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ROBERTS & LAW, P.A.

ATTORNEYS AT LAW
POST OFFICE BOX 37
250 S. MAIN AVENUE
GROVELAND, FLORIDA 34736

TELEPHONE NUMBER: (352) 429-2183

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FILED
00 OCT 30 AM 11:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTHUR E. ROBERTS
(1929-1997)

October 26, 2000

JULIA R. LAW

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

100003444321--7
-10/30/00--01139--008
122.50 **78.75

Re: Friends of Marion Baysinger Memorial Library, Inc.

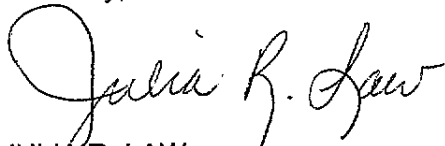
Gentlemen:

Relative to the subject new corporation, enclosed please find the original and one copy of the articles of incorporation, which I would appreciate your filing and returning the copy to me certified.

Also enclosed is my trust account check in the amount of \$122.50, representing the \$35.00 filing fee, \$52.50 for certified copy, and \$35.00 for registered agent fee.

Thanking you for your assistance in this matter, I remain

Sincerely,



JULIA R. LAW

JRL/bs

Enclosures



ARTICLES OF INCORPORATION
OF
FRIENDS OF MARION BAYSINGER MEMORIAL LIBRARY, INC.
(A Florida Not For Profit Corporation)

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TALLAHASSEE, FLORIDA

The undersigned persons, acting as incorporators of a corporation not for profit under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, adopt the following Articles of Incorporation for such corporations:

ARTICLE I

The name of the corporation is FRIENDS OF MARION BAYSINGER
MEMORIAL LIBRARY, INC.

ARTICLE II

The corporation shall have perpetual duration.

ARTICLE III

The corporation is a not for profit corporation. The purposes for which the corporation is organized are:

- a. The specific and primary purposes for which this corporation is formed are to operate for the advancement of charity and education and for other charitable purposes, "by the distribution of its funds for such purposes, and particularly for the enhancement of library services provided to the public by Marion Baysinger Library".
- b. The general purposes for which this corporation is formed are to operate exclusively for such charitable and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that code.
- c. This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

ARTICLE IV

The corporation is organized upon a nonstock basis as defined in Section 617.105, of the Florida Statutes. The corporation shall have a membership distinct from

the board of directors. The authorized number and qualifications of the members of the corporation, the manner of their admission, the different classes of members, and their liability for dues and assessments and the method of collection thereof, shall be as required in the bylaws.

ARTICLE V

The street address of the initial registered office of the corporation is 250 South Main Avenue, in the City of Groveland, County of Lake, State of Florida 34736. The name of its initial registered agent at such address is JULIA R. LAW.

ARTICLE VI

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a board of directors. The number of directors of the corporation shall be three; provided, however, that such number may be changed by a bylaw duly adopted pursuant to the bylaws of this corporation.

The directors named herein as the first board of directors shall hold office until the first meeting of members, to be held on October 31, 2000, at which time an election of directors shall be held.

At the first annual meeting, the members shall elect three (3) directors for a term of one (1) year. Annual meetings shall be held on the second Wednesday of October of each year at the principal office of the corporation, or at such other place or places as the board of directors may designate from time to time by resolution.

Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting, if all the members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law that relates to action so taken shall state that the action was taken by unanimous written consent of the board of directors without a meeting and that the articles of incorporation and bylaws of this corporation authorize the directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and residential addresses of the persons who are to serve as the initial directors are:

<u>NAME</u>	<u>ADDRESS</u>
HOPE SOWARDS	6540 Cherry Lake Road Groveland, Florida 34736
MICKEY HODGES	274 Hidden View Drive Groveland, Florida 34736
SALLY RAYMAN	3 Lakeview Street Mascotte, Florida 34753

ARTICLE VII

The name and residential address of each incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
HOPE SOWARDS	6540 Cherry Lake Road Groveland, Florida 34736
MICKEY HODGES	274 Hidden View Drive Groveland, Florida 34736
SALLY RAYMAN	3 Lakeview Street Mascotte, Florida 34753

ARTICLE VIII

The board of directors shall elect the following officers; president, treasurer, and secretary, and such other officers as the bylaws of this corporation may authorize the directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the board of directors. Until such election is held, the following persons shall serve as corporate officers:

MICKEY HODGES	President	274 Hidden View Drive Groveland, Florida 34736
MARIE PADGETT	Secretary	564 East Magnolia Street Groveland, Florida 34736
HOPE SOWARDS	Treasurer	6540 Cherry Lake Road Groveland, Florida 34736

ARTICLE IX

Subject to the limitations contained in the bylaws and any limitations set forth in the Not For Profit Corporation Act of Florida described above, concerning corporate action that must be authorized or approved by the members of the corporation, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of directors or by following the procedure set forth therefor in the bylaws.

ARTICLE X

The property of this corporation is irrevocably dedicated to charitable and educational purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any private individual.

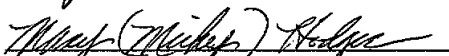
ARTICLE XI

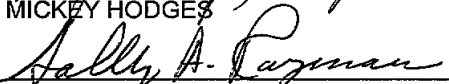
Upon the dissolution or winding up of this corporation, its assets remaining after payment or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a not for profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of two thirds of a quorum of members of the corporation.

We, the undersigned, being the incorporators of this corporation, for the purpose of forming this not for profit charitable corporation under the Laws of Florida, have executed these articles of incorporation this 26th day of October, 2000.


HOPE SOWARDS


MICKEY HODGES


SALLY RAYMAN

STATE OF FLORIDA
COUNTY OF LAKE

I HEREBY CERTIFY THAT ON THIS DAY BEFORE ME, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared HOPE SOWARDS who is personally known to me or who produced _____, as identification, who is one of the incorporators in the foregoing Articles of Incorporation, and acknowledged that she subscribed to these Articles of Incorporation

WITNESS my hand and seal in the County and State named above this
22nd day of September, 2000.

Barbara L. Hodges
Notary Public



Barbara L. Hodges
MY COMMISSION # CC657271 EXPIRES
October 10, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

STATE OF FLORIDA
COUNTY OF LAKE

I HEREBY CERTIFY THAT ON THIS DAY BEFORE ME, a Notary Public,
duly authorized in the State and County named above to take acknowledgments,
personally appeared MICKEY HODGES, who is personally known to me or who
produced FLDL# H322-592-37-601-0, as
identification, who is one of the incorporators in the foregoing Articles of
Incorporation, and acknowledged that he subscribed to these Articles of
Incorporation

WITNESS my hand and seal in the County and State named above this
28th day of September, 2000.

Beverly S. Staples
Notary Public



Beverly S. Staples
MY COMMISSION # CC790547 EXPIRES
January 15, 2003
BONDED THRU TROY FAIR INSURANCE, INC.

STATE OF FLORIDA
COUNTY OF LAKE

I HEREBY CERTIFY THAT ON THIS DAY BEFORE ME, a Notary Public,
duly authorized in the State and County named above to take acknowledgments,
personally appeared SALLY RAMAN, who is personally known to me or who
produced FLDL# R550-781-36-591-0, as identification,
who is one of the incorporators in the foregoing Articles of Incorporation, and
acknowledged that she subscribed to these Articles of Incorporation

WITNESS my hand and seal in the County and State named above this
26th day of October, 2000.

Beverly S. Staples
Notary Public



Beverly S. Staples
MY COMMISSION # CC790547 EXPIRES
January 15, 2003
BONDED THRU TROY FAIR INSURANCE, INC.

**STATE OF FLORIDA
DEPARTMENT OF STATE**

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED AND NAMES AND ADDRESSES OF THE OFFICERS AND DIRECTORS.

The following is submitted, in compliance with Chapter 617.023, Florida Statutes:

FRIENDS OF MARION BAYSINGER MEMORIAL LIBRARY, INC., a corporation not for profit, organized (or organizing) under the laws of the State of Florida, with its principal office at 250 South Main Avenue, in the City of Groveland, County of Lake, State of Florida, has named JULIA R. LAW, located at 250 South Main Avenue, in the City of Groveland, County of Lake, State of Florida, as its agent to accept service of process within this state.

OFFICERS:

Name	Title	Specific Address
MICKEY HODGES	President	274 Hidden View Drive Groveland, Florida 34736
MARIE PADGETT	Secretary	564 East Magnolia Street Groveland, Florida 34736
HOPE SOWARDS	Treasurer	6540 Cherry Lake Road Groveland, Florida 34736

DIRECTORS:

Name	Specific Address
HOPE SOWARDS	6540 Cherry Lake Road Groveland, Florida 34736
MICKEY HODGES	274 Hidden View Drive Groveland, Florida 34736
SALLY RAYMAN	3 Lakeview Street Mascotte, Florida 34753

BY: 
MICKEY HODGES President

ACCEPTANCE:

I agree as Registered Agent to accept service of process; to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office as required by law.

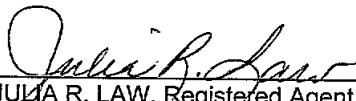

JULIA R. LAW, Registered Agent

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/ REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501,
FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER
THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT
IN DESIGNATING THE REGISTERED AGENT/REGISTERED OFFICE, IN THE STATE
OF FLORIDA.

1. The name of the corporation is FRIENDS OF MARION BAYSINGER
MEMORIAL LIBRARY, INC.

2. The name and address of the registered agent and office is JULIA R.
LAW, 250 South Main Avenue, Groveland, Florida. 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 I am familiar with and
accept the obligations of my position as registered agent.



JULIA R. LAW, Registered Agent

Date: 10-26-00

FILED
00 OCT 30 AM 11:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA