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(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

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(Business Entity Name)

~~W05-44625~~

(Document Number)

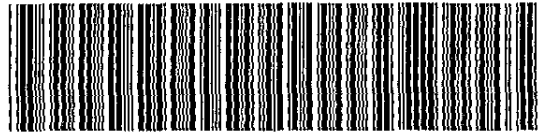
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FILED
05 OCT 25 PM 3:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: National Association of Independent Artists
(Name of Corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", and check are submitted to register the above referenced not for profit corporation to conduct its affairs in Florida.

Please return all correspondence concerning this matter to the following:

Ardath Prendergast
(Name of Person)

National Association of Independent Artists
(Firm/Company)

72 Douglas Street
(Address)

Homosassa, FL 34446
(City/State and Zip Code)

For further information concerning this matter, please call:

Ardath Prendergast at (352) 382-7158
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

September 27, 2005

ARDATH PRENDERGAST
NATIONAL ASSOCIATION OF INDEPENDENT ARTI
72 DOUGLAS STREET
HOMOSASSA, FL 34446

SUBJECT: NATIONAL ASSOCIATION OF INDEPENDENT ARTISTS
Ref. Number: W05000044625

We have received your document for NATIONAL ASSOCIATION OF INDEPENDENT ARTISTS and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the corporation must contain a corporate suffix. This suffix may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$1,061.25.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6967.

Michelle Hodges
Document Specialist

Letter Number: 105A00058942

10th Anniversary



National Association of Independent Artists

72 Douglas Street • Homosassa, FL 34446 • 352.382.7158
www.naia-artists.org • ArdathPrendergast@naia-artists.org

October 7, 2005

Michelle Hodges
Document Specialist
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: National Association of Independent Artists, Inc.
Ref #: W09000044625

Dear Ms. Hodges:

I returned on October 5 from a business trip to Colorado to find your letter dated September 27. This communication is to follow up on our telephone conversation of October 6, 2005. As you suggested, I am writing to request a reconsideration of the civil penalty against NAIA.

The NAIA is a small membership-supported non-profit organization of artists based in Illinois. From its inception in 1995, it was run entirely through volunteer effort. In mid-2004, I was hired part-time to work out of my home to handle administrative functions. We have members from throughout the country, including Florida. However, we have not conducted any particular business in Florida beyond the same communication that goes to members throughout the country.

It was not our intention to thwart Florida law by failing to register as a foreign corporation in 2004. Frankly, we were not aware of the need to do so until I received a notice from the Florida Department of State in late May 2005 (a copy of which is enclosed). When I called the phone number on the notice, I asked when this needed to be done and was told I could do it anytime before the end of the year, and was told the filing fee would be \$70.00. It took some time to get the proper documentation from Illinois in order to send the filing in to Florida.

While I realize that it is our responsibility to know the laws of Florida, I would ask that the Department understand that our failure to file was the result of misunderstanding, and not intent. The NAIA operates on a small budget, and a \$1,000 penalty would be a large percentage of our annual budget.

Thank you for any consideration that you can give to us. Please do not hesitate to contact me if I can provide any additional information for you.

Sincerely,

A handwritten signature in black ink that reads "Ardath Prendergast".
Ardath Prendergast

10th Anniversary



National Association of Independent Artists

72 Douglas Street • Homosassa, FL 34446 • 352.382.7158
www.naia-artists.org • ArdathPrendergast@naia-artists.org

October 24, 2005

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

Re: National Association of Independent Artists, Inc.

Dear Ms. Tadlock,

Thank you so much for your telephone call on Friday, October 21, 2005, advising me that the National Association of Independent Artists (NAIA) would be considered a non-transactional business in Florida since we have only a part-time administrative employee (me). As such, we were not required to register as a foreign corporation in Florida and, hence, we would owe no penalty for failure to register last year.

As we also discussed, since NAIA already submitted an application for registration and the State of Florida is holding our registration fee, we will go ahead and register at this time. While we continue to maintain only an administrative function in Florida, this should cover us in the event that NAIA should expand in the future.

I am enclosing our application, corrected to properly include "Inc." following our corporate name.

Again, thank you for your assistance. If there is anything further information you need, please do not hesitate to contact me.

Sincerely,

A handwritten signature in black ink that reads "Ardath Prendergast".

Ardath Prendergast

APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA

IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:

1. National Association of Independent Artists, Inc.

(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)

2. Illinois 3. 36-4079900
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 3/19/1998 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. June 2004
(Date first conducted affairs in Florida if prior to registration. See sections 617.1501 & 617.1502, F.S. to determine penalty liability.)

7. 72 Douglas Street, Homosassa, FL 34446
(Principal office address)

72 Douglas Street, Homosassa, FL 34446
(Current mailing address)

8. Administrative office
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Ardath Prendergast

Office Address: 72 Douglas Street

Homosassa, Florida 34446
(City) (Zip Code)

FILED
05 OCT 25 PM 3:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

[Handwritten Signature]
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Michael Kopald

Address: 408 Honeysuckle Hill

Lexington, VA 24450-1722

Vice Chairman: Bruce Meyer

Address: 1369 MC 5002

Yellville, AR 72687-9627

Director: Janet Parke

Address: 1763 Myrna Lane

Memphis, TN 38117

Director: Bonnie Blandford

Address: 1426 Hazen SE

Grand Rapids, MI 49507

B. OFFICERS

President: Michael Kopald

Address: 408 Honeysuckle Hill

Lexington, VA 24450-1722

Vice President: Bruce Meyer

Address: 1369 MC 5002

Yellville, AR 72687-9627

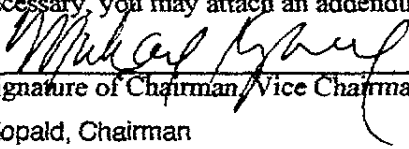
Secretary: Janet Parke

Address: 1763 Myrna Lane, Memphis, TN 38117

Treasurer: Bonnie Blandford

Address: 1426 Hazen SE, Grand Rapids, MI 49507

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman/Vice Chairman, or any officer listed in number 12 of the application)

14. Michael Kopald, Chairman
(Typed or printed name and capacity of person signing application)

Addendum to National Association of Independent Artists application

A. Directors (continued):

Sally J. Bright
Box 817
Fenton, MI 48430-0817

Richard Carner
223 N. Mulberry Street, #2
Lancaster, PA 17603-3552

Cynthia Davis
2020 Anderson Court
Ann Arbor, MI 48104-4751

Paul Germain
12520 Old Buckingham
Midlothian, VA 23113-2815

Carwood G. Jones
127 W. Benson Street
Decatur, GA 30030-4309

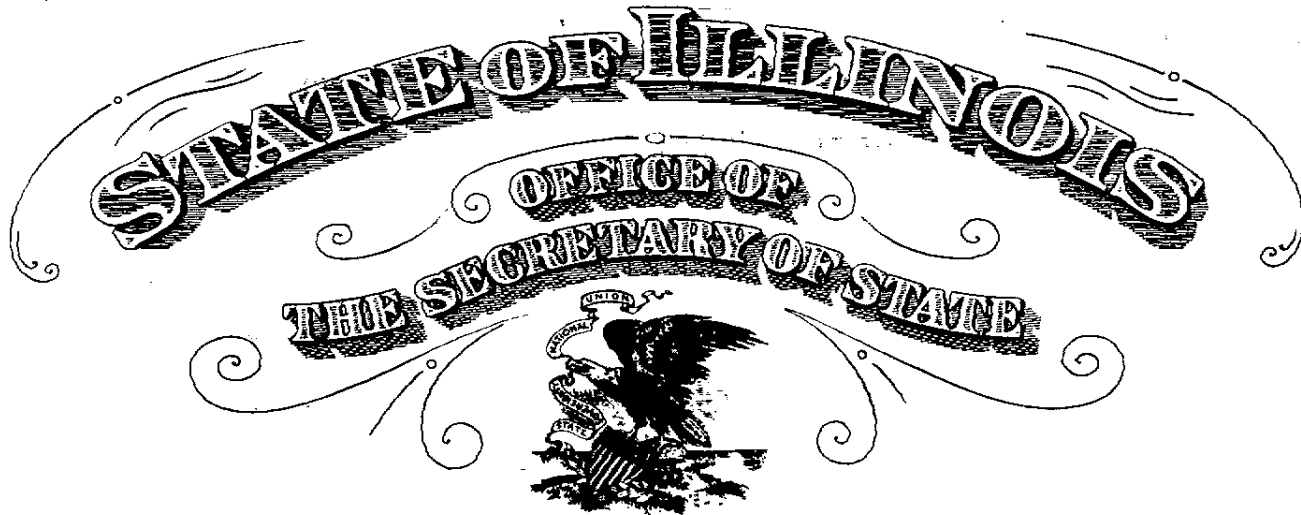
Suzanne Juneau
300 Andres Rd.
Scott, LA 70583

Toni Mann
1818 North L Street
Lake Worth, FL 33460-6631

Sarah Rishel
465 Tavern Circle
Dunwoody, GA 30350-4456

File Number

5985-756-8



To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that

NATIONAL ASSOCIATION OF INDEPENDENT ARTISTS,
 A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE
 MARCH 19, 1998, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF
 THE GENERAL NOT FOR PROFIT CORPORATION ACT OF THIS STATE, AND AS OF
 THIS DATE, IS A DOMESTIC CORPORATION IN GOOD STANDING IN THE STATE
 OF ILLINOIS*****



*In Testimony Whereof, I hereto set
 my hand and cause to be affixed the Great Seal of
 the State of Illinois, this*

day of

6TH
 SEPTEMBER A.D. 2005

Jesse White

SECRETARY OF STATE