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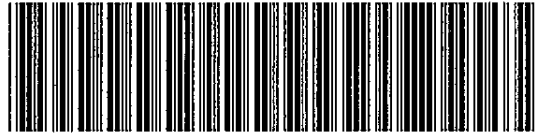
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450086 SR 200, Callahan, FL 32011
904 879-3434
October 25, 2004

Ms. Anna Chesnut
Division of Corporations
P.O. Box 6372
Tallahassee, FL 32314

RE: Friends of the Callahan Public Library

Ref. # W04000037577

Dear Ms. Chesnut:

Thank you for your help in filing for incorporation. Articles of Incorporation for Friends of Callahan Public Library, Inc. are enclosed.

If it is possible, we would like to have the \$35.00 sent with our amendment application, returned. Please let us know if you have any questions.

Sincerely,

Lucinda Watkins
lwatkins@nassaucountyfl.com

Articles of Incorporation

Article I NAME

The name of the corporation shall be: Friends of Callahan Public Library, Inc.

Article II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Callahan Public Library
450086 SR 200
Callahan, FL 32011

Nassau County

ARTICLE III PURPOSE

The specific purpose(s) for which the corporation is organized is (are):

1. To foster closer relationships between the library and the surrounding community.
2. To promote knowledge of the functions, resources, services and needs of the library.
3. To inform the city and county officials of the importance of their role in support of the library.
4. To assist in the continuing development of a program of library services that may serve the needs of the community.
5. To encourage gifts or memorials of funds, books, art objects and memberships to be administered by Friends of Callahan Public Library.

Said organization 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 corresponding section of any future federal tax code.

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the publishing or distribution of statements) any political campaign on behalf of any candidate

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

Upon dissolution of the Friends of Callahan Public Library, Inc., assets shall be distributed for one or more exempt purposes within the meaning of section 501(c (3) of the Internal Revenue Code, or 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 disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization 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 IV MANNER OF ELECTION

The manner in which the directors are elected or appointed is as follows:

Membership in this organization shall be open to all individuals and organizations in sympathy with its purpose. Each member is entitled to one vote.

Officers shall be elected at the annual meeting in October and shall hold office for one year or until their successors are elected. Officers shall be nominated by a nominating committee, chosen from the Executive Board. No one shall be nominated without his or her consent. Additional nominations may be made from the floor at the annual meeting.

In the event of a vacancy in any office, an election shall be held at the next regular meeting. Members are to be notified by the posting of a notice in the Callahan Library and through the press at least one week prior to the date of the meeting.

Article V INITIAL DIRECTORS/OFFICERS

The name(s) and the street address(es) of the incorporator(s) for these articles of incorporation is (are):

Sarah Benoit
44283 Whistle Stop Trail
Callahan, FL 32011

Sandra Hendricks
54234 Roy Booth Road
Callahan, FL 32011

Diana Stevenson
55023 Deer Run Drive
Callahan, FL 32011

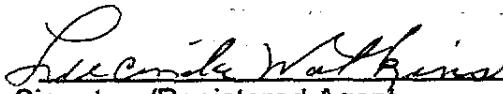

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and street address of the initial registered agent is:

Callahan Public Library
450086 SR 200
Callahan, FL 32011
Lucinda Watkins

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

	Lucinda Watkins	<u>10/25/04</u>
Signature/Registered Agent		Date
	Sandra Hendricks	<u>10/25/04</u>
Signature/Incorporator		Date