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A Member of

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A Partnership of Professional Associations*

November 19, 2001

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

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

FILED
2001 NOV 29 PM 12:47
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Re: **Leesburg Art Association, Inc.**

Dear Sir or Madam:

Please find enclosed Articles of Incorporation along with my check in the amount of \$78.75 which represents the filing fee.

Thank you for your attention to this matter.

Very truly yours,



J. Robert Duggan
Attorney at Law

JRD/kl

Enclosures

ga
12/4/01

FILED

**ARTICLES OF INCORPORATION
OF
LEESBURG ART ASSOCIATION, INC.**

2001 NOV 29 PM 12:47

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a nonprofit corporation under Florida Statutes Chapter 617, do hereby make and adopt the following Articles of Incorporation:

**Article 1
NAME**

The name of the Corporation is: **LEESBURG ART ASSOCIATION, INC.**
11381 S.E. 177TH LANE
SUMMERFIELD, FLORIDA 34491

**Article 2
NOT FOR PROFIT**

The Corporation is a nonprofit corporation under the laws of the State of Florida. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its Members, Directors or Officers, except to the extent permissible under law.

**Article 3
DURATION**

The duration (term) of the Corporation is perpetual.

**Article 4
PURPOSES**

The Corporation is organized, and shall be operated exclusively for, the following purposes:

- A. foster and encourage artistic talent and art appreciation
- B. bring together and encourage people interested in art
- C. cooperate with other organizations having similar ideals and purposes
- D. further opportunities for participation in classes and workshops
- F. support the arts within the community of Leesburg and the wider Leesburg area.
- G. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including without limiting the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein.

H. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Article 5 **INCORPORATORS**

The names and residence addresses of the subscribers to these Articles of Incorporation are as follows:

ANNELL GILLOW, 11381 S.E. 177th Lane, Summerfield, Florida 34491
JANICE MANSFIELD, 4318 Serene Circle, Fruitland Park, Florida 34731
CHRISTINE BRANT, 25261 Lost Oak Circle, Leesburg, Florida 34748

Article 6 **INDEMNIFICATION**

The Corporation shall indemnify each Officer, and Director including former Officers, and Directors, to the full extent permitted by the laws of the State of Florida.

Article 7 **LIMITATION**

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 for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 4 (Purposes) hereof.

Article 8 **MEMBERS**

The Corporation shall have Voting Members according to the Bylaws 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.

Article 9 **INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial Registered Office of the Corporation is 11381 S.E. 177th Lane, Summerfield, FL 34491, and the name of its initial Registered Agent at that address is **ANNELL GILLOW**.

Article 10
BOARD OF DIRECTORS

The management of the corporation shall be vested in a Board of Directors consisting of the elected officers and other persons, appointed or elected, the method of which shall be described in the Bylaws of the corporation. The initial Board of Directors shall be as follows:

ANNELL GILLOW, 11381 S.E. 177th Lane, Summerfield, Florida 34491

JANICE MANSFIELD, 4318 Serene Circle, Fruitland Park, Florida 34731

CHRISTINE BRANT, 25261 Lost Oak Circle, Leesburg, Florida 34748

Article 11
OFFICERS

The Officers of the Corporation shall consist of at least a President, Secretary, Treasurer and such other Officers and Assistant Officers as may be provided in the Bylaws. Each Officer shall be elected by the Corporation's members (and may be removed by the Board of Directors) at such time and in such manner as may be prescribed by the Bylaws.

Article 12
BYLAWS

The Bylaws of the Corporation are to be presented and accepted by a majority vote of the Board of Directors and approved by the membership. They may be amended or rescinded by the voting members, as provided in the Bylaws.

Article 13
AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Directors and Officers are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless more specific provisions for amendments are adopted by the Corporation pursuant to law.

The undersigned, constituting the subscribers of this corporation, for the purpose of forming this corporation not for profit under the laws of the State of Florida, have executed these Articles of Incorporation this _____ day of _____, 2001.

Annell Gillow
ANNELL GILLOW

Janice Mansfield
JANICE MANSFIELD

Christine Brant
CHRISTINE BRANT

STATE OF FLORIDA

COUNTY OF LAKE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared **ANNELL GILLOW, JANICE MANSFIELD AND CHRISTINE BRANT**, known to me to be the persons described in and who executed the foregoing instrument, who acknowledged before me that they executed the same, that I relied upon the following form of identification of the above-named person: FL DRIVER'S LICENSE and that an oath was not taken.

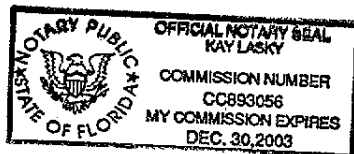
WITNESS my hand and official seal in the County and State last aforesaid this 27TH day of NOVEMBER, 2001.

Kay Lasky
Notary Public

KAY LASKY
Printed Name

My Commission Expires:

(SEAL)



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

FILED

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted, in compliance with said Act:

First--That LEESBURG ART ASSOCIATION, INC.
desiring to organize under the laws of the State of FLORIDA
with its principal office, as indicated in the articles of
incorporation at City of LEESBURG County
of LAKE, State of FLORIDA
has named ANNELL GILLOW
located at 11381 S.E. 177th Lane, Summerfield, Florida 34491
(Street address and number of building,
Post Office Box address not acceptable)
City of LEESBURG, County of LAKE
State of Florida, as its agent to accept service of process within
this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above
stated corporation, at place designated in this certificate, I
hereby accept to act in this capacity, and agree to comply with
the provision of said Act relative to keeping open said office.

By Annell Gillow
ANNELL GILLOW
(Registered Agent)