

NO20000001378

Date: JANUARY 25TH, 2002

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

400004850294--8
-01/31/02--01035--014
*****78.75 *****78.75

Re: Kiwanis Club of Port St. John

Ladies/Gentlemen:

Enclosed please find the Articles of Incorporation, together with one copy of same and my check in the amount of \$78.75 Please file the Articles, issue, and return to me a certified copy of same, together with my charter.

Should you have any questions or which further information, please do not hesitate to contact me.

Thank you for your cooperation and assistance herein.

Yours Very Truly,

Gary E. Baum
Gary E. Baum
360 Maple Place
Titusville, FL 32780

FILED
02 FEB 25 AM 10:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please send acknowledgments to:

Higginbotham Companies, Inc.
3935-L N. U.S. 1
Cocoa, FL 32926

~~W002-3509~~
PS 2/16/02
PS 2/26/02



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 6, 2002

GARY E BAUM
360 MAPLE PLACE
TITUSVILLE, FL 32780

SUBJECT: KIWANIS CLUB OF PORT ST. JOHN
Ref. Number: W02000003509

We have received your document for KIWANIS CLUB OF PORT ST. JOHN and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the corporation must contain a corporate suffix. This suffix may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6957.

Pamela Smith
Corporate Specialist
Amendment Section

Letter Number: 002A00007341

**ARTICLES OF INCORPORATION OF
KIWANIS CLUB OF PORT ST. JOHN, INC.
(A Corporation Not for Profit)**

FILED

02 FEB 25 AM 10:26

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned resident of the State of Florida, being eighteen (18) or more years of age, do hereby associate myself for the purpose of forming a corporation not for profit, under the laws of the State of Florida, pursuant to the following Articles of Incorporation:

ARTICLE I

Name

The name of this corporation is: Kiwanis Club of Port St. John, Inc.

ARTICLE II

Principal Office

The mailing and street address of the principal office of the corporation is 360 Maple Place, Titusville, Fl. 32780.

ARTICLE III

Initial Registered Office and Resident Agent

The street address of the corporation's initial registered office and the name of its registered agent at the address is:

Gary E. Baum, 360 Maple Place, Titusville, Fl. 32780

ARTICLE IV

Duration

The period of duration of this corporation not for profit shall be perpetual.

ARTICLE V

General and Specific Purposes

The specific and primary purposes for which this corporation is formed is to promote common good and general welfare of the people of the community of Port St. John, Brevard County, Florida, and neighboring communities, by reducing crime, increasing safety, and enhancing physical and emotional well being, through the provision of community recreational and educational activities for both genders of all ages.

ARTICLE VI

Member Corporation

This corporation shall be a member corporation.

ARTICLE VII

Nonstock Corporation

This corporation shall be nonstock and no dividends or pecuniary profits shall be declared or paid to the members there of.

ARTICLE VIII

Subscribers

The name and address of the subscribers of this corporation is as follows:

Gary E. Baum, 360 Maple Place, Titusville, Fl. 32780
Eric V. Brookens, 2352 Middlecoff Court, Titusville, Fl. 32780
Angelisa G. Moran, 6466 Fairchild Avenue, Cocoa, Fl. 32927

ARTICLE IX

Directors

The number of directors constituting the initial board of directors is three (3) name and the name and address of the persons who are to serve initially is as follows:

Gary E. Baum, 360 Maple Place, Titusville, Fl. 32780
Eric V. Brookens, 2352 Middlecoff Court, Titusville, Fl. 32780
Angelisa G. Moran, 6466 Fairchild Avenue, Cocoa, Fl. 32927

The number of directors may be changed from time to time by the By-Laws; provided the number of directors is not reduced below three (3) directors. The By-Laws shall set forth the method of election of Directors.

ARTICLE X

By-Laws

The By-Laws of this corporation shall be approved by a majority vote of the Board of Directors. The By-Laws may be amended or rescinded in the same manner.

ARTICLE XI

Amendment to Articles

The Articles of Incorporation may be amended by a majority vote of the Board of Directors.

ARTICLE XII

Dissolution

Upon dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(C)(3) of the Internal Revenue Code of 1986, as amended, or corresponding section of any future federal tax code, or shall be distributed to the Federal, state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes.

IN WITNESS WHEREOF, the undersigned persons has hereunto set their hand and hereby executes the foregoing Articles of Incorporation under the laws of the State of Florida.

This 25TH day of JANUARY, 2002.

Gary E. Baum

Gary E. Baum

Eric V. Brookens

Eric V. Brookens

Angelisa G. Moran

Angelisa G. Moran

STATE OF FLORIDA,
COUNTY OF BREVARD

The foregoing Articles of Incorporation were acknowledged before me this 25TH day of JANUARY, 2002, by Gary E. Baum, Eric V. Brookens, and Angelisa G. Moran who is personally known to me and who did take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 25TH day of JANUARY, 2002.

My Commission Expires:

Tracey C. Higginbotham
NOTARY PUBLIC



Tracey C Higginbotham
My Commission CC827996
Expires May 31, 2003

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

I, Gary E. Baum, hereby certify that I am familiar with and accept the duties and responsibilities as registered agent for said corporation. By executing this document, I reaffirm that I agree to serve as Registered Agent.

Gary E. Baum

Gary E. Baum
360 Maple Avenue
Titusville, Fl. 32780

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA