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(Requestor's Name)

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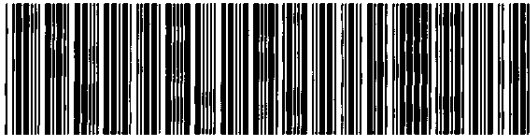
(Business Entity Name)

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09 MAY 18 PM 4:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

sp 5/19/09

**COVER LETTER**

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

**SUBJECT:** GULFPORT ARTS CENTER, INC.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

\$70.00  
Filing Fee

\$78.75  
Filing Fee &  
Certificate of  
Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

FROM: Lynne Brown  
Name (Printed or typed)

6344 9th Avenue South  
Address

Gulfport, Florida 33707  
City, State & Zip

(727) 347-5932  
Daytime Telephone number

LBrown6344@aol.com  
E-mail address: (to be used for future annual report notification)

**NOTE: Please provide the original and one copy of the articles.**

**ARTICLES OF INCORPORATION**  
**OF**  
**GULFPORT ARTS CENTER, INC.**  
**A NONPROFIT CORPORATION**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a corporation not for profit under Chapter 617, Florida Statutes, hereby certifies:

**ARTICLE I**  
**NAME**

The name of this corporation is: GULFPORT ARTS CENTER, INC.

**ARTICLE II**  
**PRINCIPAL ADDRESS**

The principal place of business and mailing address of the corporation is:

6344 9th Avenue South, Gulfport, Florida 33707.

**ARTICLE III**  
**PURPOSE**

1. The corporation is organized and shall be operated as a corporation not for profit, exclusively for religious, charitable, literary and educational purposes as described in Section 501(c)(3) of the Internal Revenue Code of 1986, as now or hereafter amended ("Code"). Such purposes shall include, but not be limited to, educating and collaborating with other organizations and individuals to enhance their knowledge as it pertains to the arts.

2. 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 be empowered to make the election authorized under Code Section 501(h). 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.

3. Notwithstanding any other provision of these articles, the corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under Code Section 501(c)(3) or by an organization, contributions to which are deductible under Code Section 170(c)(2).

4. Solely for the above purposes, the corporation is empowered to exercise all rights and powers conferred by the laws of the State of Florida upon corporations not for profit, including, but without limitation thereon, to receive gifts, bequests and contributions in any form, to use, apply, invest and reinvest the principal and/or income therefrom or distribute the same for the above purposes.

5. Without in any way limiting the foregoing purposes, the corporation shall be authorized to receive contributions and to make distributions of cash and property which qualify as "qualifying distributions," as defined in Code Section 4942(g) or which qualify as a "set-aside," as described in Code Section 4942(h).

**ARTICLE IV**  
**MANNER OF ELECTION OF DIRECTORS**

The method of election of the corporation's directors shall be stated in the bylaws.

**ARTICLE V**  
**LIMITATIONS**

1. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 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, 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 Code Section 501(c)(3), or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Code Section 170(c)(2), or the corresponding section of any future federal tax code.

2. The corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by Code Section 4942, or the corresponding section of any future federal tax code.

3. The corporation will not engage in any act of self-dealing as defined in Code Section 4941(d), or the corresponding section of any future federal tax code.

4. The corporation will not retain any excess business holdings as defined in Code Section 4943(c), or the corresponding section of any future federal tax code.

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TALLAHASSEE, FLORIDA

5. The corporation will not make any investments in a manner as to subject it to tax under Code Section 4944, or the corresponding section of any future federal tax code.

6. The corporation will not make any taxable expenditures as defined in Code Section 4945(d), or the corresponding section of any future federal tax code.

**ARTICLE VI**  
**DISTRIBUTION OF ASSETS ON DISSOLUTION**

In the event the corporation dissolves, the board of directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, distribute all remaining assets of the corporation exclusively to charitable organizations which would then qualify under the provisions of Code Section 501(c)(3) and the treasury regulations, as now they exist, or as they may hereafter be amended.

**ARTICLE VII**  
**INITIAL DIRECTORS AND/OR OFFICERS**

Lynne Brown, Director and Treasurer	6344 9th Avenue South. Gulfport, Florida 33707
Michael McCue, Director and Secretary	5001 28th Avenue South Gulfport, Florida 33707
Hugo Porcaro, Director and President	2807 54th Street South Gulfport, Florida 33707
James D. Thaler, Jr., Director	1522 Hull Street South Gulfport, Florida 33707
Annette Vedsegaard-Ross, Director and Vice President	2900 52nd Street South Gulfport, Florida 33707

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TALLAHASSEE  
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**ARTICLE VII**  
**INITIAL REGISTERED OFFICE AND AGENT**

The name and street address of the initial registered office of the corporation are:

Lynne Brown, 6344 9th Avenue South, Gulfport, Florida 33707

ARTICLE VIII  
INCORPORATOR

The name and address of the person signing these Articles are:

Lynne Brown, 6344 9th Avenue South, Gulfport, Florida 33707

IN WITNESS WHEREOF, the undersigned has subscribed her name this 14th day of May, 2009, at Gulfport, Florida.

Lynne Brown  
Authorized Representative

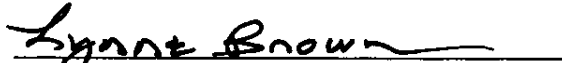
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DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING REGISTERED AGENT  
AND STREET ADDRESS FOR SERVICE OF PROCESS  
WITHIN FLORIDA

Pursuant to Fla. Stat. § 48.091, GULFPORT ARTS CENTER, INC.,  
desiring to organize under the laws of the State of Florida, hereby designates  
Lynne Brown located at 6344 9th Avenue South, Gulfport, Florida 33707 as its  
registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered  
agent to accept service of process for the above-named corporation, at the place  
designated above, and agrees to comply with the provisions of Fla. Stat. §  
48.091 relative to maintaining an office for the service of process.

  
Lynne Brown

4:31 PM '18  
09 MAY 18 PM 4:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA