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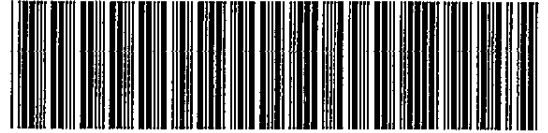
(Business Entity Name)

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TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

November 7, 2003

ROBERTS, ROBERTS & ROBERTS  
POST OFFICE BOX 1544  
MARIANNA, FL 32447

SUBJECT: MARIANNA ARTS FESTIVAL, INC.  
Ref. Number: W03000033064

We have received your document for MARIANNA ARTS FESTIVAL, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity must be identical throughout the document.

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

You must list the corporation's principal office and/or a mailing address in the document.

An effective date may be added to the Articles of Incorporation **if a 2004 date is needed**, otherwise the date of receipt will be the file date. **A separate article must be added to the Articles of Incorporation for the effective date.**

Please return the original and one copy of 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) 245-6924.

Stacy Prather  
Document Specialist Supervisor  
New Filings Section

Letter Number: 303A00060849

**ROBERTS, ROBERTS & ROBERTS**

ATTORNEYS AT LAW  
2879 MADISON STREET  
POST OFFICE BOX 1544  
MARIANNA, FLORIDA 32447

JOHN E. ROBERTS  
JOHN Y. ROBERTS  
RUSSELL S. ROBERTS\*

TELEPHONE  
(850) 526-3865  
FACSIMILE  
(850) 526-3909

\*ALSO ADMITTED IN MISSISSIPPI

October 30, 2003

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

RE: MARIANNA ARTS FESTIVAL, INCORPORATED

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above named for non-profit corporation. Please endorse your approval of the articles on the duplicate copy and return the same to me along with the certificate to the post office address set forth above.

I have enclosed a check made payable to the Secretary of State in the sum of \$87.50 to cover the filing fee, the certified copy fee, and the certificate fee. Thank you for your attention in this matter.

If you have any questions concerning this matter, please do not hesitate to contact me.

Yours truly,



John Y. Roberts

JYR/mb

Enclosures: As stated above

**ROBERTS, ROBERTS & ROBERTS**

ATTORNEYS AT LAW  
2879 MADISON STREET  
POST OFFICE BOX 1544  
MARIANNA, FLORIDA 32447

JOHN E. ROBERTS  
RUSSELL S. ROBERTS\*  
JOHN Y. ROBERTS

TELEPHONE  
(850) 526-3865

FACSIMILE  
(850) 526-3909

\*ALSO ADMITTED IN MISSISSIPPI

November 21, 2003

Florida Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

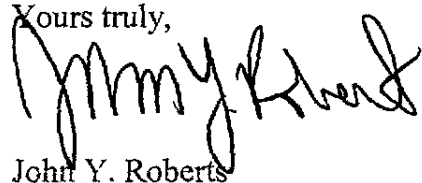
RE: Marianna Arts Festival, Incorporated

Dear Sir or Madam:

I am in receipt of your letter dated November 7, 2003, a copy is enclosed for your reference. Pursuant to your letter, please find the original and one copy of the Articles of Incorporation for the above-named non-profit corporation. The resident agent designation is also enclosed. Please endorse your approval of the articles on the duplicate copy and return the same to me along with the certificate to the post office address set forth above.

If you have any questions concerning this matter, please do not hesitate to contact me.

Yours truly,



John Y. Roberts

JYR/mb

Enclosures: As stated above

**ARTICLES OF INCORPORATION**  
**OF**  
**MARIANNA ARTS FESTIVAL, INCORPORATED**  
**A FLORIDA NON-PROFIT CORPORATION**

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, being natural persons, competent to contract, hereby form this corporation under the laws of the State of Florida.

**ARTICLE I**  
**NAME**

The name of the corporation is: Marianna Arts Festival, Incorporated.

**ARTICLE II**  
**NATURE OF BUSINESS**

This is a non-profit corporation organized solely for general charitable purposes pursuant to the Florida Not for Profit Corporation law set forth in Chapter 617, of the Florida Statutes.

**ARTICLE III**  
**GENERAL AND SPECIFIC PURPOSE**

(A) The specific and primary purposes for which the corporation is organized is to create an active interest and to foster active participation and experiences in the Arts to help people learn and grow. The Arts helps individuals increase educational achievement and lead to career success. The Arts which are an integral part of our young people's education progress; to promote, support, and create active interest in the Arts among parents, students,

and the community at large.

(B) The general purposes for which the corporation is formed are to operate exclusively for such purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954 as amended, or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.

(C) This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

#### **ARTICLE IV**

##### **TERM OF EXISTENCE**

The existence of the Corporation shall begin on the day the Articles of Incorporation are filed with the Secretary of State. The corporation is to exist perpetually.

#### **ARTICLE V**

##### **MEMBERSHIP**

The corporation shall have membership distinct from the board of trustees. The authorized number and qualification of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof, shall be set forth in the bylaws.

**ARTICLE VI**  
**SUBSCRIBERS**

The names and addresses of the subscribers of the corporation are as follows:

NAME	ADDRESS
John Young Roberts	P.O. Box 1544 Marianna, Florida 32447
Dr. Richard G. Brunner	4295 3 <sup>rd</sup> Ave. Marianna, Florida 32446
Juli A. Burleson	3097 5 <sup>th</sup> Ave. Marianna, Florida 32446

**ARTICLE VII**  
**LOCATION OF PRINCIPAL OFFICE AND**  
**IDENTIFICATION OF REGISTERED AGENT**

(A) The street address of the principal office of the Corporation is 4295 3<sup>rd</sup> Avenue, Marianna, Florida 32446. The mailing address of the Corporation is 4295 3<sup>rd</sup> Avenue, Marianna, Florida 32446.

(B) The name and address of the resident agent for the corporation is Dr. Richard G. Brunner, 4295 3<sup>rd</sup> Ave., Marianna, Florida 32446.

**ARTICLE VIII**  
**MANAGEMENT OF CORPORATE AFFAIRS**

(A) Board of Trustees: The powers of the corporation shall be exercised, its priorities controlled and its affairs conducted by a board of trustees. The number of trustees of the corporation shall be not less than three, provided, however, that such number may be changed by a bylaw duly adopted by the members.

The trustees named herein as the first board of trustees shall hold office until

the first meeting of members, to be held on Thursday, December 11, 2003, at the hour of 7:00 p.m., at 4295 3<sup>rd</sup> Ave., Marianna, Florida 32446, at which time an election of trustees shall be held.

Trustees elected at the first annual meeting, and at all times thereafter, shall serve for a term of one year until the second annual meeting of members following the election of trustees and until the qualification of the successors in office. Annual meetings shall be held at the hour of 7:00 p.m., on the first Monday of each year at the principal office of the corporation or at such other place or places as the board of trustees may designate from time to time by resolution.

Any action required or permitted to be taken by the board of trustees under any provision of the law may be taken without a meeting, if all members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the trustees. Any certificate or other documents filed under any provision of law which relates to action so taken shall state that the action was taken by a unanimous written consent of the board of trustees without a meeting and that the articles of incorporation (and bylaws) of the corporation authorize the trustees to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of the first members of the board of trustees are as follows:



<u>NAME</u>	<u>ADDRESS</u>
John Young Roberts	P.O. Box 1544 Marianna, Florida 32447
Dr. Richard G. Brunner	4295 3 <sup>rd</sup> Ave. Marianna, Florida 32446
Juli A. Burleson	3097 5 <sup>th</sup> Ave. Marianna, Florida 32446

(B) Corporate Officers: The board of trustees shall elect the following officers: President, Vice President, Treasurer and Secretary, and such other officers as the bylaws of the corporation may authorize and trustees to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the board of trustees. Until such election is held, the following persons shall serve as corporate officers.

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Dr. Richard G. Brunner	4295 3 <sup>rd</sup> Ave. Marianna, Florida 32447	President
John Young Roberts	Post Office Box 1544 Marianna, Florida 32446	Vice President
Juli A. Burleson	3097 5 <sup>th</sup> Ave. Marianna, Florida 32446	Secretary/Treasurer

#### ARTICLE IX BYLAWS

Subject to the limitations contained in the bylaws, and any limitations set forth in the Corporations Not for Profit law of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, bylaws of the corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution

of the board of trustees or by following the procedure set forth therefor in the bylaws.

**ARTICLE X**  
**DEDICATION OF ASSETS**

The property of the corporation is dedicated to educational or charitable purposes and no part of the net income or assets of the corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

**ARTICLE XI**  
**DISTRIBUTION OF ASSETS**

Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, or all debts and liabilities of the corporation, shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for educational or charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

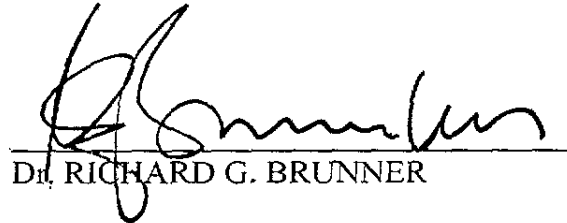
**ARTICLE XII**  
**AMENDMENT TO ARTICLES**

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of trustees and presented to a quorum of members for their vote. Amendments may be adopted by the vote of two-thirds of a quorum of members of the corporation.

We, the undersigned, being the incorporators of the corporation, and including all the persons herein named as the subscribers of the corporation for the purpose of forming

the non-profit charitable corporation under the Laws of Florida, have executed these Articles of Incorporation on this 21st day of November, 2003

  
JOHN YOUNG ROBERTS

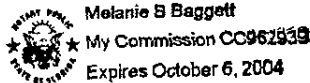
  
Dr. RICHARD G. BRUNNER

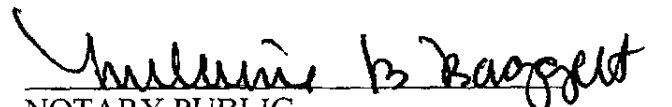
  
JULI A. BURLESON

**STATE OF FLORIDA  
COUNTY OF JACKSON**

I HEREBY CERTIFY that before me, the undersigned authority, personally appeared, JOHN YOUNG ROBERTS, to me known to be the person described in and who executed the foregoing Articles of Incorporation as a Subscriber and he acknowledged before me that he subscribed to those Articles of Incorporation.

SWORN TO AND SUBSCRIBED BEFORE ME, this the 20th day of November, 2003, by JOHN YOUNG ROBERTS, who (  ) is personally known to me or (  ) who produced a valid driver's license or identification card as identification, and who did take an oath.



  
NOTARY PUBLIC  
Print Name: Melanie B. Baggett  
My commission expires:

**STATE OF FLORIDA  
COUNTY OF JACKSON**

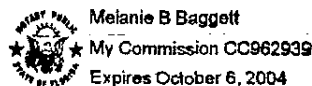
I HEREBY CERTIFY that before me, the undersigned authority, personally appeared, JULI A. BURLESON, to me known to be the person described in and who executed the foregoing Articles of Incorporation as a Subscriber and he acknowledged before me that she subscribed to those Articles of Incorporation.

SWORN TO AND SUBSCRIBED BEFORE ME, this the 21st day of November,

2003, by JULI A. BURLESON, who (✓) is personally known to me or ( ) who produced a valid driver's license or identification card as identification, and who did take an oath.

Melanie B Baggett  
NOTARY PUBLIC  
Print Name: Melanie B. Baggett  
My commission expires:

STATE OF FLORIDA  
COUNTY OF JACKSON



I HEREBY CERTIFY that before me, the undersigned authority, personally appeared, Dr. RICHARD G. BRUNNER, to me known to be the person described in and who executed the foregoing Articles of Incorporation as a Subscriber and she acknowledged before me that he subscribed to those Articles of Incorporation.

SWORN TO AND SUBSCRIBED BEFORE ME, this the 20<sup>th</sup> day of November, 2003, by DR. RICHARD G. BRUNNER, who (✓) is personally known to me or ( ) who produced a valid driver's license or identification card as identification, and who did take an oath.

Rhawn F. Folsom  
NOTARY PUBLIC  
Print Name: Rhawn F. Folsom  
My commission expires: May 1, 2004

RHAWN F. FOLSOM  
MY COMMISSION # FC 932843  
EXPIRES: May 1, 2004  
Bonded Thru Notary Public Underwriters

NAME: DR. RICHARD G. BRUNNER  
ADDRESS: 4295 3<sup>RD</sup> AVENUE  
MARIANNA, FLORIDA 32446

03 NOV 25 PM 6: 07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for MARIANNA ARTS FESTIVAL, INCORPORATED at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position under Florida Statute 607.0501(3).

Dated this 20<sup>th</sup> day of November, 2003.

  
\_\_\_\_\_  
DR. RICHARD G. BRUNNER