

P96000062278

July 18, 1996

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

400001902084
-07/23/96--01108--003
*****78.75 *****78.75

Re:

Dear Sir or Madam:

I enclose an original and one copy of the proposed Articles of Incorporation of:
Tall Clubs International Covention 1997, Inc.

Also enclosed is payment for the following fees:

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

Please file the original Articles and return the receipt/certified copy to the registered agent at the following address:

Tall Clubs International Covention 1997, INC.
Jane L. Beley, Registered Agent
4517 North Rome J202
Tampa, FL 33603

Very truly yours,

Jane L. Beley
Jane L. Beley

Tall Clubs International Covention 1997, Inc

FILED
96 JUL 23 PM 12:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosures

B. REGISTER JUL 25 1996

These Articles of Incorporation were completed with the assistance of:
COURTACCESS CENTERS OF AMERICA,
707 E. Kennedy Blvd.
Tampa, FL 33602
813 222 1100

**ARTICLES OF INCORPORATION
OF
TALL CLUBS INTERNATIONAL CONVENTION 1997, INC.**

The undersigned incorporator to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida as follows:

**ARTICLE I
Name and Address**

The name of this Corporation is:

Tall Clubs International Convention 1997, Inc.

The mailing address and street address of the Corporation are:

**4517 North Rome J202
Tampa, FL 33603**

**ARTICLE II
Term of Existence**

This Corporation shall have perpetual existence, commencing upon the date of filing of these Articles with the Florida Department of State.

**ARTICLE III
Purpose**

This Corporation is organized for the purpose of transacting any and all lawful business.

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96 JUL 23 PM 12:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV
Powers

The corporation shall have the power:

- (a) To have perpetual succession by its corporate name;
- (b) To sue and be sued, complain, and defend in its corporate name;
- (c) To have a corporate seal, which may be altered at will, and to use it, or a facsimile of it, by impressing, or affixing it or in any other manner reproducing it;
- (d) To purchase, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal with real or personal property or any legal or equitable interest in property wherever located;
- (e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, and otherwise dispose of all or any part of its property;
- (f) To lend money to, and use its credit to assist, its officers and employees to the full extent permitted by law;
- (g) To make contracts and guarantees, incur liabilities, borrow money, issue its notes, bonds, and other obligations (which may be convertible into or include the option to purchase other securities of the corporation), and secure any of its obligations by mortgage or pledge of any of its property, franchises, and income and make contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by the contracting corporation; a corporation which owns, directly or indirectly, a majority of the outstanding stock of the contracting corporation; or a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by a corporation which owns, directly or indirectly, the majority of the outstanding stock of the contracting corporation, which contracts of guaranty and suretyship shall be deemed to be necessary or convenient to the conduct, promotion, or attainment of the business of the contracting corporation, and make other contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of the contracting corporation;

- (h) To purchase, receive, subscribe for, or otherwise acquire, own, hold, vote, use, sell, mortgage, lend, pledge, or otherwise dispose of; and deal in and with, shares or other interests in, or obligations of, any other entity;
- (i) To lend money, invest and reinvest its funds, and receive and hold real and personal property as security for repayment;
- (j) To conduct its business, locate offices and exercise the powers granted by this act within or without this state;
- (k) To elect directors and appoint officers, employees, and agents of the Corporation and define their duties, fix their compensation, and lend them money and credit;
- (l) To make and amend bylaws, not inconsistent with its Articles of Incorporation or with the laws of this state, for managing the business and regulating the affairs of the Corporation;
- (m) To make donations for the public welfare or for charitable, scientific, or educational purposes;
- (n) To transact any lawful business that will aid governmental policy;
- (o) To pay pensions and establish pension plans, pension trusts, profit sharing plans, share bonus plans, share option plans, and benefit or incentive plans for any or all of its current or former directors, officers, employees and agents and for any or all of the current or former directors, officers, employees and agents of its subsidiaries;
- (p) To provide insurance for its benefit on the life of any of its directors, officers, or employees, or on the life of any shareholder for the purpose of acquiring at his death shares of its stock owned by the shareholder or by the spouse or children of the shareholder; and
- (q) To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other entity;
- (r) To make payments or donations or do any other act not inconsistent with law that furthers the business and affairs of the corporation;

ARTICLE V
Capital Stock

This Corporation is authorized to issue One Hundred (100) shares of \$One Dollar (1.00) par value stock, which shall be designated Common Shares.

ARTICLE VI
Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is:

**4517 North Rome J202
Tampa, FL 33603,**

and the name of its registered agent at such address is:

Jane L. Beley

ARTICLE VII
Initial Board of Directors

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

Name and Address

**Jane L. Beley
4517 North Rome J202
Tampa, FL 33603**

ARTICLE VIII
Incorporator

The name and address of the person signing these Articles are:

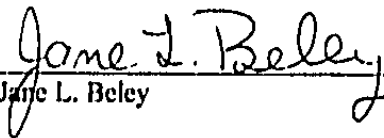
Name and Address

Jane L. Beley
4517 North Rome J202
Tampa, FL 33603

ARTICLE IX
Amendment

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of
Incorporation, this day, Thursday, July 18, 1996.



Jane L. Beley

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 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:

Tall Clubs International Convention 1997, Inc.

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

**Jane L. Beley
4517 North Rome J202
Tampa, FL 33603**

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.

July 19, 1996
DATE

Jane L. Beley
REGISTERED AGENT

FILED
96 JUL 23 PM 12:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Corporation, at the place designated herein I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Date: July 18, 1996

Jane L. Beley
Jane L. Beley

Acknowledged before me on 7/19/96, by Jane L. Beley, who produced Florida Driver's License No. B400-452-50-740-0 as identification, and who did take an oath.



Joey Luppino
MY COMMISSION # DC846820 EXPIRES
April 10, 2000
BONDED THIRD TROY TAIN INSURANCE, INC.

Joey Luppino
NOTARY PUBLIC-STATE OF FLORIDA

FILED
96 JUL 23 PM 12:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P96000062278

Jane L. Beley
4517 North Rome, Apt. J202
Tampa, Florida 33603

813-238-6398

January 16, 1997

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-01/22/97--01030--009
*****43.75 *****43.75

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: EIN 59-3389101 - Tall Clubs International Convention 1997, Inc.

To Whom It May Concern:

This letter will forward the check for dissolution and a certificate of State and paper work to dissolve the corporation I had set up in July, 1996. At the beginning of July 1996 I was put in charge of putting together a convention for the summer of 1997 and was told to incorporate the convention for legal coverage when signing contracts, etc. This corporation is not moving forward as stated and no business has been conducted, no profits have been gained from the existing corporation and no one has received any reimbursement for services rendered regarding work on this convention for a social organization.

Please dissolve Tall Clubs International Convention 1997, Inc. as I have requested. Thank you.

Sincerely yours,

Jane L. Beley
Jane L. Beley
Director

VOID IS
PFC
1-27

97 JAN 21 AM 9:17
FILED
TALLAHASSEE
FLORIDA

ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: Tall Clubs International Convention 1997, Inc.

SECOND: The articles of incorporation were filed on: July 23, 1996

THIRD: (CHECK ONE)

☐ None of the corporation's shares have been issued.

☒ The corporation has not commenced business.

FOURTH: No debt of the corporation remains unpaid.

FIFTH: The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

SIXTH: Adoption of Dissolution (CHECK ONE)

☐ A majority of the incorporators authorized the dissolution.

☒ A majority of the directors authorized the dissolution.

Signed this 16th day of January, 1997

Signature

Jane L. Beley, Dir.

(By the chairman or vice chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.)

Jane L. Beley
(Typed or printed name)

Sole Director
(Title)

FILED
97 JAN 21 AM 9:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA