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June 19, 1998

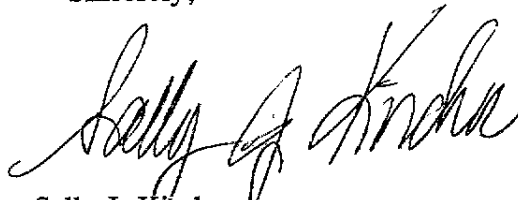
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Secretary of State
State of Florida
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Enclosed are Articles of Incorporation for Newfs on Parade, Incorporated and a check, made payable to the Secretary of State, in the amount of One Hundred twenty-two & 50/100 Dollars (\$122.50) to cover the cost of filing these Articles. Please return a certified copy to me in the pre-stamped, self-addressed Priority Mail envelope.

Thank you for your cooperation in this matter.

Sincerely,


Sally J. Kircher

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AND
FILED
98 JUN 25 PM 12:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

6/22
Check returned to Ruth

B. BROCK JUN 24 1998
W98-000014239

ARTICLES OF INCORPORATION
OF
NEWFS ON PARADE, INCORPORATED
A FLORIDA NONPROFIT CORPORATION

ARTICLE ONE

Name

The name of the Corporation is Newfs On Parade, Incorporated

ARTICLE TWO

Principal Office and Address

The address of the principal office of the corporation is One Independent Drive, Suite 3303, Jacksonville, Florida 32202 and the mailing address of the corporation is One Independent Drive, Suite 3303, Jacksonville, Florida 32202.

ARTICLE THREE

Duration

The term of existence of the Corporation is perpetual; and the corporate existence will commence on the filing of these articles by the Department of State.

ARTICLE FOUR

Purpose

(1) The purposes for which the corporation is organized are to receive and maintain real or personal property, or both, and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for

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TALLAHASSEE, FLORIDA

charitable, religious, scientific, literary, or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended.

ARTICLE FIVE

Limitation On Powers

- (1) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, any Director, Officer, or member of the corporation, or any other private individual (except that reasonable expenses may be paid in connection with services rendered to the corporation affecting one or more of the corporation's purposes), and no Director or Officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. No substantial part of the activities of the corporation shall include the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall neither participate nor intervene (including the publication or distribution of statements) in any political campaign on behalf of any candidate for public office, at any time.
- (2) The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by Section 4942 of the Internal Revenue Code , or corresponding provisions of any subsequent federal tax laws.
- (3) The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code , or corresponding provisions of any subsequent federal tax laws.
- (4) The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code , or corresponding provisions of any subsequent federal tax laws.

(5) The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code , or corresponding provisions of any subsequent federal tax laws.

(6) The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code , or corresponding provisions of any subsequent federal tax laws.

(7) Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and the Regulations as they now exist or as they may hereafter be amended.

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

ARTICLE SIX

Directors

DIRECTORS

The Board of Directors shall consist of from three to fifteen members, with the initial Board of Directors consisting of the following three persons:

Sally J. Kircher
10150 Cross Green Way
Jacksonville, Florida 32202

Dawn Faynor
1508 Northeast 13th Street
Cape Coral, Florida 33909

Candace McMahon
2809 Shamrock N
Tallahassee, FL 32308

The method of election of the directors of the Corporation after the term of the initial directors has expired is set forth in the bylaws.

ARTICLE SEVEN

Registered Office and Agent

The initial registered office of the Corporation shall be located at One Independent Drive, Suite 3303, Jacksonville, Florida 32202. The initial registered agent of the Corporation at that address shall be Sally J. Kircher.

ARTICLE EIGHT

Incorporators

The names and residence addresses of the incorporators are:

Name	Address
Sally J. Kircher	One Independent Drive Suite 3303 Jacksonville, Florida 32202

IN WITNESS WHEREOF, I have subscribed my name this 18th day of June, 1998.1

Sally J. Kircher

 Sally J. Kircher, Incorporator

This instrument was prepared by Patricia Vail whose address is One Independent Drive, Suite 3303, Jacksonville, Florida 32202.

Patricia Vail

 Patricia Vail

STATE OF FLORIDA)

COUNTY OF DUVAL)

BEFORE ME, the undersigned authority, personally appeared Sally J. Kircher who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to these Articles of Incorporation on the 19th day of June, 1998. Sally J. Kircher is personally known to me or has produced _____ as identification.

Ruth D. Smith

Ruth Smith
NOTARY PUBLIC, State of Florida
 My Commission Number is:
 My Commission expires:



Ruth D Smith
 My Commission CC676221
 Expires September 01, 2001


CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE. NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statute, the following is submitted, in compliance with said Act.

First, that Newfs On Parade, Inc. desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation in Jacksonville, Duval County, State of Florida, has named **Sally J. Kircher**, located at One Independent Drive, Suite 3303, Jacksonville, Duval County, State of Florida 32202, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the responsibility to act in this capacity and I agree to comply with the provision of said Act relative to keeping open said office.

By: 
Sally J. Kircher

98 JUN 25 PM 12: 54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED