

NO1000002365

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March 28, 2001

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

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-03/30/01--01061--002
*****122.50 *****78.75

Re: Parents' Organization Nuturing Youth, Inc.

Gentlemen/Ladies:

Enclosed is a check in the amount of \$122.50 to cover the cost of filing the Articles of Incorporation which are also enclosed, and for furnishing a certified copy of the Articles to this office.

If additional information is needed, please advise.

Yours truly,

Helen R. Blackmon
Helen R. Blackmon
Paralegal

Enc.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
PARENTS' ORGANIZATION NURTURING YOUTH, INC.,
A FLORIDA NOT FOR PROFIT CORPORATION**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not For Profit Corporation Act, hereby adopts the following Articles of Incorporation:

**ARTICLE I
Name**

The name of the corporation shall be Parents' Organization Nurturing Youth, Inc.
116 Bushnell Plaza, Bushnell, FL 33513

**ARTICLE II
Duration**

The corporation shall have perpetual duration.

**ARTICLE III
Purposes**

The corporation is a not for profit corporation. The specific and primary purpose for which the corporation is organized is the advancement of charitable and educational purposes and specifically for the support and advancement of equine activities.

**ARTICLE IV
Membership**

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 membership, if any, the property, voting, and other rights and privileges of members, and their liability for dues and assessments and the method of collecting dues and assessments shall be regulated by the bylaws.

**ARTICLE V
Registered Agent**

The street address of the initial registered office of the corporation is 116 Bushnell Plaza, City of Bushnell, County of Sumter, State of Florida. The name of its initial registered agent at that address is Amy L. Wade.

ARTICLE VI
Board of Directors

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 not less than three (3); provided, however, that that number may be changed by a bylaw duly adopted pursuant to the bylaws of this corporation. The directors named here as the first board of directors shall hold office until the first annual meeting of members, to be held on September 1, 2001, at 116 Bushnell Plaza, at Bushnell, Florida, at which time an election of directors shall be held. Directors elected at the first annual meeting, and at all subsequent times, shall serve for a term of two (2) years, or until their successors shall be elected and qualified. Annual meetings shall be held at 10:00 a.m., on the first Monday in September of each year at the principal office of the corporation, or at any other place or time as may be designated by the board of directors by resolution.

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

Name	Residential Address
Ruth Henry	6177 CR 625, Bushnell, Florida 33513
Amy L. Wade	7787 SW 70th Dr., Bushnell, Florida 33513
Isabell Carlile	8748 Moccasin Slough Rd., Inverness, Florida 34450-6127

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 individually or collectively consent in writing to the action. Written consent or consents shall be filed with the minutes of the proceedings of the board, and any 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 taken in this manner 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 act in this manner. This statement shall be prima facie evidence of the directors' authority.

Article VII
Incorporator

The name and address of the incorporator is Amy L. Wade, 116 Bushnell Plaza, Bushnell, Florida 33513.

Article VIII
Officers

The board of directors shall elect the following officers: President, vice-president, treasurer, and secretary, and any other officers that the bylaws of this corporation authorize the direc-

tors to elect. Initially, officers shall be elected at the first annual meeting of the board of directors. Until that election is held, the following persons shall serve as corporate officers:

Name	Address	Corporate Title
Ruth Henry	6177 CR 625, Bushnell, FL 33513	President
Amy L. Wade	7787 SW 70 th Dr., Bushnell, FL 33513	Vice-President/Tres.
Isabell Carlile	8748 Moccasin Slough Rd., Inverness, FL 34450	Secretary

ARTICLE IX Bylaws

Subject to the limitations contained in the bylaws and any limitations set forth in the Florida Not For Profit Corporation Act concerning corporate action that must be authorized or approved by the members of the corporation, the bylaws of this corporation may be made, amended, modified, 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 in the bylaws.

ARTICLE X Property

The property of this corporation is irrevocably dedicated to 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, or to the benefit of any private individual.

ARTICLE XI Dissolution

On 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 26 U.S.C.A Section 501, or Section 508, or corresponding provisions of any subsequent federal tax laws.

ARTICLE XII Prohibited Acts

This corporation shall not engage in any activity for carrying on propaganda, or otherwise attempting to influence legislation, nor participate in, or intervene in any, political campaign on behalf of or in opposition to any candidate for public office, except as lawfully permitted without loss of tax exempt status.

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ARTICLE XIII
Amendments to Articles

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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.

I, the undersigned, being the incorporator 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 on March 28, 2001.

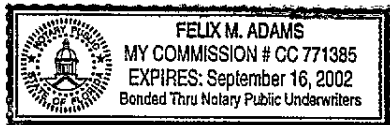
Amy L Wade
Amy L. Wade - Incorporator

STATE OF FLORIDA
COUNTY OF SUMTER

The foregoing articles of incorporation were acknowledged before me by Amy L. Wade, on March 28, 2001, being personally known to me, or who produced n/a as identification.

My commission expires:

Felix M. Adams



REGISTERED AGENT ACCEPTANCE

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.

Amy L Wade
Amy L. Wade