

No2000004749

TRANSMITTAL LETTER

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

500005881735--9
-06/21/02--01002--001
*****70.00 *****70.00

SUBJECT: OLDEN DAYS & FINE ARTS, INC
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☒ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: McCLAIN & ALFONSO, P.A.
Name (Printed or typed)
P.O. BOX 4
37908 CHURCH AVENUE
Address
DADE CITY, FLORIDA 33526
City, State & Zip
352-567-5636
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

FILED
02 JUN 21 AM 11:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96/21

ARTICLES OF INCORPORATION OF
OLDEN DAYS & FINE ARTS, INC.
(A CORPORATION NOT FOR PROFIT)

FILED
02 JUN 21 AM 11:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, desiring to form a corporation not for profit for the purposes hereinafter stated under the provisions of Chapter 617 of the Florida Statutes, hereby agree to the following:

ARTICLE I NAME AND REGISTERED AGENT

The name of the corporation shall be OLDEN DAYS & FINE ARTS, INC.

The initial registered agent of the corporation shall be ELIZABETH RIEGLER MacMANUS, whose address is 2300 Twenty Mile Level Road, Land O'Lakes, Florida 34639.

ARTICLE II - PURPOSE

The purpose of the corporation shall be charitable and educational, to establish, maintain, preserve, manage and administer a museum, to collect and display artifacts related to early life in the Land O'Lakes and Lutz area of central Pasco County, and to educate the public concerning the activities of early settlers of Pasco County, Florida.

ARTICLE III PROHIBITED ACTIVITIES

Notwithstanding any provision of these Articles of Incorporation or the Bylaws of the corporation, this corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by any organization that shall be exempt under Section 501 (c) (3) of the Internal Revenue Code of the

United States and its regulations, now existing or hereafter amended, or by any organization contributions to which are deductible under Section 170 (e) (2) of the Internal Revenue Code and its regulations, now existing or hereafter amended.

ARTICLE IV QUALIFICATION OF MEMBERS

Membership in the corporation shall be open to any adult person in the State of Florida desiring to participate in and to foster and encourage the purposes and functions of the corporation. Membership shall be subject to approval by the corporate Board of Directors.

ARTICLE V TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI SUBSCRIBERS

The names and addresses of the subscribers are:

<u>Name</u>	<u>Address</u>
Elizabeth R. MacManus	2300 Twenty Mile Level Road Land O'Lakes, FL 34639
Phyllis J. Hoedt	202 W. Lutz Lake Fern Road Lutz, FL 33548
Tim Himes	

ARTICLE VII OFFICERS

The names and addresses of the persons who are to serve as officers and directors of the corporation until the first election are:

<u>Name/Address</u>	<u>Office/Director</u>
Elizabeth R. MacManus 2300 Twenty Mile Level Road Land O'Lakes, FL 34639	President/Director

Phyllis J. Hoedt
202 W. Lutz Lake Fern Road
Lutz, FL 33548

Vice President/Director

Tim Himes
2012 Meadowbrook Drive
Lutz, FL 33558

Sec/Treas/Director

Sundi Wilsky
2870 Wilsky Road
Land O'Lakes, FL 34639

Director

ARTICLE VIII MANAGEMENT

The business of the corporation shall be managed by a Board of Directors. The number of Directors shall be not less than three nor more than fifteen, with the exact number being set in the By-laws of the corporation.

ARTICLE IX BY-LAWS

By-laws may be adopted or amended at any legally called and conducted meeting of the corporation by a two-thirds majority vote of those persons present and voting.

ARTICLE X AMENDMENTS

These Articles of Incorporation may be amended, repealed or altered in whole or in part by a majority vote at any duly called and organized meeting of the members at which a quorum shall be present. Notice of the proposed change shall be mailed to each member at his or her last known address at least ten (10) days prior to the date and time of the meeting at which such change or amendment will be considered.

The proposed change or amendment to these Articles of Incorporation shall, prior to notice being given of such meeting, be ratified and approved by the Board of Directors by a majority

vote of the Directors present at such Board of Directors meeting. Only those Directors present may cast their vote on the action being considered.

Upon approval of such amendment to the Articles of Incorporation by the members as provided herein, the Directors shall file the amendment with the proper governmental authority. Copies of such revised and amended Articles of Incorporation or By-laws shall be given to any member upon request.

ARTICLE XI DISTRIBUTION OF ASSETS

Upon dissolution, liquidation and winding up of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the outstanding liabilities of the corporation, dispose of the assets to a corporation or organization organized and operated exclusively for charitable, educational, religious or scientific purposes which shall at the time qualify as an exempt organization under Section 501 (c) (3) of the Internal Revenue Code of 1954 as amended, as the Board of Directors may determine. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes, or to such organization or organizations at the court shall determine.

ARTICLE XII LOCATION OF PRINCIPAL OFFICE

The principal office of the corporation shall be 2300 Twenty Mile Level Road, Land O'Lakes, FL 34639. Such office may be changed by a majority vote of the Board of Directors.

CERTIFICATE DESIGNATING DOMICILE FOR SERVICE OF PROCESS
WITHIN THE STATE AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

The following is submitted in compliance with Florida
Statutes:


OLDEN DAYS & FINE ARTS, INC., has designated Elizabeth R.
MacManus whose residence address is 2300 Twenty Mile Lev Road,
Land O'Lakes, FL 34639, as its agent to accept service
process within this state.

02 JUN 21 AM 11:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ACKNOWLEDGMENT

I hereby accept the designation as resident agent for OLDEN
DAYS & FINE ARTS, INC., and agree to comply with the provisions
of the laws of Florida relative to keeping the office open.



Elizabeth R. MacManus
Registered Agent

ARTICLE XIII POWERS

This corporation is granted all powers permitted by Section 617.021, Florida Statutes.

IN WITNESS WHEREOF, we, the undersigned subscribing incorporators have hereunto set our hands and seals this 6th day of March, 2002, for the purpose of forming this corporation not for profit under the laws of the State of Florida.

Elizabeth R. MacManus

Elizabeth R. MacManus

Phyllis J. Hoedt

Phyllis J. Hoedt

Tim Himes

Tim Himes

STATE OF FLORIDA
COUNTY OF PASCO

Before me, a notary public duly authorized in the State of Florida to take acknowledgments, personally appeared Elizabeth R. MacManus, Phyllis J. Hoedt and Tim Himes, all of whom are personally known to me and known by me to be the persons described in and who executed the foregoing Articles of Incorporation, and who acknowledged before me the execution and subscription to these Articles for the purposes therein expressed.

WITNESS my hand and official seal this 6th day of March, 2002.

Beverly E. Weeks
Notary Public

My commission expires:

