

N99000007207

TRANSMITTAL LETTER

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

900003063299-7
-12/07/99-01074-003
*****87.50 *****87.50

SUBJECT: Children's Christmas Party of Jacksonville, 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: R. Travis Storey
Name (Printed or typed)

2217 Miller Oaks Drive, North
Address

Travis GAVE
AUTHORIZATION BY PHONE TO
CORRECT principal
DATE 12/8
DOC. EXAM BC
Jacksonville, FL 32217
City, State & Zip

904-448-9670
Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1999 DEC - 7 AM 9:19

FILED

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

BC

FILED

1999 DEC -7 AM 9:19

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

CHILDREN'S CHRISTMAS PARTY OF JACKSONVILLE, INC.

A Florida Corporation Not For Profit

ARTICLE I

NAME

The name of this corporation is CHILDREN'S CHRISTMAS PARTY OF JACKSONVILLE, INC.

ARTICLE II

PURPOSES

This corporation is organized for the purpose of devoting and applying the property of the corporation and the income derived therefrom exclusively for charitable purposes, including, but not limited to, providing toys and Christmas gifts to children. This corporation shall have all of the powers conferred upon a corporation by the laws of the State of Florida, except as herein prohibited or as forbidden by the Bylaws of the corporation, necessary or desirable to carry out its charitable purposes, consistent with the laws of the State of Florida and Section 501(c)(3) of the Internal Revenue Code (as it now exists or may be amended). This corporation expressly is prohibited from carrying on activities other than charitable activities beyond the limit permitted by Section 501(c)(3) of the Internal Revenue Code (as it now exists or may be amended).

ARTICLE III

TERM OF EXISTENCE

The term for which this corporation shall exist shall be perpetual, commencing on the date of filing of these Articles.

ARTICLE IV

**INITIAL REGISTERED OFFICE AND AGENT
AND PRINCIPAL OFFICE**

The initial registered office of this corporation in the State of Florida is 2217 Miller Oaks Drive North, Jacksonville, Florida 32217, and the name of the initial registered agent of this corporation at that address is R. Travis Storey. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

ARTICLE V

INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) Directors initially. The number of Directors may be increased or diminished from time to time, by amendment to the Bylaws, but in no event shall the number of Directors be reduced below three (3). The names and addresses of the initial Directors of this corporation are:

NAMES	ADDRESSES
Mr. R. Travis Storey	2217 Miller Oaks Drive, North Jacksonville, Florida 32217
Ms. Margaret Storey	2217 Miller Oaks Drive, North Jacksonville, Florida 32217
Mr. Anthony Nesmith	1035 Arco Drive Apartment 35 Jacksonville, Florida 32211

ARTICLE VI
INCORPORATOR

The name and address of the Incorporator of this corporation is:

NAMES	ADDRESSES
R. Travis Storey	2217 Miller Oaks Drive, North Jacksonville, Florida 32217

ARTICLE VII
MEMBERS

The Members of this corporation shall be nominated by the Members, in the aggregate, or the Executive Council and shall be elected to membership by the affirmative vote of at least a majority of the Members in the aggregate, or the Executive Council. In order to be considered for membership, an applicant must have a desire to assist in providing toys and Christmas gifts to children. Honorary membership may be conferred by the affirmative vote of at least a majority of the Members in the aggregate or Executive Council upon such persons who have distinguished themselves by contributions or by benefactions to the assistance of children. Members and Honorary Members shall be entitled to attend all meetings of this corporation and

receive all publications. Members and Honorary Members shall be eligible to vote, hold office, or serve as members of committees.

ARTICLE VIII

OFFICERS

The officers of the corporation shall be elected by the Members annually and the manner provided in the Bylaws; and each officer shall hold his respective office for one (1) year or until his successor is duly elected and qualified, and shall have such powers and duties as may be prescribed in the Bylaws or determined by the Board of Trustees. Any person may hold two (2) or more offices, except that the President shall not serve either as Secretary or Assistant Secretary of this corporation.

ARTICLE IX

EXECUTIVE COUNCIL

The officers of this corporation shall serve as the Executive Council. The Executive Council shall conduct the day-to-day business of the corporation between annual meetings of the Members and the Board of Trustees and shall approve the expenditures of funds.

ARTICLE X

BYLAWS

Both the Members and the Board of Trustees may repeal, amend, or adopt Bylaws for the corporation, pursuant to these Articles, except that the Members may prescribe in any Bylaws made by them that such Bylaws shall not be altered, repealed, or amended by the Board of Trustees.

ARTICLE XI
AMENDMENTS

These Articles of Incorporation may be amended in the manner provided below. Any proposed amendment to these Articles must be presented to the Secretary of this corporation in writing and signed by three (3) Members. Such proposed amendment then shall be mailed by the Secretary of this corporation to all Members at least thirty (30) days prior to the next regular meeting of Members. An amendment to these Articles must be approved and adopted by the affirmative vote of at least three-fourths of the Members responding to a mail ballot or of the Members present and voting at such meeting.

ARTICLE XII
DISPOSITION OF ASSETS UPON DISSOLUTION

In the event that this corporation is dissolved and ceases to exist for its stated purposes, the net assets of the corporation shall be distributed and paid over absolutely to such entity or entities as the Board of Trustees may designate provided that such entity or entities perform substantially the same function as this corporation and meet the requirements of Section 501(c)(3) of the Internal Revenue Code, as it now exists or from time to time may be amended.

IN WITNESS WHEREOF, the undersigned Incorporator, being a natural person competent to contract, has hereunto set his hand this 6th day of December, 1999.

R. Travis Storey
R. Travis Storey, Incorporator

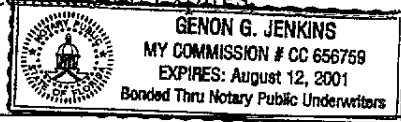
STATE OF FLORIDA)
)
COUNTY OF DUVAL)

BEFORE ME personally appeared R. Travis Storey, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation of CHILDREN'S CHRISTMAS PARTY OF JACKSONVILLE, INC., and he acknowledged before me that he signed such Articles of Incorporation for the uses and purposes therein set forth.

WITNESS my hand and official seal at Jacksonville, Duval County, Florida, this 6th day of December, 1999.

Genon G. Jenkins
Notary Public, State of Florida at Large

My Commission Expires:

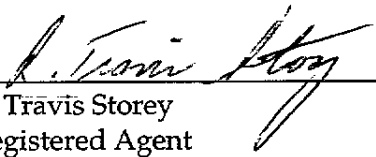


[Notarial Seal]

**CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF
REGISTERED AGENT OF
CHILDREN'S CHRISTMAS PARTY OF JACKSONVILLE, INC.**

Pursuant to Sections 48.091 and 607.034, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida upon CHILDREN'S CHRISTMAS PARTY OF JACKSONVILLE, INC., a corporation organized under the laws of the State of Florida, does hereby accept the appointment as such Registered Agent for the above-named corporation, and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said corporation, which Registered Office is located at the following street address 2217 Miller Oaks Drive, North, Jacksonville, Florida 32217.

IN WITNESS WHEREOF, I, such designated Registered Agent, having hereunto set my hand at Jacksonville, Duval County, Florida, on this 6th day of December 1999.



R. Travis Storey
Registered Agent

1999 DEC - 7 AM 9:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED