

# P98000027398

## TRANSMITTAL LETTER

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

500002465355---7  
-03/23/98--01108--002  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

SUBJECT: Country Gospel Hall of Fame Inc.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate

☒ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

Additional Copy Required

98 MAR 23 AM 8:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

FROM: Albert C. MANNAWAY Jr.  
Name (printed or typed)

P.O. Box 2121  
Address

Windermere Florida 34786  
City, State & Zip

407-297-7979  
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

UB  
3-25-98

**ARTICLES OF INCORPORATION**  
**OF**  
COUNTRY GOSPEL HALL OF FAME, INC

FILED  
98 MAR 23 AM 8:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a corporation under the laws of the State of Florida.

**ARTICLE I - NAME**

The name of the corporation is COUNTRY GOSPEL HALL OF FAME, INC.

**ARTICLE II - NATURE OF BUSINESS**

The general nature of the business to be transacted by this corporation is:

- (a) To engage in any activity or business permitted under the laws of the State of Florida and the United States of America; and,
- (b) To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services of every class, kind and description; except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition; and,
- (c) To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses, in the State

of Florida and in all other states and countries. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required; and

(d) To purchase the corporate assets of any other corporation and engage in the same or other character of business. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida, or any other state or government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

### **ARTICLE III - CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is <sup>30,000</sup> shares at \$1.00 par value.

The consideration to be paid for each share shall be in money, property or services and the amount shall be fixed by the Board of Directors.

### **ARTICLE IV - INITIAL CAPITAL**

The amount of capital with which this corporation will begin business is One Hundred and 00/100 Dollars (\$100.00).

## **ARTICLE V - TERM OF EXISTENCE**

The corporation is to exist perpetually.

## **ARTICLE VI - ADDRESS**

The initial post office address of the principal office of the corporation is P.O. box 2121, Windermere, Florida 34786. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

## **ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 5814 Turkey Lake Rd. Orlando, Florida 32819 and the name of the initial registered agent of the corporation at that address is Albert C. Gannaway, JR.

## **ARTICLE VIII - INITIAL BOARD OF DIRECTORS**

This corporation shall have three directors 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. The names and addresses of the initial directors of this corporation are:

Albert C. Gannaway, Jr.  
1830 Roberts Landing Rd.  
Windermere, Florida 34786

Mary V. Gannaway  
1830 Roberts Landing Rd.  
Windermere, Florida 34786

Velma C. Champion  
7218 Prato Ave  
Orlando, Florida 32819

## **ARTICLE IX - INCORPORATOR**

The name and address of the person signing these Articles of  
Incorporation is: Albert C. Gannaway Jr. 1830 Roberts Landing  
Rd. Windermere, Florida 34786

## **ARTICLE X - 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.

## **ARTICLE XI - SUBSCRIBER**

The name and the post office address of the subscribers to the Articles of  
Incorporation, the number of shares of common stock which each agrees to take,  
and the value of the consideration therefor, is:

Albert C. Gannaway, Jr.	1	\$10.00
1830 Roberts Landing Rd. Windermere Fl. 34786		
Mary V. Gannaway	1	\$10.00
1830 Roberts Landing Rd. Windermere Fl. 34786		
m Velma C. Champion	1	\$10.00
7218 PRATO Ave. Orlando, Florida 32819		

## **ARTICLE XII - PREEMPTIVE RIGHTS**

Every stockholder, upon the sale for cash of any new stock of the same  
kind, class or series as that which he already holds, shall have the right to  
purchase his pro rata share thereof (as nearly as may be done without the  
issuance of fractional shares) at the price at which it is offered to others, which  
price, in the case of par value shares, may be in excess of par.

### **ARTICLE XIII - BUY-SELL AGREEMENT**


The stock to be issued by this corporation shall be subject to a buy-sell agreement whereby each stockholder shall have the right of first refusal to purchase his pro rata share of any stock to be sold by an existing stockholder.

### **ARTICLE XIV - LIABILITY OF SHAREHOLDERS**

Pursuant to Section 607.0831, Florida Statutes, the directors of said corporation shall have no personal liability for the actions of the corporation unless specifically granted, in writing, by the shareholders to the corporation.

***IN WITNESS WHEREOF***, the undersigned subscriber has executed these Articles of Incorporation this 20 day of March



  
Albert C. Gannaway Jr.

*Karen DeJesus Smith*  
State of Florida  
County of Orange

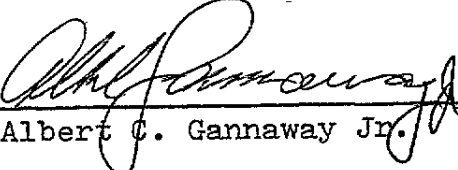
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED.**

In pursuant of Section 607.0501, Florida Statutes the following is submitted, in  
compliance with said act.

Country Gospel Hallof Fame Inc desiring to organize under the  
laws of the State of Florida with its principal office as indicated in the Articles of  
Incorporation at Orange County, State of Florida, has named Albert C. Gannaway  
of 1830 Roberts Landing Rd. Windermere, Florida 34786 as  
its agent to accept service of process within this State.

**ACKNOWLEDGEMENT:**

Having been named to accept service of process for the above corporation, at  
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.

  
Albert C. Gannaway Jr.

**FILED**  
98 MAR 23 AM 8:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA