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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

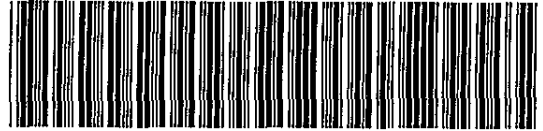
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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Office Use Only

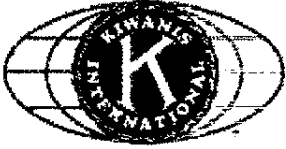


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08/19/03--01016--004 **\$7.50

03 AUG 19 AM 10:05
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED



Kiwanis Club of
Panama City Beach, FL

P.O. Box 7695
Panama City Beach, FL 32413
August 16, 2003

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

Subject: Kiwanis Club of Panama City Beach, FL, Inc.

Enclosed are an original and two (2) copies of the articles of incorporation and a check for \$87.50 (Filing Fee, Certified Copy & Certificate).

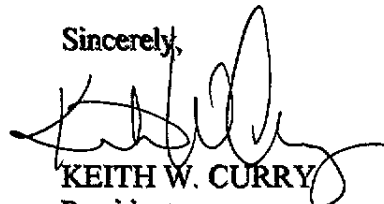
From: Martha E. Claussen, Secretary

232 Poinsettia Drive

Panama City Beach, FL 32413

850-233-3656 or mclaussen@knology.net

Sincerely,



KEITH W. CURRY
President

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:
Kiwans Club of Panama City Beach, FL ,Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
P.O. Box 7695, Panama City Beach, FL 32413

ARTICLE III PURPOSE(s)

The purposes of the corporation are:

- (1) To give primacy to the human and spiritual rather than to the material values of life.
- (2) To encourage the daily living of the Golden Rule in all human relationships.
- (3) To promote the adoption and the application of higher social, business, and professional standards.
- (4) To develop, by precept and example, a more intelligent, aggressive, and serviceable citizenship.
- (5) To provide through this club, a practical means to form enduring friendships, to render altruistic service, and to build better communities.
- (6) To cooperate in creating and maintaining that sound public opinion and high idealism which make possible the increase of righteousness, justice, patriotism, and good will.
- (7) For the purposes aforesaid, to take over the assets, rights, and franchises of the unincorporated club, known as the Kiwanis Club of Panama City Beach, FL and its members.
- (8) To do all such things as are incidental or conducive to the attainment of the above objects.

ARTICLE IV MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is: At our annual meeting prior to October 1, each year. Members attending the Annual Meeting will vote, by ballot, on those nominated by a committee appointed by the President. Majority of votes cast will take office.

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:
Keith Curry, 17210 Panama City Beach Parkway, Panama City Beach, FL 32413

ARTICLE VI INCORPORATOR

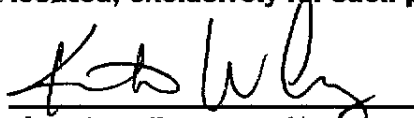
The name and address of the Incorporator to these Articles of Incorporation are:
Keith Curry, 17210 Panama City Beach Parkway, Panama City Beach, FL 32413

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 TALLAHASSEE, FLORIDA
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ARTICLE VII DISSOLUTION CLAUSE

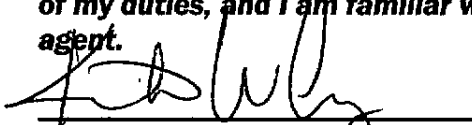
Whenever requested by the Board of Trustees of Kiwanis International, the proposed corporation will dissolve or change its form or organization, and that no change in the corporate structure, or in the purposes and powers of the proposed corporation should be made without the consent of Kiwanis International.

Upon the dissolution of the corporation, the governing board shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation, in such manner to such organization or organizations organized or operated exclusively for charitable, educational, religious, or scientific purposes, as shall at the time qualify as an exempt organization or organizations under Section 501©(3) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue law), as the governing board shall determine. Any of such assets not so disposed of shall be disposed of by the District Court in the county in which the principal office of the corporation is located, exclusively for such purposes.


signature/Incorporator

07/01/2003
date

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.


signature/Registered Agent

07/01/2003
date

03 AUG 19 AM 10: 06
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

APPROVED
August 4, 2003
KIWANIS INTERNATIONAL
By 