

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

NO1000003255

Eta Delta House Corporation of
Delta Gamma Fraternity

FILED
TALLAHASSEE, FLORIDA
01 MAY - 8 PM '01
SEC. OF STATE
FLORIDA

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LTD Partnership File _____

Foreign Corp. File _____

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Fictitious Name File _____

Trade/Service Mark _____

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Certificate of Status _____

Certificate of Fictitious Name _____

Corp Record Search _____

Officer Search _____

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Vehicle Search _____

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UCC 1 or 3 File _____

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01 MAY -8 PM 12: 07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Articles of Incorporation
of
Eta Delta House Corporation of Delta Gamma Fraternity,
a Florida Corporation Not for Profit**

In order to form a corporation in accordance with the provisions of the laws of the State of Florida for the formation of corporations not for profit, Chapter 617, Florida Statutes, the undersigned incorporator designates the following Articles for the purposes and with the powers hereinafter mentioned.

ARTICLE I

CORPORATION NAME AND ADDRESS. The name of this corporation is "Eta Delta House Corporation of Delta Gamma Fraternity." The address of the corporation shall be 1845 Pleasantview Drive East, Jacksonville, Florida 32225.

ARTICLE II

TERM OF EXISTENCE. The period of the duration of the existence of this corporation will be perpetual and shall commence at the time of filing of the Articles of Incorporation by the Department of State.

ARTICLE III

PURPOSES AND RESTRICTIONS. The purposes of the corporation and restrictions on its operations are as follows:

- (a) This corporation is organized and operated for educational and charitable purposes consistent with the requirements for qualification as an exempt organization under section 501(c)(7) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law), hereinafter the "Code".
- (b) The corporation is formed to own, equip, maintain, and manage a chapter house

for a collegiate chapter of Delta Gamma Fraternity and to that end to acquire by gift, devise, purchase, or otherwise real and personal property, and to sell, convey, exchange, lease, mortgage, pledge, or otherwise encumber such property. Such property to be used as a meeting place to foster high ideals of friendship among its members, to promote their educational and cultural interests, to create in them good qualities of character. The Corporation does not contemplate any pecuniary gain or profit incidental or otherwise to its members. Notwithstanding any provision of these Articles of Incorporation to the contrary, the corporation shall take no action inconsistent with the provisions of the Florida Not For Profit Corporation Act.

(c) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein.

(d) The corporation shall not engage in any acts of self dealing as defined in section 4941(d) of the Code, retain any excess business holdings as defined in section 4943(c) of the Code, make any investment which would jeopardize the carrying out of any of its exempt purposes within the meaning of section 4944 of the Code, make any taxable expenditures as defined in section 4945(d) of the Code, or otherwise violate any of the provisions of section 617.0835, Florida Statutes (1995).

(e) The corporation may do any and all things and exercise any and all powers, rights, and privileges provided herein and in the Bylaws consistent with its purposes and with the provisions of section 501(c)(7) of the Code and the Florida Not for Profit Corporation Act.

(f) The provisions of this Article III setting forth the purposes of the corporation shall not be subject to amendment except as may be required to qualify or continue to qualify this

corporation as an exempt organization under section 501(c)(7) of the Code.

ARTICLE IV

NONSTOCK CORPORATION. This corporation is organized on a nonstock basis without the issuance of shares of stock evidencing ownership.

ARTICLE V

REGISTERED AGENT AND REGISTERED OFFICE. The registered agent and the street address of the initial Registered Office of the corporation in the state of Florida shall be:

Debby Hays
1845 Pleasantview Drive East
Jacksonville, Florida 32225

ARTICLE VI

DIRECTORS. The powers, business and affairs of the corporation shall be managed and directed by the Board of Directors in accordance with these Articles and the Bylaws. The number of directors may be increased or decreased from time to time by amendment to the Bylaws but there shall at all times be at least three (3) directors. The method of electing the directors shall be as provided in the Bylaws. The names and addresses of the initial members of the Board of Directors are as follows:

Debby Hays
1845 Pleasantview Drive East
Jacksonville, Florida 32225

Susan Yack
9800 Touchton Rd. 2668 Scott Mill Lane
Jacksonville, Florida 32246 32223

Katie Harper-Parker
7524 Southside Blvd # 902
Jacksonville, Florida 32256

ARTICLE VII

INCORPORATOR. The name and street address of the incorporators of this corporation is as follows:

Debby Hays
1845 Pleasantview Drive East
Jacksonville, Florida 32225

Susan Yack
9800 Touchton Rd. *2668 Scott Mill Lane*
Jacksonville, Florida 32246
32223

Katie Harper-Parker
7524 Southside Blvd #902
Jacksonville, Florida *32256*

ARTICLE VIII

MEMBERSHIP. This Corporation shall have members. The number and qualifications of the members of the Corporation shall be those set forth in the Bylaws and in the Code of Regulations. Members may be required to pay such reasonable fees and dues annually or at such stated times as may be required by the Bylaws and Code of Regulations.

ARTICLE IX

DISTRIBUTION OF ASSETS UPON DISSOLUTION. Upon the dissolution or final liquidation of the corporation, the Board of Directors shall distribute the assets of the corporation to any one or more exempt organizations for one or more exempt purposes within the meaning of Section 501(c)(7) of the Code, as amended, or corresponding section of any future federal tax code, such exempt organizations to be determined by the decision of at least two thirds (2/3) of the then incumbent members of the Board of Directors.

ARTICLE X

AMENDMENT. These Articles may be amended in the manner provided by law;

provided, however, any such amount shall require the affirmative vote of at least two thirds (2/3) of the then incumbent members of the Board of Directors.

ARTICLE XI

INDEMNIFICATION OF DIRECTORS AND OFFICERS AND LIMITATION ON LIABILITY. This corporation shall indemnify the directors and officers of this corporation to the full extent permitted by applicable law. No director or officer of this corporation shall be liable to this corporation or any other person for monetary damages for breach of fiduciary duty as a director or officer, except to the extent such exemption from liability or limitation thereof is not permitted under the Florida Not For Profit Corporation Act as the same exists or may hereafter be amended. Any amendment, modification, or repeal of this Article XI shall not adversely affect any right or protection of a director or officer of the corporation hereunder in respect of any act or omission occurring prior to the time of such amendment, modification, or repeal.

ARTICLE XII

BYLAWS. The initial Bylaws of the corporation shall be adopted by its Board of Directors. The Board of Directors may adopt, change, amend or repeal the Bylaws upon the affirmative vote of at least two thirds (2/3) of the then incumbent members of the Board of Directors.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at Jacksonville, Duval County, Florida, for the uses and purposes aforesaid, this 5 day of March, 2001.

Debby Hays
Debby Hays

Susan Yack
Susan Yack

Katie Harper-Parker
Katie Harper-Parker

FILED
01 MAY -01 PM 12:01
STATE OF FLORIDA
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF
REGISTERED AGENT OF
Eta Delta House Corporation of Delta Gamma Fraternity**

Pursuant to Sections 48.091 and 617.023, Florida Statutes, Debby Hays, 1845

Pleasantview Drive East, Jacksonville, Florida 32225, having been named as registered agent to accept service of process upon Eta Delta House Corporation of Delta Gamma Fraternity, a not-for-profit corporation organized under the laws of the state of Florida hereby accepts the appointment as registered agent, agrees to act in that capacity, and agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties as registered agent, acknowledging hereby that it is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned corporation has caused this Certificate to be executed on this 5 day of March, 2001.

Debby Hays
Debby Hays