

No1000000 4508

June 19, 2001

State of Florida
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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

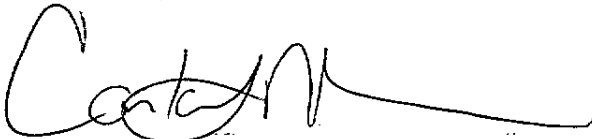
Ms. Harris:

Enclosed are the Articles of Incorporation and By Laws to form a new not-for-profit corporation in Sarasota, Florida. The corporation name is Orphan Art, Inc. I have also enclosed a check in the amount of \$78.75 for the Filing Fees, Registered Agent Designation, and a Certified Copy.

I believe that all of the paperwork is in order. If there are any questions, please feel free to contact me at my work number (941) 552-2073.

Thank you for your assistance.

Sincerely,



Carla L. Nelson, MPH

PS- Please mail the certified copy to me
at

2207 Hibiscus St
Sarasota, FL 34239

FILED
01 JUN 25 AM 10:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
ORPHAN ART, INC.
A FLORIDA NONPROFIT CORPORATION

Article 1. Name. The name of the Corporation is Orphan Art, Inc.

Article 2. Duration. The duration of the Corporation is perpetual.

Article 3. Purposes. The purpose of the Corporation is as follows:

A. The Corporation is a charitable corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. The specific purposes of this corporation are to provide art supplies and art instruction to orphans around the world and to market the artwork in various formats in order to return the funding to the children to provide for their economic self-sufficiency.

B. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations.

C. Provided, however, that the corporation shall not engage in any action which is not permitted to be carried on by nonprofit corporations under the Internal Revenue Code and no part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors, or officers; but the Corporation shall be authorized and empowered to pay reasonable compensation to these people for services rendered, and to make payments and distributions in furtherance of its stated purposes.

Article 4. Members. The Corporation shall have Voting Members, who shall be elected (and may be removed) by the Voting Members, and who shall have all the rights and privileges of members of the Corporation. The Bylaws may provide for Nonvoting Members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the Bylaws, but who shall not have the right to vote. The name and address of each initial Voting Member is as follows.

<u>Name</u>	<u>Address</u>
Brice Keller	15 Sandy Hook Road, Sarasota, Florida 34242
Carla Nelson	2207 Hibiscus St., Sarasota, Florida 34239
Howard Peiper	PO Box 36, Canaan, Connecticut 06024

Article 5. Initial Registered Agent and Office. The initial registered agent is Brice Keller and the initial registered office is 15 Sandy Hook Road, Sarasota, Florida 34242.

Article 6. Initial Board of Directors. The initial Board of Directors shall have 3 members whose names and addresses are:

<u>Name</u>	<u>Address</u>
Brice Keller	15 Sandy Hook Road, Sarasota, Florida 34242
Carla Nelson	2207 Hibiscus St., Sarasota, Florida 34239
Howard Peiper	PO Box 36, Canaan, Connecticut 06024

The Bylaws shall provide the method of election of all Directors, and the number of Directors may be raised or lowered by amendment of the bylaws but shall in no case be less than three.

Article 7. Officers. The officers of the Corporation shall consist of a President, Secretary, and Treasurer. Other officers may be provided for in the Bylaws. Each Officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and in such manner as may be prescribed by the Bylaws. The name and address of each initial Officer of the Corporation is as follows:

<u>Title</u>	<u>Name</u>	<u>Address</u>
Chairperson	Brice Keller	15 Sandy Hook Road, Sarasota, Florida 34242
Secretary/Treasurer	Carla Nelson	2207 Hibiscus Street, Sarasota, Florida 34239

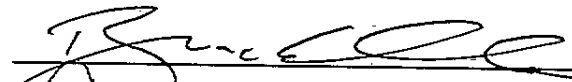
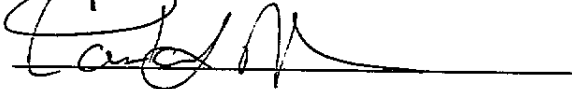
Article 8. Incorporators. The names and addresses of the incorporators of this corporation are:

<u>Name</u>	<u>Address</u>
Brice Keller	15 Sandy Hook Road, Sarasota, Florida 34242
Carla Nelson	2207 Hibiscus St., Sarasota, Florida 34239

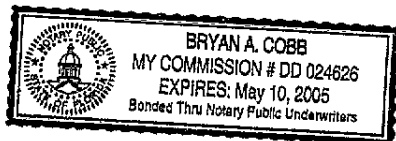
Article 9. Nonstock Basis. The Corporation is organized (and shall be operated) on a nonstock basis within the meaning of the Florida Not For Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock, but may issue certificates if so provided in the bylaws.

Article 10. Corporate Address. The street address of the Corporation's initial principal office is 5053 Ocean Blvd., Suite 200, Sarasota, Florida 34242. The Corporation's mailing address is 5053 Ocean Blvd., Suite 200, Sarasota, Florida 34242.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 12 day of June, 2001.

Acknowledged before me on June 12, by Brice Keller, who ☒ is personally known to me/
_____ produced _____ as identification, and who executed the foregoing Articles of
Incorporation and acknowledged to and before me that they executed said instrument for the purposes
therein expressed.




NOTARY PUBLIC-STATE OF FLORIDA

Name: Bryan A. Cobb

Commission No.: DD 024626

My Commission Expires: May 10, 2005

I accept Designation as registered agent:

