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Florida Department of State
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FLORIDA NON-PROFIT CORPORATION

Pensacola Leaders, Incorporated

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T. SMITH (DEC 05 2000)

ARTICLES OF INCORPORATION

The undersigned, acting as incorporator(s) of a corporation pursuant to Chapter 617, Florida Statutes, adopt(s) the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation shall be: **Pensacola Leaders, Incorporated.**

ARTICLE II

Principal place of business and mailing address

The principal place of business of this corporation shall be 913 Gulf Breeze Parkway, Suite 41, Gulf Breeze, FL 32561 and mailing address of this corporation shall be PO Box PMB 207, 8084 North Davis Highway, Pensacola, FL 32514

ARTICLE III

Purpose(s)

Said Corporation is organized for the improvement of the general economic climate of Northwest Florida, and the promotion of the mutual commercial, industrial and professional interest of its members, including for such purposes, the making of distributions to organizations under Section 501(c)(6) of the Internal Revenue Code as amended.

ARTICLE IV

Manner of election of directors

The manner in which the directors are elected or appointed is to be set forth in by-laws.

ARTICLE V

Limitation of corporate powers

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes limited as follows:

1. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable 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 Section 501(c)(6) of the Internal Revenue Code as amended purposes. 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 the Articles, 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)(6) of the Internal Revenue Code as amended or b) by a

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corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code (or corresponding section of any future Federal tax code).

ARTICLE VI

Dedication of Assets

Upon dissolution of this corporation assets shall be distributed for one or more exempt purposes within the meaning of Section of 501(c)(6) of the Internal Revenue Code, or corresponding section of any future Federal tax code, or shall be distributed to the Federal government, or to a state or local government, for a public purpose.

ARTICLE VII

Initial registered agent and street address

The name and the street address of the initial registered agent is:

Raymond B. Palmer, Suite 41 - Harbortown Village, 913 Gulf Breeze Parkway
Gulf Breeze, Florida 32561

ARTICLE VIII

Directors to constitute sole membership of corporation--Rights and Liabilities of members

(a) Directors as Membership. The sole class of members of this corporation shall be its directors.

(b) Rights and Liabilities of Members. The members of this corporation shall have no right, title, or interest whatsoever in its income, property, or assets, nor shall any portion of such income, property, or assets be distributed to any member on the dissolution or winding up of this corporation. Members of this corporation shall not be personally liable for the debts, liabilities, or obligations of the corporation.

ARTICLE IX

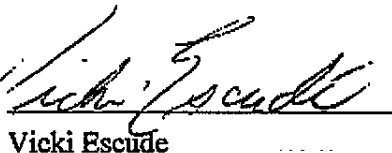
Incorporators

The name(s) and the street address(es) of the incorporator(s) for these articles of incorporation is(are):
The undersigned incorporator(s) has (have) executed these Articles of Incorporation this 22
day of November, 2000.

Signature (s) of Incorporator(s):


Joseph Schimelfening

6413 Meadow Field Circle
Pensacola, FL 32526


Vicki Escude

1141 Sawgrass Drive, Gulf Breeze, FL 32561

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: **Pensacola Leaders, Incorporated**

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

**Raymond B. Palmer
Suite 41 - Harbourtown Village
913 Gulf Breeze Parkway
Gulf Breeze, Florida 32561**

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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.


Raymond B. Palmer
11/22/00
Date