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LAW OFFICE OF
THOMAS G. DEPETER, P.A.
P.O. BOX 1590
385 WEST CENTRAL AVENUE
NEWBERRY, FLORIDA 32669
PHONE: (904) 472-5500
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July 26, 1995

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

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*****78.75 *****78.75

RE: Filing Articles of Incorporation for Newberry Lions Club, Inc.

Dear Records Official:

Enclosed are the following documents relating to the incorporation of Newberry Lions Club, Inc., a not for profit corporation:

- (1) Articles of Incorporation of Newberry Lions Club, Inc. signed by the incorporator of the corporation;
- (2) Designation of Registered Agent and Acceptance signed by the registered agent of the corporation; and
- (3) a check in the amount of \$78.75 for filing the Articles of Incorporation (\$35.00), Designation of Registered Agent and Acceptance (\$35.00), and for issuance of a Certificate of Status (\$8.75) of the corporation.

Please file the Articles of Incorporation and Designation of Registered Agent and Acceptance. After the articles have been filed, please forward a Certificate of Status to Thomas G. DePeter, P.A. in the enclosed return envelope.

If you have any questions, please contact me. Thank you very much for your assistance.

Sincerely,

Thomas G. DePeter

D. REGISTER JUL 28 1995

FILED
95 JUL 27 10:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosures

**ARTICLES OF INCORPORATION
OF
NEWBERRY LIONS CLUB, INC.
(A NOT FOR PROFIT CORPORATION)**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators of a corporation pursuant to Chapter 617, Florida Statutes, adopt the following Articles of Incorporation for such corporation:

ARTICLE ONE: NAME

The name of the corporation is Newberry Lions Club, Inc.

ARTICLE TWO: DURATION

The duration of the corporation is perpetual. Corporate existence shall commence on the date of filing of these Articles of Incorporation.

ARTICLE THREE: PURPOSE

The purposes and objects of this corporation shall be:

- (1) To create and foster a spirit of understanding among the people of the world.
- (2) To promote the principles of good government and good citizenship.
- (3) To take an active interest in the civic, cultural, social and moral welfare of the community.
- (4) To unite the clubs in the bonds of friendship, good fellowship and mutual understanding.
- (5) To provide a forum for the open discussion of all matters of public interest; provided, however, that partisan politics and sectarian religion shall not be debated by club members.
- (6) To encourage service-minded men and women to serve their community without personal financial reward, and to encourage efficiency and promote high ethical standards in commerce, industry, profession, public works and private endeavors.
- (7) Generally to carry out at Newberry, Alachua County, Florida, the principles and teachings of the International Association of Lions Clubs, a service club organization with whom the Newberry Lions Club, Inc. is affiliated.
- (8) That, except as herein limited, this corporation shall have and exercise all the powers granted to corporations by the laws of the State of Florida.
- (9) To incorporate the unincorporated association known as the Newberry Lions Club.

ARTICLE FOUR: AUTHORIZATION FOR INCORPORATION

That the Newberry Lions Club, Inc. is chartered by, and under the supervision of, The International Association of Lions Clubs of Oak Brook, Illinois, and is governed by the Constitution and Bylaws of said Association.

ARTICLE FIVE: REGISTERED OFFICE AND AGENT

The principal office address of the corporation is 385 West Central Avenue, Newberry, Florida 32669, and the mailing address of the corporation is the P.O. Box 1590, Newberry, Florida 32669, and the name of the corporation's initial registered agent at such address is Thomas G. DePeter.

ARTICLE SIX: FIRST BOARD OF DIRECTORS

The following persons shall serve the corporation as directors until the first annual meeting or other meeting called to elect directors.

Jack Varnon	22808 NW 62nd Avenue Newberry, Florida 32669
Thomas G. DePeter	P.O. Box 1590 Newberry, Florida 32669
Gene Elliot	P.O. Box 511 Newberry, Florida 32669
Charles Smith	P.O. Box 1151 Newberry, Florida 32669
Ellen Adams	4006 NW 13th Place Gainesville, Florida 32605
Don Davis	70 Turkey Creek Alachua, Florida 32615
Raymond R. Durst	P.O. Box 966 Newberry, Florida 32669
Harold Philpot	P.O. Box 385 Newberry, Florida 32669
Bob Respass	2325 SW 73rd Terrace Gainesville, Florida 32607
Bill Stone	16906 SW 5th Place Newberry, Florida 32669
J. T. Rogers	P.O. Box 335 Newberry, Florida 32669

ARTICLE SEVEN: ORGANIZATIONAL BASIS

This corporation is organized under a non-stock basis. The corporation shall have no capital stock and shall not engage in business for profit, but shall be supported by gifts, bequests, benefits, contributions and fees and dues paid by members. Membership in the corporation shall be governed and controlled as provided in the Constitution and Bylaws of this corporation.

The corporation is a not for profit corporation as defined by the Not For Profit Corporation Act in Section 617.01 of the Florida Statutes. As such, it is not organized for the pecuniary gain or profit of, and its net earnings nor any part thereof is distributable to, its members, directors, officers, or other private persons except as specifically permitted under the provisions of the Florida Not For Profit Corporation Act. No part of the earnings, income or receipts of this corporation shall ever inure to the benefit of or be distributed to any individual, member, or members of this corporation.

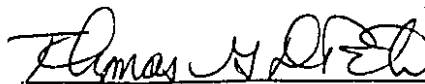
ARTICLE EIGHT: MANAGEMENT OF CORPORATE AFFAIRS

The officers by whom, and the manner in which the objects and purposes of this corporation shall be carried out, shall be as provided by the Constitution and Bylaws of this corporation. Bylaws will be hereafter adopted at the first meeting of the board of directors. Such bylaws may be amended, repealed, in whole or in part, in the manner provided in the bylaws. Any amendments to the bylaws shall be binding on all members of the corporation.

ARTICLE NINE: INCORPORATOR

The incorporator of this corporation is Thomas G. DePeter, whose address is P.O. Box 1810, Newberry, Florida 326609.

Dated 7/25/95



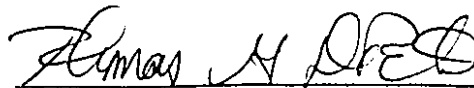
Thomas G. DePeter
Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DESIGNATION OF REGISTERED AGENT AND ACCEPTANCE

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 am familiar with and accept the obligations of my position as registered agent.

Dated 7/25/95



Thomas G. DePeter
Registered Agent