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FLORIDA NON-PROFIT CORPORATION

Florida's Coastal Northwest Communications Council, Inc.

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SECRETARY OF STATE
CORPORATIONS

ARTICLES OF INCORPORATION
FOR
FLORIDA'S COASTAL NORTHWEST COMMUNICATIONS COUNCIL, INC.
a Florida Not For Profit Corporation

The undersigned, acting as incorporator of a corporation pursuant to Chapter 617 of the Florida Statutes, adopts the following Articles of Incorporation for the Corporation:

Article I – Name: The name of the corporation shall be Florida's Coastal Northwest Communications Council, Inc.

Article II – Principal Address: The principal address of the Corporation at the time of incorporation is 25777 US Highway 331 South, Santa Rosa Beach, Florida 32459.

Article III – Duration: The duration of this Corporation is perpetual unless dissolved according to law. The corporate existence shall commence on the date these Articles of Incorporation are filed by the Florida Department of State.

Article IV – Purpose:

(a) The specific and primary purpose for which this Corporation is organized is to help increase the number of visitors to Northwest Florida by coordinating efforts of its individual members to promote the region's attributes, amenities and quality of life with potential visitors.

(b) This Corporation shall have and exercise all powers conferred on not for profit corporations under the laws of the State of Florida generally, and specifically as provided in the Florida Not for Profit Corporation Act, provided, however, that this Corporation has no power to engage in any activity that in itself is not in the furtherance of its purposes as set forth in paragraph (a) of this Article IV.

Article V – Qualifications and Admission of Members: The authorized number, qualifications, and manner of admission of members of this Corporation, the different classes of membership, the property, voting, and other rights and privileges of members, the liability of members for dues and/or assessments and the method of collection, and the termination and transfer of membership shall be as set forth in the Bylaws of the Corporation.

Article VI – Registered Office and Registered Agent: The street address of the Corporation's initial registered office is 25777 US Highway 331 South, Santa Rosa Beach, Florida 32459 and the name of the Corporation's initial registered agent is Kriss Titus.

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 as provided for in Chapter 608 of the Florida Statutes.

Kriss Titus

Kriss Titus

Article VII –Management of Corporate Affairs & Board of Directors: The management of the business and the conduct of the affairs of the Corporation shall be vested in its Board of Directors. The number of directors which shall constitute the whole Board of Directors shall be fixed by, or in the manner provided in, the Bylaws.

Article VIII – Basis Under which Corporation is Organized: The Corporation is a Not for Profit Corporation as defined by the Florida Not for Profit Corporation Act, FS §617.01401. As such, it is not organized for the pecuniary gain or profit of, and the net earnings nor any part thereof is distributable to, its members, Directors, Officers, or other private person except as specifically permitted under the provisions of the Florida Not for Profit Corporation Act.

Article IX – Tax Exempt: It is intended that the Corporation shall have the status of a corporation that is exempt from federal income taxation under Section 501(a) of the Internal Revenue Code of 1986 (the "Code") and an organization described in Section 501(c)(6) of the Code. These Articles shall be construed accordingly, and all powers and activities of the Corporation shall be limited accordingly. All references in these Articles to sections of the Internal Revenue Code or Code shall be considered references to the Internal Revenue Code of 1986, as from time to time amended, and to the corresponding provisions of any similar law subsequently enacted.

Article X – Incorporator: The name and address of the incorporator is Kriss Titus, 25777 US Highway 331 South, Santa Rosa Beach, Florida 32459.

Article XI – Bylaws: Bylaws will be adopted at the first meeting of the Board of Directors. The Bylaws may be amended, repealed, in whole or in part, by the Directors in the manner provided in the bylaws. Any amendments to the bylaws shall be binding on all members of this Corporation.

Article XII – Amendment of Articles: Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of the voting members for their vote. Amendments may be adopted by a vote of at least a majority of a quorum of the members of the Corporation.

Article XIII – Distribution on Dissolution: Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for payment of all liabilities of the Corporation, dispose of all assets of the Corporation exclusively for the authorized purpose of the Corporation as the Board of Directors shall determine, and any of such assets not so distributed shall be distributed exclusively for such purpose by the Circuit Court of the county in which the principal office of the Corporation is located. None of such assets shall be diverted to any other purpose.

Article XIV -- Non-stock Basis: The Corporation is formed on a nonstick basis and shall not issue shares of stock.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the 18th day of December, 2002.

Kriss Titus, Incorporator