

No 1000000099

CRIDER CLARDY LAW FIRM

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John Crider
John S. Clardy III †
† Admitted in FL and GA

December 21, 2000

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*****78.75 *****78.75

Katherine Harris
Secretary of State
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: **Incorporation of Red Turtle Lodge, Inc.**
A Not For Profit Corporation

Dear Ms. Harris:

Enclosed please find an original and copy of Articles of Incorporation for filing with your office for the above referenced new corporation.

Also enclosed is a check in the amount of \$78.75 for the filing fees. After these Articles have been filed, please provide me with a certified copy of same.

Thank you for your attention in this matter.

Sincerely,


John S. Clardy III

JSC:sp
Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
RED TURTLE LODGE, INC.
A Not For Profit Corporation

THE UNDERSIGNED, acting as incorporators of a corporation pursuant to Chapter 617, Florida Statutes, adopt the following ARTICLES OF INCORPORATION:

ARTICLE I
NAME

The name of this Corporation is RED TURTLE LODGE, INC., a not for profit corporation.

ARTICLE II
PRINCIPAL PLACE OF BUSINESS
AND MAILING ADDRESS

The principle place of business and mailing address of this corporation shall

RED TURTLE LODGE, INC.
6442 W. Lexington Drive
Crystal River, FL 34429

ARTICLE III
EXEMPT STATUS

The corporation is constituted to attract substantial support through contributions, directly or indirectly, and has not been formed for pecuniary profit or financial gain, and no part of the assets, income, or profit of the Corporation is distributable to, or inures to the benefit of, its directors or officers except to the extent permitted under the Not-For-Profit Corporation Law, Chapter 617, Florida Statutes. No substantial part of the activities of the Corporation shall be the carrying of propaganda, or otherwise attempting, to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this certificate, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from the federal income tax under Section 501(c)(3) of the Internal Revenue code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

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TALLAHASSEE, FLORIDA

ARTICLE IV
PURPOSE AND FUNCTION

The purpose for which RED TURTLE LODGE, INC. is to be formed is for educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954 and in this connection, these purposes include, but are not limited to:

1. Promotion and Awareness Raising of Native American Culture.
2. To produce and make available by sales or free distribution suitable:
 - (a) interpretive and educational materials to increase awareness and understanding of Native American Culture
 - (b) special materials, memorabilia and events that will increase awareness of Native American Culture
3. Acquire materials, supplies and equipment and/or labor which may be retained by the corporation, or donated to support operational, educational or maintenance projects as agreed with the corporation representatives.
4. Encourage and facilitate private and public financial contributions in order to enhance Native American Culture awareness.
5. To do any other act or thing incidental to or connected with the foregoing purpose or in advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under the Not-For-Profit Corporation Law of Florida. In furtherance of its corporate purposes, the corporation shall have all general powers enumerated in section 202 of the Not-For-Profit Corporation Law.

To accomplish this purpose, the corporation may solicit, receive, purchase and borrow with or without security, real and personal property, including funds by way of gifts, contributions and subscriptions, and administer, own, hold, convey, transfer, disburse, lend and sell the same for such charitable, scientific, literary and educational purposes as are permitted by Section 501(c)(3) of the Internal Revenue Code of the United States as it now exists and as hereafter amended, and no assets of this corporation shall inure to the benefit of any private individual. No substantial part of the activities of this corporation shall consist of carrying on propaganda; or otherwise attempting to influence legislation, nor shall this corporation take part in any political campaign on behalf of any candidate for public office.

The corporation is organized and operated solely for administrative and managerial purposes. It is not intended that the corporation show any net earnings; but no part of any net earning that do occur shall inure to the benefit of any private member.

Upon dissolution of this corporation, any remaining assets shall be transferred only to an organization having like charitable, scientific, literary and educational purposes as are permitted by Section 501(c)(3) of the Internal Revenue Code of the United States, and as deemed appropriate by a majority vote of the steering committee at a special dissolution meeting as set forth in the Bylaws. No assets shall be conveyed or distributed to any individual.

ARTICLE V
MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed shall be set forth in the By-Laws of the Corporation which are to be adopted at the initial meeting of the directors. The initial Directors names and addresses are as follows:

June Two Rivers Perry
1308 Sinclair Hills Rd.
Lutz, FL 33549

Carol Lee Wallis
6442 W. Lexington Drive
Crystal River, FL 34429

Susan Davis
62705 S. Banyon Dr.
Homosassa, FL 34448

Deborah Walker
21 W. Lemon St.
Beverly Hills, FL 34465

ARTICLE VI
INITIAL REGISTERED AGENT AND STREET ADDRESS

The initial registered agent and registered office of the corporation in the State of Florida is:

Carol Lee Wallis
6442 W. Lexington Drive
Crystal River, FL 34429

ARTICLE VII
INCORPORATORS

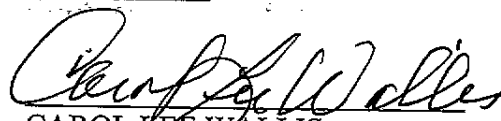
The names and addresses of the Incorporators for these Articles of Incorporation are:

June Two Rivers Perry
1308 Sinclair Hills Rd.
Lutz, FL 33549

Carol Lee Wallis
6442 W. Lexington Drive
Crystal River, FL 34429

IN WITNESS WHEREOF, we the undersigned, being the Incorporators of this Corporation, have, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, executed these Articles of Incorporation on this 8 day of Dec, 2000.


JUNE TWO RIVERS PERRY


CAROL LEE WALLIS

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

Pursuant to the provisions of Section 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement of designating the registered office/registered agent, in the State of Florida.

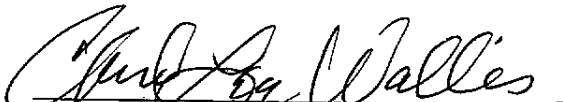
1. The name of the corporation is RED TURTLE LODGE, INC., a Not for Profit Corporation.
2. The name and address of the registered agent and office :

Carol Lee Wallis
6442 W. Lexington Drive
Crystal River, FL 34429

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TALLAHASSEE, FLORIDA

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

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.


CAROL LEE WALLIS

12/18/00
Date