

No 1000000413

December 14, 2000

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****70.00 ****70.00

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

Re: SONS OF THE BEACHES OF BAY COUNTY, FLORIDA, INC.
NON-PROFIT CORPORATION

Dear Sir/Madam:

Please file the enclosed Articles of Incorporation for the above corporation.

Please find enclosed a check in the amount of \$70.00 for the following fees:

Filing Articles of Incorporation	\$35.00
Registered Agent Fee	<u>\$35.00</u>
TOTAL	<u>\$70.00</u>

Thank you for your cooperation.

Sincerely,

J. B. Holloway, Jr.
J. B. HOLLOWAY, JR.

FILED
01 JAN 17 AM 10:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10-6-1-1

**ARTICLES OF INCORPORATION
OF
SONS OF THE BEACHES OF
BAY COUNTY, FLORIDA, INC.**

FILED
01 JAN 17 AM 10:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a non-profit corporation pursuant to Chapter 617, Florida Statutes, adopt the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of this corporation shall be SONS OF THE BEACHES OF BAY COUNTY, FLORIDA, INC., a non-profit corporation, hereinafter referred to as the "Corporation".

**ARTICLE II
PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS**

The County in the State of Florida where the principal office for the transaction of the business and mailing address of this corporation shall be James B. Holloway, Jr., 121 Christopher Drive, Panama City Beach, FL 32413.

**ARTICLE III
STATE OF CORPORATE NATURE**

This is a nonprofit corporation organized solely for general charitable, educational and purposes pursuant to the Florida Corporation Not For Profit Law set forth in Part I of Chapter 617 of the Florida Statutes.

**ARTICLE IV
GENERAL AND SPECIFIC PURPOSES**

The Corporation is organized as a not-for-profit corporation under Chapter 617, Florida Statutes, on a non-stock basis, for the

following:

a) The general nature of the business to be carried on by the corporation shall be the promotion of the corporation, which exists solely as a nonprofit corporation having no purpose other than that of promoting fellowship, education and an appreciation of classic motor vehicles.

b) This corporation is formed to operate exclusively for said charitable and educational purposes as will qualify it as an exempt organization under Section 501 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) To engage in any lawful charitable or educational purpose. Notwithstanding any other provision of these Articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501 of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

ARTICLE V
EXISTENCE

This corporation shall have a perpetual existence.

**ARTICLE VI
INCORPORATORS**

The name and address of the incorporator for these articles of incorporation are:

JAMES B. HOLLOWAY, JR. 121 Christopher Dr.
Panama City Beach, FL 32413

**ARTICLE VII
INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and the street address of the initial registered agent is JAMES B. HOLLOWAY, JR., 121 Christopher Drive, Panama City Beach, Florida 32413.

**ARTICLE VIII
MANNER OF ELECTION OF DIRECTORS**

The method of election or appointment of directors shall be stated in the By-Laws of this corporation.

**ARTICLE IX
BY-LAWS**

The power to alter, amend or repeal the By-Laws or adopt new By-Laws shall be vested in the Board of Directors.

**ARTICLE X
DEDICATION OF ASSETS**

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

**ARTICLE XI
DISTRIBUTION OF ASSETS**

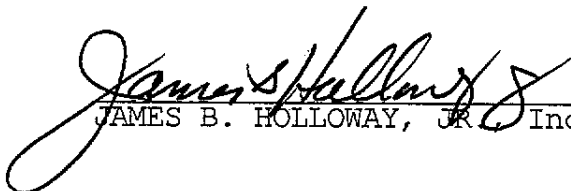
Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payments, of all

debts and liabilities of the corporations, shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws. Any such assets not so disposed of shall be disposed of by the Courts in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XII
AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation shall 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 the vote of two-thirds of a quorum of members of the corporation.

The undersigned, being the incorporator for the purpose of forming this nonprofit charitable corporation under the laws of Florida have executed these Articles of Incorporation on the 15th day of December, 2000.



JAMES B. HOLLOWAY, JR. Incorporator

STATE OF FLORIDA
COUNTY OF BAY

The foregoing Articles of Incorporation of SONS OF THE BEACHES OF BAY COUNTY, FLORIDA, INC., were acknowledged before me this 15th day of December, 2000, by JAMES B. HOLLOWAY, JR., as Incorporator on behalf of the corporation. He is personally known to me and did not take an oath.

NOTARY PUBLIC:

Sign: Judy Reese
Print: JUDY REESE
My Commission Expires: 9/23/03
Commission #: CC862026



Judy Reese
MY COMMISSION # CC862026 EXPIRES
September 23, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

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

FILED
01 JAN 17 AM 10:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is SONS OF THE BEACHES OF BAY COUNTY FLORIDA, INC.
2. The name and address of the registered agent and office is JAMES B. HOLLOWAY, JR., 121 Christopher Drive, Panama City Beach, Florida 32413.

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.


JAMES B. HOLLOWAY, JR.

12-15-00
DATE