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FLORIDA PROFIT/NON PROFIT CORPORATION
VISIT DUNEDIN, INC.

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**ARTICLES OF INCORPORATION
OF
VISIT DUNEDIN, INC.**

The undersigned, being qualified to act as an incorporator, hereby makes, subscribes, acknowledges, and files with the Florida Secretary of State these Articles of Incorporation for the purpose of forming a Corporation Not For Profit in accordance with Chapter 617 of the Florida Statutes, and other laws of the State of Florida.

**ARTICLE I
Name**

The name of this Corporation is VISIT DUNEDIN, INC.

**ARTICLE II
Purpose and Not For Profit Status**

The Corporation is organized and shall be operated exclusively for the following purposes:

To be an organization of businesses and professional persons in the City of Dunedin, Florida to raise funding through private donations and public grants solely in order to market the City of Dunedin, Florida as a tourist destination through publication and dissemination of web, television, print, and other forms of media as directed by a volunteer Board of Directors; and to disburse all such funds in furtherance of marketing the City of Dunedin, Florida as described above.

The Corporation is a Corporation Not For Profit as defined in the Florida Not For Profit Corporation Act, set forth in Chapter 617 of the Florida Statutes. The Corporation is not formed for pecuniary profit.

**ARTICLE III
Principal Place of Business
and Mailing Address**

The initial street address and mailing address of the principal office of this Corporation is 1029 Michigan Drive W., Dunedin, Florida 34698. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

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ARTICLE IV
Term of Existence

The date when corporate existence for the Corporation shall commence shall be the date of filing of these Articles of Incorporation by the office of the Florida Secretary of State, and the Corporation shall have perpetual existence thereafter, unless sooner dissolved pursuant to applicable law or the By-Laws of the Corporation.

ARTICLE V
Members

The Corporation shall not have any members as defined in the Florida Not For Profit Corporation Act.

ARTICLE VI
Initial Registered Agent and Office

The name of the initial registered agent of this Corporation is DANIEL ZUCKER. The street address of the initial registered office of this Corporation is 1029 Michigan Drive W., Dunedin, Florida 34698.

ARTICLE VII
Powers

The powers of the Corporation shall be as enumerated in the Florida Not For Profit Corporation Act.

ARTICLE VIII
Limitations

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, Directors, or officers, or any private shareholder or individual, except to the extent permissible under law. 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 II.

ARTICLE IX
Directors

The management of the Corporation shall be vested in a Board of Directors. The number of Directors constituting the initial Board of Directors shall be eight (8). The number of Directors may be increased or decreased, from time to time, in accordance with the Corporation's By-Laws, but shall never be less than three (3). The Directors shall be elected and appointed as set forth in the By-Laws. The name and address of each initial Director of the Corporation are as follows:

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<u>Name</u>	<u>Address</u>
Daniel Zucker	1029 Michigan Drive W. Dunedin, Florida 34698
Lynn Wargo	301 Main Street Dunedin, Florida 34698
Pete Krulder	1 Causeway Blvd. Dunedin, Florida 34698
Ken Hanon	2233 Cypress Pt. Drive Clearwater, Florida 33763
Bill Francisco	1587 Main Street, Suite A Dunedin, Florida 34698
Gregory Brady	580 Skinner Blvd. Dunedin, Florida 34698
Jane Sweeney	314 Main Street Dunedin, Florida 34698
Gabriella Mullins	1035 Broadway Dunedin, Florida 34698

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ARTICLE X
By-Laws

The By-Laws of the Corporation are to be adopted by the Board of Directors at the first (1st) meeting of the Board of Directors. The By-Laws may be altered, amended, or rescinded by the Board of Directors.

ARTICLE XI
Amendment

These Articles of Incorporation may be amended, altered, or changed at any time, and from time to time, in the manner now or hereafter prescribed by the Board of Directors.

ARTICLE XII
Distribution on Dissolution

In the event of dissolution of the Corporation, the residual assets of the Corporation will be turned over to one (1) or more organizations which are exempt as organizations described in Sections 501(c)(3) or 170(c)(2) of the Internal Revenue Code of 1986, as amended (the "Code"),

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or corresponding sections of the Code as subsequently amended, or to the federal, state, or local government to be used exclusively for public purposes.

ARTICLE XIII
Indemnification

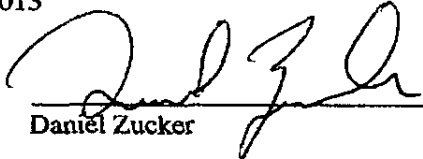
The Corporation shall indemnify each officer (if any) and Director, including former officers and Directors, to the full extent permitted under the Florida Not For Profit Corporation Act.

ARTICLE XIV
Incorporator

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

Daniel Zucker
1029 Michigan Drive W.
Dunedin, Florida 34698

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 12th day of August, 2013

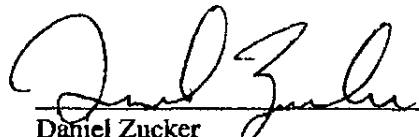
 (SEAL)
Daniel Zucker

"Incorporator"

REGISTERED AGENT'S ACCEPTANCE

Having been named as Registered Agent to accept service of process for the above stated Corporation at the place designated in these Articles of Incorporation, the undersigned, by execution hereof, hereby accepts all of the duties and responsibilities of a Registered Agent for VISIT DUNEDIN, INC. and agrees 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 duties and obligations of my position as Registered Agent.

8-12-13
Date

 (SEAL)
Daniel Zucker

"Registered Agent"

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