

NO2000009922

Glenn H. Curtiss Museum
PO Box 66-1494
Miami Springs, FL 33266

(Address)

(City/State/Zip/Phone #)

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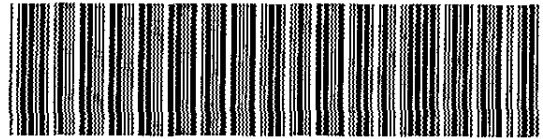
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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION OF,
GLENN H. CURTISS HISTORICAL MUSEUM, INC.**

BY THESE ARTICLES OF INCORPORATION the incorporators, a majority of whom are citizens of the United States, incorporate a corporation not-for-profit under Florida Statutes, Chapter 611.

ARTICLE I. NAME

The name of this corporation is **GLENN H. CURTISS HISTORICAL MUSEUM, INC.**

ARTICLE II. PURPOSE

This Corporation shall exist for the primary purpose of acquiring, restoring, and preserving artifacts and information related to the history of Miami Springs, South Florida, aviation and transportation for civic, educational, and charitable purposes, and for such other related civic purposes as are authorized for non-profit corporations under Florida Law.

This corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

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Upon the dissolution of the corporation, its assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a 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 corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE III. MEMBERS

- (a) The members of this corporation shall be composed of those persons having an interest in the stated purposes of the corporation and a willingness to assist the corporation in carrying out those purposes.
- (b) Members of this corporation shall be admitted to membership by majority vote of the Board of Directors.
- (c) This corporation shall issue no stock. 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 in Article II hereinabove.

ARTICLE IV. DURATION

The term of existence of the corporation is perpetual. Corporate existence shall begin on the date these Articles are filed.

ARTICLE V. SUBSCRIBERS

The names and residences of the subscribers are:

JoEllen Morgan-Phillips
378 DeLeon Drive
Miami Springs, Florida 33166

Edward A. Calt
971 Plover Avenue
Miami Springs, Florida 33166

ARTICLE VI. OFFICERS

- (a) The affairs of this corporation shall be managed by officers elected by the board of directors at its annual meeting. The officers shall serve until the next annual meeting of the board of directors, unless removed earlier in accordance with the bylaws.
- (b) The names of the officers who shall serve until the election at the organizational meeting after these articles are approved are:

President	JoEllen Morgan-Phillips
Secretary/Treasurer	Edward A. Calt

ARTICLE VII. DIRECTORS

This corporation shall have a board of directors of seven (7) directors initially. The number and method of electing directors shall be prescribed in the bylaws from time to time. The names and addresses of the directors who shall serve until the first election are:

JoEllen Morgan-Phillips
378 DeLeon Drive
Miami Springs, Florida 33166

Edward A. Calt
971 Plover Avenue

Miami Springs, Florida 33166

Charles A. DeLongchamps

325 Cardinal Street
Miami Springs, Florida 33166

Judy Gelina

701 Swan Avenue
Miami Springs, Florida 33166

Jack Odin

1295 Thrush Avenue
Miami Springs, Florida 33166

Susan L. Stinson

900 Wren Avenue
Miami Springs, Florida 33166

Manny Perez-Vichot

1056 Huntinglodge Drive
Miami Springs, Florida 33166

Vacancies in the initial board of directors occurring before the first election shall be filled by the directors remaining in office even though they do not constitute a quorum of the board of directors.

ARTICLE VIII. BYLAWS

The bylaws of the corporation shall be adopted by the board of directors.

ARTICLE IX. AMENDMENTS

An amendment to these articles may be proposed by the board of directors or a member. Amendments shall be adopted by the board of directors by the affirmative vote of at least three fourths of the directors present and voting at a meeting at which a quorum is present.

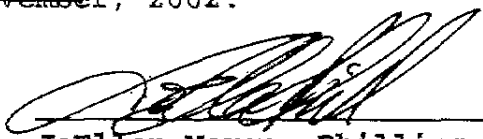
ARTICLE X. RESIDENT AGENT

The initial resident agent for this corporation is JOSEPH A. SOLLA and initial resident office is located at 135 Westward Drive, Suite A, Miami Springs, Florida 33166.

ARTICLE XI. MEMBER MEETING

No act of the members shall be valid unless taken at a meeting of members after notice as prescribed in the bylaws.

DATED this 13 day of DECEMBER, 2002.


JoEllen Morgan-Phillips, Subscriber



Edward A. Calt, Subscriber

STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 13 day of DECEMBER, 2002, by **JoEllen Morgan-Phillips and Edward A. Calt**, who are personally known to me or who have produced _____ as identification.



Lidia Gonzalez
My Commission DD113843
Expires May 01, 2006


NOTARY PUBLIC, STATE OF FLORIDA

ACCEPTANCE BY RESIDENT AGENT

HAVING BEEN NAMED as resident agent for this corporation at the office designated in the foregoing articles of incorporation, the undersigned accepts the designation.


JOSEPH A. SOLLA, Resident Agent