articles of Incorporation is:

Tina Aldrich  
141 W. Plant Street  
Winter Garden, FL 34787

#### ARTICLE VIII. RESTRICTIONS ON TRANSFER OF STOCK

This corporation is authorized to place restrictions upon any stock authorized or issued by this corporation and to enter into agreements with stockholders concerning any stock authorized or issued by this corporation in the following respects:

- (a) The transferability or assignment of such stock.
- (b) The preemptive rights of the corporation or other stockholders to purchase

---

such stock as a condition precedent to its issue, transfer or assignment.

(c) The redemption or purchase of such stock by the corporation.

(d) The sale, pledge and involuntary transfer of such stock.

#### ARTICLE IX. INITIAL REGISTERED

#### OFFICE, REGISTERED AGENT AND RESIDENT AGENT

The street address of the initial registered office of this corporation is 140 W. Plant Street, Winter Garden, FL 34787. The name of the initial Registered Agent of this corporation is Jo Ann Lacey, 140 W. Plant Street, Winter Garden, FL 34787.

#### ARTICLE X. INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the by laws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

Tina Aldrich

141 W. Plant Street

Winter Garden, FL 34787

#### ARTICLE XI. INDEMNIFICATION

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

ARTICLE XII. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 7 day of September, 2005 and this date the undersigned adopts these Articles of Incorporation.

Tina L. Aldrich  
Tina Aldrich

STATE OF FLORIDA  
COUNTY OF ORANGE

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared TINA ALDRICH to me known personally to be the person (or who presented proper identification) described in and who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 7<sup>th</sup> day of SEPTEMBER, 2005



SHERRY J. OLIVER  
MY COMMISSION # OD 253325  
EXPIRES: November 26, 2007  
Bonded Thru Budget Notary Services

Sherry J. Oliver  
Notary Public, State of Florida

SHERRY J. OLIVER  
Printed Name of Notary Public

**FILED**

2005 SEP 15 P 2:32

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CERTIFICATION OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 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 office/registered agent, in the State of Florida.

1. The name of the corporation is:

HISTORIC DOWNTOWN WINTER GARDEN MERCHANTS GUILD, INC.

2. The name and address of the registered agent and office is:


Jo Ann Lacey

c/o West Orange Secretarial Services, Inc.

140 W. Plant Street

Winter Garden, Florida 34787

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.

  
Jo Ann Lacey

Date: 9/07/05