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Charles A. Costin

Cecil G. Costin, Jr.
(1923 - 1990)

Mailing Address:
Post Office Box 98
Port St. Joe, FL 32457-0098

November 14, 2000

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

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-11/15/00-01110-008
*****78.75 *****78.75

RE: Gulf County Economic Development Council, Inc.

Dear Sir or Madam:

Enclosed is an original and one copy of the Articles of Incorporation for the above referred non-profit corporation. Please file the original, certify the copy, and return the certified copy to me at your earliest convenience.

I have enclosed a check in the amount of \$78.75 to cover the fees.

Sincerely,

Kristy Lee

Kristy M. Lee

Enclosures

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 NOV 15 AM 9:08

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ARTICLES OF INCORPORATION
OF

GULF COUNTY ECONOMIC DEVELOPMENT COUNCIL, INC.

FILED
00 NOV 15 AM 9:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation not for profit, under Chapter 617, Florida Statutes, and do hereby certify that it has become such corporation under and pursuant to the following Articles of Incorporation.

ARTICLE I

The name of this corporation is "GULF COUNTY ECONOMIC DEVELOPMENT COUNCIL, INC."

ARTICLE II

A. The specific and primary purposes for which this corporation is formed are to operate for purposes within the meaning of Section 501(C)(6) of the Internal Revenue Code of 1954, Florida Statutes, Chapter 617 and 196, and Articles VII, Section 3 of the Florida Constitution, and to secure and distribute contributions from individuals, corporations, governmental entities and foundations to promote economic development and investment within Gulf County, Florida.

B. The general purposes and powers are to have and to exercise all rights and powers conferred on non-profit corporations under the laws of Florida, including the power to contract, rent, buy or sell personal or real property; provided, however that this

corporation shall not, except to an insubstantial degree, engage in any activity or exercise any powers that are not in furtherance of the primary purposes of this corporation. The primary purposes of this corporation are to plan, foster, encourage, support and promote economic development and growth in Gulf County, Florida, in an effort to expand the tax base, increase employment, and improve the general welfare, prosperity and quality of life of the residents of Gulf County, Florida.

C. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publication or distribution of statements) on behalf of any candidate for public office.

ARTICLE III

This corporation is organized pursuant to the corporation's not for profit law of the State of Florida. This corporation does not contemplate pecuniary gain or profit to the directors thereof, and it is organized for non-profit purposes.

ARTICLE IV

The principal office for the transaction of the business of this corporation is located in the County of Gulf, State of Florida. The registered agent of the corporation is **James G. Johnson** and the registered office at which he is located is 401

Cecil G. Costin, Sr. Blvd. Port St. Joe, Florida 32456.

ARTICLE V

Four people shall consist the first Board of Directors and be the incorporating directors, to serve until the election of their successors. There are:

Kenneth L. Wood
8112 Americus Avenue
Port St. Joe, FL 32456

J. M. McDonald
P.O. Box 204
Port St. Joe, FL 32457

Charlotte Pierce
P.O. Box 462
Port St. Joe, FL 32457

James G. Johnson
P.O. Box 368
Port St. Joe, FL 32457

ARTICLE VI

The corporation shall have no members, consequently it shall have no classes of membership, nor voting rights of members.

ARTICLE VII

This corporation is not organized, nor shall it be operated for the pecuniary gain or profit and it does not contemplate the distribution of gains, profits or dividends to the directors thereof and it is organized solely for non-profit purposes. The property, assets, profits and net income of this corporation are irrevocably dedicated to purposes set forth and

permitted under Section 501 (C) (6) of the Internal Revenue Code and no part of the profits or net income of this corporation shall ever inure to the benefit of any directors or officers thereof or to the benefit of any private shareholder or individual. Upon the dissolution or winding up of this corporation, the assets remaining after payment of, or provision for payment of, all debts and liabilities of this corporation shall be distributed to a non-profit fund, foundation or corporation which is organized and operated exclusively for purposes under Section 501 (C) (6) of the Internal Revenue Code and which has established its tax-exempt status under Chapter 617, Florida Statutes.

ARTICLE VIII

The corporation shall exist in perpetuity.

ARTICLE IX

A. The officers of the corporation shall consist of a Chairman (President), Vice-Chairman (Vice-President), Secretary, Treasurer and such other officers as the Board of Directors may from time to time appoint.

B. The officers of the corporation shall be elected annually in accordance with the By-Laws. Vacancies may be filled at any meeting of the Board of Directors. Each officer shall hold office until the successor office shall have been duly elected and qualified in accordance with the By-Laws.

C. The officers who will serve until the first election of officers:

Kenneth L. Wood Chairman
J.M. McDonald Vice-Chairman
Charlotte Pierce Secretary
James G. Johnson Treasurer

ARTICLE X

The By-Laws of this corporation may be made, amended or rescinded by the Board of Directors.

ARTICLE XI

Amendments to the Articles of Incorporation of this corporation may be proposed and adopted as follows:

1. Any director may propose amendments to the Articles of Incorporation by giving written notice of the proposed amendment to all Directors of the corporation at least ten (10) days prior to any regular meeting if notice is by First Class Mail or by giving written notice at least forty-eight (48) hours prior to any regular meeting if notice is by hand delivery.

2. Duly proposed amendments shall be adopted only by the affirmative vote of two-thirds (2/3) of the Directors present and voting at any meeting at which a quorum is present. A quorum shall be as set forth in the By-Laws.

IN WITNESS WHEREOF, the undersigned, being persons hereinabove named as the first Directors, have executed these Articles of Incorporation on the ____ day of November, 2000.

GULF COUNTY ECONOMIC DEVELOPMENT
COUNCIL, INC.

By: Kenneth L. Wood
Kenneth L. Wood, Incorporator

By: J.M. McDonald
J. M. McDonald, Incorporator

By: Charlotte Pierce
Charlotte Pierce, Incorporator

By: James G. Johnson
James G. Johnson, Incorporator

STATE OF FLORIDA
COUNTY OF GULF

BE IT REMEMBERED that on this 14th day of November, 1999, before me, the undersigned officer duly authorized in the State and County aforesaid to take acknowledgments and administer oaths, personally appeared KENNETH L. WOOD, J.M. McDONALD, CHARLOTTE PIERCE and JAMES G. JOHNSON, who are personally known to me or who produced personally known as identification, the incorporators signing the articles in the above corporation and they acknowledged before me that the proposed Articles of Incorporation are the free act and deed of the incorporator and that the facts therein set are truly set forth and that they desire to associate themselves pursuant to the foregoing Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Port St. Joe, Florida, in the State and County aforesaid on the day and year first above written.



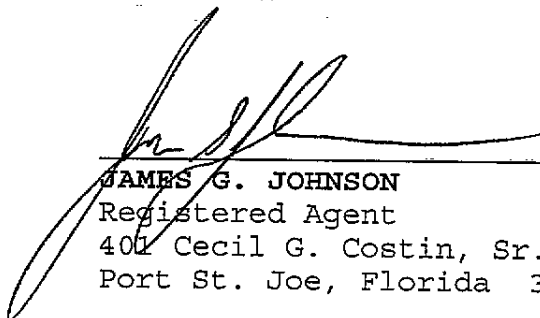
Kristy M. Lee
Notary Public

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act:

First, that GULF COUNTY ECONOMIC DEVELOPMENT COUNCIL, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at Port St. Joe, Gulf County, Florida, has named JAMES G. JOHNSON, 401 Cecil G. Costin, Sr. Blvd., Port St. Joe, Florida 32456, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

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



JAMES G. JOHNSON
Registered Agent
401 Cecil G. Costin, Sr. Blvd.
Port St. Joe, Florida 32456

FILED
00 NOV 15 AM 9:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA