

N030000003684

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

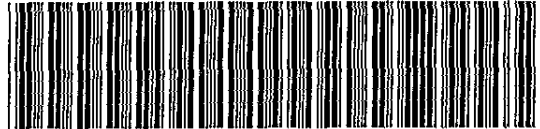
(Document Number)

Certified Copies ☒

Certificates of Status ☒

Special Instructions to Filing Officer:

Office Use Only



000016668250

04/28/03 --01079--001 \*\*87.50

FILED  
03 APR 28 AM 9:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

5-1-03  
By

## TRANSMITTAL LETTER

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

**SUBJECT:** The Gallery Row Fine Art Dealers Association, 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: Attorney John F. Houton  
Name (Printed or typed)

275 Yucca Road  
Address

Naples, Florida 34102  
City, State & Zip

239.643.5051  
Daytime Telephone number

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

FILED

03 APR 28 AM 9: 53

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under Florida Law, hereby adopts the following Articles of Incorporation:

### ARTICLE I NAME

The name of the corporation shall be: The Gallery Row Fine Art Dealers Association, Inc.

### ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 281 Broad Avenue South, Naples, Florida 34102.

### ARTICLE III PURPOSE

The nature of the business and the objects and purposes proposed to be transacted, promoted and carried on, are to do any and all the things herein mentioned, as fully, and to the same extent as natural persons might or could do, and in any part of the world.

This is a non-stock, non-profit corporation. The purpose of the corporation is to engage in any lawful act or activity for which nonprofit corporations may be organized under Florida law. Said corporation is organized exclusively for charitable, religious, educational and scientific purposes, including for such purposes, the making and distributions to organizations that qualify as exempt organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 to wit: To provide a single, cohesive identity within the community and to provide a single, coordinated resource supporting community cultural activities.

### ARTICLE IV MANNER OF ELECTION OF DIRECTORS

At the initial organizational meeting directors and officers shall be elected by the incorporator and subsequently by a vote of all the membership at the annual meeting of the corporation in accordance with the By-Laws of the corporation

### ARTICLE V PROHIBITION OF DIVIDENDS

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable as dividends or in any other manner, 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 purpose set forth in the Articles of Incorporation. Further, upon the dissolution of the corporation, the Board of Directors shall after paying or making provision for the payment of all of

the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States law) as the Board of Directors shall determine. 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 VI OFFICERS AND DIRECTORS

President and Director: Roger Baker, 281 Broad Avenue South, Naples, Florida 34102

Treasurer, Secretary and Director: Rik Littlefield, 1170 3rd Street South, Naples, Florida 34102

Nancy Winch: Director, 386 Broad Avenue South, Naples, Florida 34102

Deane Knox: Director, 375 Broad Avenue South, Naples, Florida 34102

#### ARTICLE VII INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are: Roger Baker, 281 Broad Avenue South, Naples, Florida 34102.

#### ARTICLE VII INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is: Roger Baker, 281 Broad Avenue South, Naples, Florida 34102.

IN WITNESS WHEREOF, the undersigned, President, of the Gallery Row Fine Art Dealers Association, Inc., has executed the foregoing ARTICLES OF INCORPORATION of the Gallery Row Fine Art Dealers Association, Inc. this 16th day of April, 2003..

  
\_\_\_\_\_  
Roger Baker

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

capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
Signature/Registered Agent

4/15/13  
Date

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

03 APR 28 AM 9:53

FILED