

TAMIAMI TRAIL CORPORATION *Land Co.*

*4 Copies  
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NOTICE OF INTENTION TO APPLY FOR LETTERS PATENT

Notice is hereby given that the undersigned intend to apply to the Governor of the State of Florida on the \_\_\_\_\_ day of \_\_\_\_\_ A.D. 1917, for the issuance of Letters Patent to the "TAMIAMI TRAIL CORPORATION" upon the proposed Charter of said Company as hereinafter set out.

*Land Co.*

<u><i>L.T. Higleyman</i></u>	_____
<u><i>J.F. Landon</i></u>	_____
<u><i>G.H. Bouldin</i></u>	_____
_____	_____
_____	_____

CERTIFICATE OF INCORPORATION OF THE TAMIAMI TRAIL CORPORATION. *Land Co.*

THIS IS TO CERTIFY that we, the undersigned, do hereby associate ourselves into a corporation pursuant to the provisions of the Laws of the State of Florida providing for the formation of corporations for profit, for the purposes and with the powers hereinafter mentioned; and to that end we do by this, our Certificate, set forth:

FIRST: That the name of the corporation is the "TAMIAMI TRAIL CORPORATION".

Second: That the place of business of said corporation shall be Dade County, Florida, and such other places and counties in the State of Florida, as the nature and progress of said corporation shall from time to time render necessary or desirable. Said corporation shall also have the power to conduct its business in any or all of its branches and have one or more offices outside of the State of Florida, in any or all of the several State or Territories of the United States and in the District of Columbia and in any and all foreign countries.

Third: That the principal office of said corporation shall be located in the City of Miami, Dade County, Florida.

Fourth: That the general nature of the business to be transacted by this corporation shall include the following powers:

- (1) To purchase, rent, lease, mortgage, sell, hold, cultivate and otherwise acquire, maintain and dispose of real estate and personal property of any kind or character situated or located in the County of Dade or any other County in the State of Florida, or any other State in the United States;
- (2) To purchase, own, hold, and sell, all kinds of contracts, rights, leases, options or other instruments, evidencing any and all rights and interest in and to any real estate, chattels, or choses in action, including the power to exercise all rights of the owner thereof;
- (3) To borrow such sums of money at such rates of interest, and upon such terms as may be deemed necessary or expedient to enhance the interests of this corporation.
- (4) To execute such notes, bonds, debentures, trust deeds, mortgages or other evidences of indebtedness for security, as the case may require for the payment of the amount or amounts borrowed or owing by this corporation;

5. To buy, hold, sell and assign certificates of stock, bonds, mortgages, promissory notes or other evidences of indebtedness; and while the holder or owner thereof to exercise all rights incident to said ownership.
6. To lay out townsites and subdivide real estate;
7. To buy, own, operate, maintain, sell, lease, charter or otherwise acquire and dispose of boats, barges, launches, dredges, or any and every description, whether propelled by motive power or otherwise.
8. To buy, lease, own, sell, maintain and operate automobiles and trucks for corporate use or for hire in transporting freight or passengers.
9. To construct, buy, own, sell, maintain and operate telephone and any form of telegraph lines or systems.
10. To construct, buy, own, sell, maintain and operate docks and wharves;
11. To own, operate and maintain ferries, either for hire or otherwise;
12. To build, operate and maintain a club house, with such detached buildings as may be necessary.
13. To construct, own, and operate a golf course;
14. To conduct building operations of any kind or character;
15. To engage in general farming and horticulture business and development of groves and in vegetable and fruit raising;
16. To engage in the production, propagation harvest and sale of fish or other creatures of the sea, including sponges, turtles, crawfish and oysters;
17. To construct, maintain and operate experimental laboratories;
18. To construct, maintain and operate manufacturing plants of any nature and for any purposes deemed necessary by the stock holders for the enhancement of the business of this corporation, and to dispose of the products of said plants in any desirable way.
19. To construct, operate and maintain ice manufacturing plants, electric light plants and canneries;
20. To manufacture fertilizer from kelp, fish or any other material;
21. To fill lowlands and create new lands by means of the construction of bulk heads and filling in of same; and to dig or otherwise create terminal basins for boat landings or other purposes;
22. To purchase, lease, and own lands for the purpose of drilling or operating for oil, gas, and minerals or either or all of them. Also to sell products of whatsoever kind and nature that may be produced thereon, and to lay pipe lines, erect buildings and tanks, appertaining to and belonging to said business; to erect, own, operate, lease or rent electric light plants, and water works plants for the use of furnishing light, or water and supplying same; to subscribe for, purchase, hold, vote through its directors, deal in and sell the stock of other corporations; to buy, sell and deal in all kinds and classes of merchandise, fruit, cattle or other things, and to engage in manufacturing; to exercise and enjoy any and all the other rights and privileges belonging to corporations for profit, organized and existing under the constitution of the State of Florida; and said enumeration of special powers shall not be held a restriction upon this corporation, and it shall have full corporate power to perform any and all acts germane to or necessary and convenient for the conducting and conserving of its business in all its parts.
23. To adopt by-laws, rules and regulations appropriate for the transaction of the business of said corporation and the execution of any of the powers conferred upon said corporation, either by the terms of this charter, by law in express terms, or by implication and to amend the same; and to do and perform any and all acts and things which may be necessary or desirable in carrying out the full intents of this corporation.

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*50,000* Fifth: The authorized capital stock of this Corporation shall be \$5,000,000.00 divided into 50,000.00 shares, of which there will be 25,000 shares of common stock of the par value of \$100.00 each, fully paid and non-assessable, and 25,000 shares of Treasury stock of a par value of \$100.00 each, which can be used for the benefit of the corporation.

Said stock or any part thereof may be paid for in property, labor, or services, at a just valuation to be fixed by the Incorporators or by the Directors of said corporation at a meeting called for that purpose.

Sixth: That the term for which said corporation is to exist is Fifty(50) years.

Seventh: That the business of said corporation shall be conducted by a Board of Directors, which shall consist of not less than five or more than fifteen members, as the same may be provided for by the By-Laws of said Corporation, and the following officers, viz: a President, a Vice President, a Secretary and a Treasurer, provided, that the same person may hold the offices of Secretary and Treasurer. The members of said Board of Directors shall be elected at the annual meeting of the stockholders of said corporation on the first Monday of the month of \_\_\_\_\_ of each year after 1917, and said officers shall be elected by the members of said Board of Directors on the same day, at the same place, and immediately after the election of the members of said Board of Directors. The names of the officers who are to conduct the business of this corporation until those elected at the first election are qualified are follows:

<p>Officers,          J. F. Jandora, Pres          C. A. Bouldin, V P          L. T. Highman, Sec/Treas</p>	<p>BOARD OF DIRECTORS _____ X          _____ same          _____ same          _____ same          _____          _____</p>
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Eighth: That the highest amount of indebtedness or liability to which this corporation can at any time subject itself is \$2,000,000.00 (Two Million-Dollars).  
\$ 200,000.00

Ninth: That the names and residences of the subscribers of this corporation, together with the amount of stock subscribed for by each are as follows:

NAME	RESIDENCE	NUMBER OF SHARES SUBSCRIBED FOR.
<u>L. T. Highman</u>	<u>Minny, Okla</u>	<u>51</u>
<u>J. F. Jandora</u>	<u>" "</u>	<u>24 1/2</u>
<u>C. A. Bouldin</u>	<u>" "</u>	<u>24 1/2</u>
_____	_____	_____
_____	_____	_____

NAME	RESIDENCE	NUMBER OF SHARES SUBSCRIBED FOR.
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

WITNESS the names of said subscribers this \_\_\_\_\_ day of  
 \_\_\_\_\_ A.D. 1917.

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STATE OF FLORIDA )  
 ) SS  
 COUNTY OF DADE )

On this \_\_\_\_\_ day of \_\_\_\_\_ A.D. 1917,

before me, a Notary Public duly commissioned and sworn, personally came

*X H, J F J, A H B.*  
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to me well known to be the incorporators described in and who signed the foregoing Articles of Incorporation and acknowledged before me that they signed the same respectively for the purposes therein expressed.

IN WITNESS WHEREOF I have hereunto set my hand and Notarial Seal  
this \_\_\_\_\_ day of \_\_\_\_\_ A.D.1917.

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Notary Public, State of Florida  
at large. My commission expires