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(Requestor's Name)

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☐ PICK-UP

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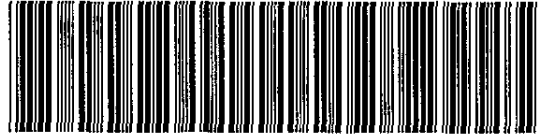
(Business Entity Name)

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08-10-10

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Matlacha Fly Fishing Festival, Inc.

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

☒ Art of Inc. File _____

_____ LTD Partnership File _____

_____ Foreign Corp. File _____

_____ L.C. File _____

_____ Fictitious Name File _____

_____ Trade/Service Mark _____

_____ Merger File _____

_____ Art. of Amend. File _____

_____ RA Resignation _____

_____ Dissolution / Withdrawal _____

_____ Annual Report / Reinstatement _____

☒ Cert. Copy _____

_____ Photo Copy _____

_____ Certificate of Good Standing _____

_____ Certificate of Status _____

_____ Certificate of Fictitious Name _____

_____ Corp Record Search _____

_____ Officer Search _____

_____ Fictitious Search _____

_____ Fictitious Owner Search _____

_____ Vehicle Search _____

_____ Driving Record _____

_____ UCC 1 or 3 File _____

_____ UCC 11 Search _____

_____ UCC 11 Retrieval _____

_____ Courier _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
MATLACHA FLY FISHING FESTIVAL, INC.
A FLORIDA NON-PROFIT CORPORATION

The undersigned Incorporator, for the purpose of forming a not for profit corporation, pursuant to Chapter 617 of the Florida Statutes, under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be Matlacha Fly Fishing Festival, Inc.

ARTICLE II PRINCIPAL OFFICE

The street address of the initial principal office is 3950 Pine Island Road, Matlacha, Florida 33993, and mailing address of this corporation is P.O. Box 25, Matlacha, Florida 33993.

ARTICLE III PURPOSE

The purposes for which the corporation is organized are as follows:

A. To receive and administer funds and to operate exclusively for religious, charitable, scientific, literary or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or comparable provisions of subsequent legislation (the "Code"). Among those purposes is to hold charitable fishing events and other related charitable activities..

B. To acquire, own, purchase, lease, dispose of and deal with real and personal property and interests, either absolutely or in trust therein and to apply gifts, grants, bequests, and devises and the proceeds thereof in furtherance of the purposes of the corporation.

C. To do such things and to perform such acts to accomplish its purposes as the Board of Trustees may determine to be appropriate and as are forbidden by Section 501(c)(3) of the Code with all the power conferred on nonprofit corporations under the laws of the State of Florida.

ARTICLE IV TERM

Corporate existence shall commence upon filing these Articles of Incorporation with the Secretary of State and the term of the Corporation shall be perpetual.

ARTICLE V POWERS

The Corporation shall have all of the common law and statutory powers of a corporation not for profit pursuant to the laws of the State of Florida that are not in conflict with the terms of these

Articles; provided, however, that notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax pursuant to Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue Law.

ARTICLE VI LIMITATIONS

The Corporation shall be operated exclusively for charitable, educational and scientific purposes as a nonprofit corporation. No individual trustee or member of the corporation shall have any title to or interest in the corporate property or earnings in his or her individual or private capacity and no part of the net earnings of the corporation shall inure to the benefit of any director, trustee, officer, member or any private shareholder or individual. No substantial part of the activities of the corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, nor shall the corporation participate in or intervene in any political campaign on behalf of (or in opposition to) any candidate for public office.

ARTICLE VII MEMBERS

Qualification for membership in the Corporation, the manner of members' admission and membership voting rights shall be provided for in the Bylaws of the Corporation.

ARTICLE VIII TRUSTEES

A. Powers. All corporate powers shall be exercised by or under the authority of, and the affairs of the Corporation shall be managed under the direction of, the Board of Trustees.

B. Number. The number of trustees shall be determined from time to time in accordance with the Bylaws, but shall never be less than three trustees, and, in the absence of any such determination, shall be three trustees.

C. Election; removal. Trustees shall be elected or removed in accordance with the procedure provided in the Bylaws.

D. Initial trustees. Trustees shall be elected or removed in accordance with the procedure provided in the Bylaws.

Name

Address

Rebecca A. Beckley

P.O. Box 25
Matlacha, Florida 33993

Jim Griffiths

P.O. Box 25
Matlacha, Florida 33993

Greg Bowdish

P.O. Box 25
Matlacha, Florida 33993

Curt Peer

P.O. Box 25
Matlacha, Florida 33993

ARTICLE IX INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is REBECCA A. BECKLEY, and her address is 3920 Pine Island Road, Matlacha, Florida 33993, and the designated agent by her signature hereon, does hereby accept the appointment as registered agent pursuant to the provisions of Section 607.034, Florida Statutes.

ARTICLE X INCORPORATOR

The number of the directors constituting the initial Board of Directors of the corporation is four (4), and thereafter the number of directors shall be such number as is fixed from time to time by the by-laws.

The name and street address of the Incorporator to these Articles of Incorporation is REBECCA A. BECKLEY at 3950 Pine Island road, Matlacha, Florida 33993.

ARTICLE XI BYLAWS

The Bylaws of the Corporation are to be made and adopted by the Board of Trustees and may be altered, amended or rescinded by the Board of Trustees.


ARTICLE XII AMENDMENT

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Trustees and Officers are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless more specific provisions for amendments are adopted by the Corporation pursuant to law.

ARTICLE XIII DISSOLUTION

In the event of dissolution, the residual assets of the Corporation shall be turned over to one or more organizations which themselves are exempt from federal income tax as organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended or the corresponding provisions of any future United States Internal Revenue Law, or to the federal, state, or local government for exclusively public purposes.

The undersigned has executed these Articles of Incorporation this 9th day of August, 2004.



REBECCA A. BECKLEY
Incorporator and Registered Agent

STATE OF FLORIDA
COUNTY OF LEE

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgements, REBECCA A. BECKLEY, (xx) who is personally known to me or () who has produced _____ as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at said County and State this 9th day of August, 2004.

My commission expires:



Notary Public



Deborah J. Scheid
Commission # DD093885
Expires Feb. 19, 2006
Bonded Thru
Atlantic Bonding Co., Inc.