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Business & Corporate Law
Real Estate Law
Taxation

October 30, 2000

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

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Re: Articles of Incorporation for The Junior League of Clearwater, Inc.
Foundation, Inc.

Gentlemen:

FILED
00 NOV -2 AM 9:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosed are two (2) originals of the Articles of Incorporation for the above-referenced corporation, together with check #5941, in the amount of \$122.50, representing the following:

Filing fee	\$ 35.00
Registered Agent Fee	35.00
Certified Copy	<u>52.50</u>
Total	\$ 122.50

Please return one of the originals confirming the date same was received and filed with your office. Also, please note that we are requesting an effective date of October 24, 2000. If you have any questions, please call.

Very truly yours,

WALTER L. SCHAFER, JR., P.A.

Walter L. Schafer, Jr.

WLS:mhh
Enclosures

T. Burch NOV 3 2000

ARTICLES OF INCORPORATION

OF

THE JUNIOR LEAGUE OF CLEARWATER-DUNEDIN FOUNDATION, INC.

FILED

00 NOV -2 AM 9:38

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned incorporator to these articles of incorporation hereby forms a not for profit corporation under the provisions of Chapter 617 of the Florida Statutes as follows:

ARTICLE I.

The name of this corporation is The Junior League of Clearwater-Dunedin Foundation, Inc.

ARTICLE II.

The corporation is organized and shall be operated exclusively for charitable, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c) (3) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax code.

ARTICLE III.

The central purpose of this corporation shall be to provide assistance to the operations, activities and programs of the Junior League of Clearwater-Dunedin, Inc.

All of the assets and earnings shall be used exclusively for the purposes hereinabove set out, including payment of expenses incidental thereto; and no part of the net earnings of the corporation shall inure to the benefit of or be distributed to its members, trustees, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in this Article III hereof.

No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles of incorporation, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c) (3) of the Internal Revenue Code of 1986, as amended, or corresponding section of any future tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c) (2) of the Internal Revenue Code of 1986, as amended, or corresponding section of any future tax code.

ARTICLE IV.

Upon dissolution of the corporation, assets shall be distributed to The Junior League of Clearwater-Dunedin, Inc. and, in the event The Junior League of Clearwater-Dunedin, Inc. is not in existence, to an organization which engages in activities which are reasonably comparable to The Junior League of Clearwater-Dunedin, Inc.

ARTICLE V.

The qualification of members of The Junior League of Clearwater-Dunedin Foundation, Inc., and the manner of their admission shall be as follows:

All persons interested in the scientific, education and charitable purposes of The Junior League of Clearwater-Dunedin, Inc., and the advancement of The Junior League of Clearwater-Dunedin, Inc., and its objectives and who make contributions to the Foundation equal to, or in excess of, such minimum amount as may be prescribed by the Board of Directors, are eligible to become members of the Foundation upon approval or acceptance in any manner authorized by the Board of Directors.

ARTICLE VI.

The name and street address of the incorporator of this corporation is:
Gyneth S. Stanley, 1465 S. Fort Harrison, Suite 202, Clearwater, Florida 33756.

ARTICLE VII.

The street address of the initial registered office of this corporation is 1465 S. Fort Harrison, Suite 202, Clearwater, Florida 33756, and the name of its initial registered agent at such address is Gyneth S. Stanley.

ARTICLE VIII.

The corporation shall have nine (9) directors initially. The number of directors may be increased or diminished from time to time as provided in the Bylaws, provided that the corporation shall always have at least seven (7) directors. The names and street addresses of the initial directors of the corporation, who shall serve until their successors are duly elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
Holly Duncan	2724 Burning Tree Lane Clearwater, Florida 33761
Kathy Rabon	107 Park Street Safety Harbor, Florida 34695
Karen Crown	2 Seaside Lane, #104 Belleair, Florida 33756
Gyneth S. Stanley	421 Druid Road Clearwater, Florida 33756
Renetta Cochran	11432 Cimaron Circle W. Largo, Florida 33774
Susan Benjamin	1778 Cross Creek Way W. Dunedin, Florida 34698

Nancy Sawayda	1825 Brentwood Drive Clearwater, Florida 33746
Carlen Petersen	2582 Anderson Drive W. Clearwater, Florida 33761
Ann Rogers	310 Orangewood Lane Largo, Florida 33770

At least one (1) director shall be either the President or President Elect of The Junior League of Clearwater-Dunedin, Inc.

ARTICLE IX.

The persons above named as the initial board of directors shall be the initial members of the corporation.

ARTICLE X.

The corporation shall have no capital stock and the private property of the incorporators and members shall not be liable for the debts of the corporation.

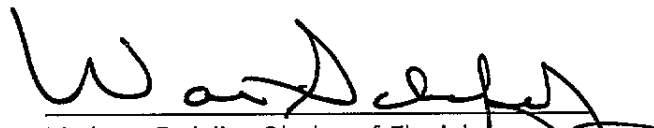
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 24th day of October, 2000.


GYNETH S. STANLEY,
AS INCORPORATOR

STATE OF FLORIDA

COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 24 day
of October, 2000, by GYNETH S. STANLEY, who is personally known to me
or who has produced a current Florida driver's license as identification.


Notary Public, State of Florida
WALTER L. SCHAFER, JR.
Printed Name of Notary Public
My Commission Expires:
My Commission Number:



Walter L. Schafer, Jr.
MY COMMISSION # CC759287 EXPIRES
October 5, 2002
BONDED THRU TROY FAIR INSURANCE, INC.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of the Act relative to keeping open said office.



GYNETH S. STANLEY,
As Registered Agent