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SECRETARY OF STATE  
-ALABAMA-

4402-503-2044

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**TRANSMITTAL LETTER**

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

**SUBJECT: Anthropology Museum of Americans of African Descent**

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

\_\_\_ \$70.00 Filing Fee

\_\_\_~~X~~\_\_\_ \$78.75 Filing Fee & Certificate

**FROM:** Anthropology Museum of Americans of African Descent  
3674 Trianon Drive  
Orlando, Florida 32818

(407) 523-3760



FLORIDA DEPARTMENT OF STATE  
Ken Detzner  
Secretary of State

January 23, 2003

ANTHROPOLOGY MUSEUM OF AMERICANS OF AFRICAN DESCENT INC  
3674 TRIANON DR.  
ORLANDO, FL 32818

SUBJECT: ANTHROPOLOGY MUSEUM OF AMERICANS OF AFRICAN  
DESCENT INC.  
Ref. Number: W03000002044

We have received your document for ANTHROPOLOGY MUSEUM OF AMERICANS OF AFRICAN DESCENT INC. 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 document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

The registered agent must sign accepting the designation.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and 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) 245-6878.

Alan Crum  
Document Specialist  
New Filing Section

Letter Number: 603A00004153

**ARTICLES OF INCORPORATION  
OF  
ANTHROPOLOGY MUSEUM OF AMERICANS OF AFRICAN DESCENT *INC.*  
A NOT-FOR-PROFIT CORPORATION**

The undersigned incorporator(s), are natural persons 18 years of age or older, in order to form a corporate entity adopts the following articles of incorporation.

**ARTICLE I  
NAME/REGISTERED OFFICE**

The name of this corporation shall be Anthropology Museum of Americans of African Descent, located at 3674 Trianon Drive Orlando, Florida 32818.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE II  
PURPOSE**

This corporation is organized exclusively for charitable, and educational purposes, more specifically to collect, preserve, study, interpret, exhibit, and publish the arts and material culture of Americans of African descent in the U.S. and diaspora. Also, to examine popular culture and contemporary social issues and their impact upon African American communities. To this end, the corporation shall at all times be operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, 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 of 1986, as now enacted or hereafter amended. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

**ARTICLE III  
EXEMPTION REQUIREMENTS**

At all times shall the following operate as conditions restricting the operations and activities of the corporation:

1. The corporations shall not afford pecuniary gain, incidentally or otherwise to its members. No part of the net earnings of this corporation shall inure to the benefit of any member of the corporation, except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes. Such net earnings, if any, of this corporation shall be used to carry out the nonprofit corporate purposes set forth in Article II above.
2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements,) any political campaign on behalf of, or in opposition to, any candidate for public office.
3. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue code of 1986, a now enacted or hereafter amended.

**ARTICLE IV  
DURATION**

The duration of the corporate existence shall be perpetual.

**ARTICLE V  
MEMBERSHIP/BOARD OF DIRECTORS**

The corporation shall have one or more classes of members, as provided in the corporation's bylaws. The management of the affairs of the corporation shall be vested in a Board of Directors, as defined in the corporation's bylaws. No Director shall have any right, title, or interest in or to any property of the corporation.

The number of Directors constituting the first Board of Directors is five (5), their names and addresses being as follows:

Deborah Johnson-Simon  
740 NE 23<sup>rd</sup> Avenue  
Gainesville, FL 32609

Jamie Johnson  
2490 SW 14<sup>th</sup> Drive Apt 21  
Gainesville, FL 32608

Shari P. Jackson  
3674 Trianon Drive  
Gainesville, FL 32818

Olive P. Mackey  
1820 Palmer Avenue  
Winter Park, FL 32792

Brett Y. Williams  
1820 Palmer Avenue  
Winter Park, FL 32792

Members of the first Board of Directors shall serve until the first annual meeting, at which their successors are duly elected and qualified, or removed as provided in the bylaws.

**ARTICLE VI  
PERSONAL LIABILITY**

No (member) officer, or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the (members) officer, or Directors be subject to the payment of the debts or obligations of this corporation.

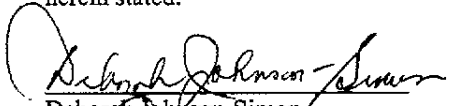
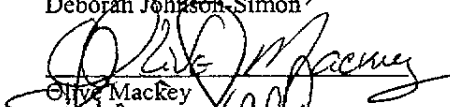
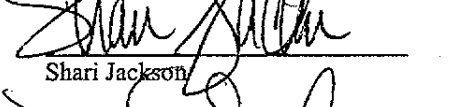
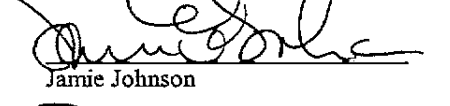

**ARTICLE VII  
DISSOLUTION**

At the time of dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all debts, obligations, liabilities, costs, and expenses of the corporation, dispose of all of the assets of the corporation. In no case shall a disposition be made which would not qualify as a charitable contribution under Sections 170(c)(1) or (2) of the Internal Revenue Code of 1986, as now enacted by or hereafter amended, in such manner as the Board of Directors shall determine.

**ARTICLE VIII  
INCORPORATOR(S)**

The incorporator(s) of this corporation is/are: Deborah Johnson-Simon, Olive Mackey, Shari Jackson, and Jamie Johnson.

The undersigned incorporator(s) certify(ies) that she/he /they execute(s) these articles for the purpose herein stated.

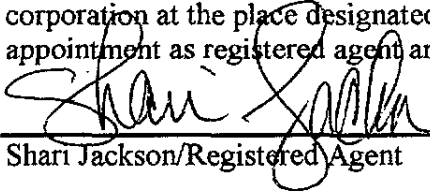
 Deborah Johnson-Simon	_____ Date 12/16/02
 Olive Mackey	_____ Date 12/16/02
 Shari Jackson	_____ Date 12/16/02
 Jamie Johnson	_____ Date 12/16/02
 Brett Y. Williams	_____ Date 12/16/02

ARTICLE IX  
INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida Street address of the registered agent is:

Shari Jackson  
3674 Trianon Dr  
Orlando Florida 32818  
(407) 523-3760

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

  
Shari Jackson/Registered Agent

Date

2/3/03

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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