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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

July 30, 1999

Corporate Records Bureau
Division of Corporations
Secretary of State
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Tallahassee, Florida 32301
32314

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-08/04/99-01047-004
*****78.75 *****78.75

To Whom It May Concern:

Enclosed please find the original and one copy of the Articles of Incorporation of FRIENDS OF ANNAMARY DICKEY, INC. to be filed with your office. Also enclosed is a check in the amount of \$ 78.75 for the filing fee in this matter.

Thank you for your assistance.

Very truly yours,



Annetta Y. Monroe, Director
10904 Montrose Avenue
Temple Terrace, FL 33617

D. BROWN AUG 10 1999

ARTICLES OF INCORPORATION

OF

FRIENDS OF ANNAMARY DICKEY, INC.

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The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby declare their intention to form a corporation not for profit under the laws of the State of Florida.

Article I

The name of this corporation is FRIENDS OF ANNAMARY DICKEY, INC.

Article II

The purpose for which this corporation is organized is to:

1. Establish the Annamary Dickey Memorial Scholarship Fund
2. Establish the Annamary Dickey Award (A.D.A) given to a University of South Florida Senior/Graduate Voice Performance student, planning to make a career in Opera.
3. To engage in the transaction of any and all business of a non-profit corporation permitted under the laws of the United States and the laws of the State of Florida.

Article III

The qualification of members and the manner of their admission is as hereafter stated. The members of this corporation shall be the Board of Directors of this corporation. To be eligible to serve as a Director of this corporation, one must be a natural person competent to contract. Once every year, the Directors of this corporation shall be appointed by the existing Board of Directors.

Article IV

This corporation shall have perpetual existence.

Article V

The names and residences of the subscribers to these Articles of Incorporation are as follows:

Annetta Y. Monroe
10904 Montrose Avenue
Temple Terrace, Florida 33617

Joanna M. Rando
3129 Oakland Shores Drive
A-103
Oakland Park, Florida 33309

Cynthia Jacoby
Muelhauser Str. 35
D-66115 Saarbruecken, Germany

ARTICLE VI

The Board of Directors shall set the policy of this corporation. A quorum at any Board of Directors meeting shall be a majority of the members of the Board of Directors. At any meeting of the Board of Directors at which a quorum is established, all actions by the Board of Directors shall be taken by a simple majority, but at least two, of the members present at the meeting and voting upon any particular matter. Meetings and voting may be taken by telephone conference calls.

ARTICLE VII

The number of persons constituting the Board of Directors shall not be less than three (3) nor more than fifteen (15), and the names of the persons who are to serve as the first Directors of this Corporation are as follows:

Annetta Monroe
Cynthia Jacoby
William McDonald
Joanna Rando
Janet Dickey

ARTICLE VIII

The bylaws of this corporation are to be made, altered or recinded by the Board of Directors in the same manner as all other actions of the Board of Directors are to be taken as provided by Article VI of these Articles of Incorporation.

ARTICLE IX

These Articles of Incorporation may be amended by the Board of Directors in the same manner as all other actions of the Board of Directors are to be taken as provided by Article VI of these Articles of Incorporation.

ARTICLE X

The private property of the members of this corporation shall not be liable for its corporate debts.

ARTICLE XI

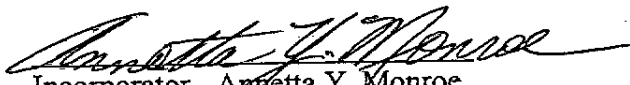
This corporation is not organized for a pecuniary profit. It shall not have any power to issue certificates of stock or declare dividends, and no part of its net earnings shall inure to the benefit of any member or Directors.

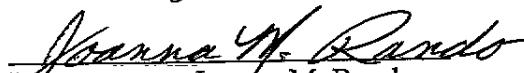
ARTICLE XII

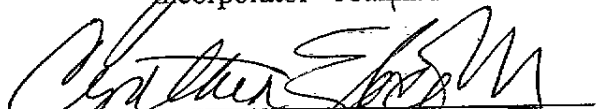
The principal office of this corporation shall be 10904 Montrose Avenue, Temple Terrace, Florida 33617. The mailing address of this corporation shall be the same address as the principal office address.

The street address of the initial registered office of this corporation is 10904 Montrose Avenue, Temple Terrace, Florida 33617. The name of the initial registered agent at that address is ANNETTA Y. MONROE.

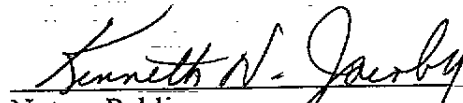
IN WITNESS WHEREOF, the undersigned subscribers have executed the foregoing Articles of Incorporation this 1 day of August, 1999.


Incorporator - Annetta Y. Monroe


Incorporator - Joanna M. Rando


Incorporator - Cynthia Jacoby

SWORN TO AND SUBSCRIBED before me this 1ST day of August, 1999.


Notary Public


My commission expires:



Kenneth N. Jacoby
MY COMMISSION # CC507812 EXPIRES
December 29, 1999
BONDED THRU TROY FAIR INSURANCE, INC.

ACCEPTANCE BY REGISTERED AGENT

I hereby acknowledge I am familiar with and accept the duties and responsibilities as registered agent for said corporation.


Annetta Y. Monroe
10904 Montrose Avenue
Temple Terrace, Florida 33617

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